

**THIS CIRCULAR 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 perused this Circular on a limited review basis pursuant to Practice Note 18 of the Main Market Listing Requirements of Bursa Securities. Bursa Securities takes no responsibility for the contents of this Circular, 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 Circular.



EUROSPAN HOLDINGS BERHAD  
(Registration No. 199501022724 (351927-M)) (Incorporated in Malaysia)  
EST. 1972

**CIRCULAR TO SHAREHOLDERS IN RELATION TO THE**

**PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY  
TRANSACTIONS OF A REVENUE OR TRADING NATURE**

**AND**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

An Extraordinary General Meeting of the Company ("**EGM**") will be held at Function Rooms 2 & 3, Level 1, Main Lobby Building, Kuala Lumpur Golf & Country Club, No. 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Malaysia on Friday, 21 November 2025 at 12.00 p.m. or immediately after the conclusion of the 30<sup>th</sup> AGM of the Company, which is scheduled to be held at the same venue and on the same day at 11.00 a.m. or at any adjournment thereof. The Notice of the EGM together with the Proxy Form are enclosed with this Circular and available on the Company's website at <https://www.eurospan.com.my>.

If you are unable to attend the EGM and wish to appoint a proxy or proxies to attend and vote on your behalf at the EGM, you must complete and deposit the Proxy Form in accordance with the instructions thereon. The instrument appointing a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company's Share Registrar not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof :

(i) In hard copy form

The Proxy Form must be 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 the Proxy Form in the drop-in boxes located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(ii) By electronic form

The Proxy Form can be lodged electronically with the Company's Share Registrar via Vistra Share Registry and IPO (MY) portal ("The Portal") at <https://srmy.vistra.com>. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of Proxy Form via The Portal.

|                                                    |   |                                                                                                                                                                                                                                         |
|----------------------------------------------------|---|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Last day, date and time for lodging the Proxy Form | : | Wednesday, 19 November 2025 at 12.00 p.m.                                                                                                                                                                                               |
| Day, date and time of EGM                          | : | Friday, 21 November 2025 at 12.00 p.m. or immediately after the conclusion of the 30 <sup>th</sup> AGM of the Company, which is scheduled to be held at the same venue and on the same day at 11.00 a.m. or at any adjournment thereof. |

## DEFINITIONS

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Except where the context otherwise requires, the following definitions shall apply throughout this Circular:

|                              |                                                                                                                                                                                                                                                                                                                                                              |
|------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Act                          | : Companies Act, 2016 including any amendments made thereto from time to time                                                                                                                                                                                                                                                                                |
| AGM                          | : Annual general meeting                                                                                                                                                                                                                                                                                                                                     |
| Board                        | : Board of Directors of the Company                                                                                                                                                                                                                                                                                                                          |
| Bursa Depository             | : Bursa Malaysia Depository Sdn Bhd                                                                                                                                                                                                                                                                                                                          |
| Bursa Securities             | : Bursa Malaysia Securities Berhad                                                                                                                                                                                                                                                                                                                           |
| Circular                     | : This circular to the shareholders of the Company dated 4 November 2025                                                                                                                                                                                                                                                                                     |
| Director(s)                  | : A person defined in Section 2(1) of the Capital Markets and Services Act 2007 and for purposes of the Proposed New Shareholders' Mandate includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a director or a chief executive of the Company, subsidiary or holding company |
| Dynacharge                   | : Dynacharge Sdn Bhd                                                                                                                                                                                                                                                                                                                                         |
| ECS                          | : Euro Chain Supply (M) Sdn. Bhd.                                                                                                                                                                                                                                                                                                                            |
| ECW                          | : EC Excel Wire Sdn Bhd                                                                                                                                                                                                                                                                                                                                      |
| EFSB                         | : Eurospan Furniture Sdn Bhd                                                                                                                                                                                                                                                                                                                                 |
| EGM                          | : Extraordinary General Meeting of the Company                                                                                                                                                                                                                                                                                                               |
| EHB or the Company           | : Eurospan Holdings Berhad                                                                                                                                                                                                                                                                                                                                   |
| EHB Group or Group           | : Collectively, the Company and subsidiaries                                                                                                                                                                                                                                                                                                                 |
| EHB Shares                   | : Ordinary shares in the Company                                                                                                                                                                                                                                                                                                                             |
| FYE                          | : Financial year ended or ending, as the case may be                                                                                                                                                                                                                                                                                                         |
| NHH                          | : Ng Heng Hong                                                                                                                                                                                                                                                                                                                                               |
| Interested Director          | : NHH                                                                                                                                                                                                                                                                                                                                                        |
| Interested Major Shareholder | : EC Synergy (M) Sdn Bhd                                                                                                                                                                                                                                                                                                                                     |
| Listing Requirements         | : Main Market Listing Requirements of Bursa Securities, including any amendments made thereto from time to time                                                                                                                                                                                                                                              |
| LPD                          | : 31 October 2025, being the latest practicable date prior to the date of this Circular                                                                                                                                                                                                                                                                      |

## **DEFINITIONS** *(Cont'd)*

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|------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Major Shareholder(s)               | : A person who has an interest or interests in one or more voting shares in our Company and the number or aggregate number of those shares is 10% or more of the total number of voting shares in our Company or 5% or more of the total number of voting shares in the corporation where such person is the largest shareholder of our Company, as defined under Paragraph 1.01 of the Listing Requirements, and for purposes of the Proposed New Shareholders' Mandate includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a major shareholder of our Company (as defined under Paragraph 1.01 of the Listing Requirements) or any other corporation which is our subsidiary or holding company, as the case may be                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| Person(s) connected                | <p>: In relation to a Director or Major Shareholder, means such a person who falls under any one of the following categories:</p> <ul style="list-style-type: none"><li>(a) a family member of the Director or Major Shareholder which shall include the spouse, parent, child (including adopted child and stepchild), brother, sister, and the spouse of the child (including adopted child and stepchild), brother or sister;</li><li>(b) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the Director, Major Shareholder or a family member of the Director or Major Shareholder, is the sole beneficiary;</li><li>(c) a partner of the Director or Major Shareholder or a partner of a person connected with that Director or Major Shareholder;</li><li>(d) 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 Director or Major Shareholder;</li><li>(e) 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 Director or Major Shareholder is accustomed or is under an obligation, whether formal or informal, to act;</li><li>(f) a body corporate in which the Director or Major Shareholder or persons connected with him 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</li><li>(g) a body corporate which is a related corporation of the Director or Major Shareholder</li></ul> |
| Proposed New Shareholders' Mandate | : Proposed new shareholders' mandate for the Group to enter into RRPT(s) as set out in Section 2.4 of this Circular                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |

## **DEFINITIONS** *(Cont'd)*

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Recurrent Related Party Transactions or RRPT(s) : Related party transactions which are recurrent, of a revenue and/or trading nature and which are necessary for the day-to-day operations and are in the ordinary course of business of our Group

Related Party(ies) : A Director, Major Shareholder or persons connected with such a Director or Major Shareholder

RM and sen : Ringgit Malaysia and sen

All references to **"we"**, **"us"**, **"our"** and **"ourselves"** in this Circular, if any, shall mean EHB or where the context requires, our Group.

References to **"you"** or **"your"** are to the shareholders of our Company, unless the context otherwise requires.

Unless specifically referred to, words denoting the singular shall, where applicable, include the plural and vice versa, and words denoting the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Any references to persons shall include corporations, unless otherwise specified.

Any reference in this Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted.

Any reference to a time or date in this Circular shall be a reference to Malaysian time or date, respectively, unless otherwise specified.

Any discrepancies in the figures included in this Circular between the amounts stated, actual figures and the totals thereof are due to rounding adjustments.

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EUROSPAN HOLDINGS BERHAD

(Registration No. 199501022724 (351927-M)) (Incorporated in Malaysia)  
EST. 1972

**Registered Office**

29<sup>th</sup> Floor, Menara JKG  
No. 282, Jalan Raja Laut  
50350 Kuala Lumpur  
Wilayah Persekutuan  
Malaysia

4 November 2025

**Board of Directors**

Mr Ng Heng Hong (Executive Director)  
Datuk Seri Tan Choon Hwa (Independent Non-Executive Director)  
Dato' Thor Poh Seng (Non-Independent Non-Executive Director)  
Mr Guan Shaw Yin (Executive Director)  
Mr Yap Kan Lin (Independent Non-Executive Director)  
Mr Hiew Yong Nin @ Hew Yong Nin (Non-Independent Non-Executive Director)  
Ms Tan Yan Ching (Non-Independent Non-Executive Director)

**To: The shareholders of our Company**

Dear Sir/ Madam,

**PROPOSED NEW SHAREHOLDERS' MANDATE**

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**1.0 INTRODUCTION**

On 24 October 2025, our Board announced its intention to seek shareholders' approval on the Proposed New Shareholders' Mandate at the forthcoming EGM.

**THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH THE RELEVANT INFORMATION ON THE PROPOSED NEW SHAREHOLDERS' MANDATE AND TO SET OUT THE VIEWS AND RECOMMENDATION OF OUR BOARD ON THE PROPOSED NEW SHAREHOLDERS' MANDATE AS WELL AS TO SEEK YOUR APPROVAL FOR THE RESOLUTION PERTAINING TO THE PROPOSED NEW SHAREHOLDERS' MANDATE TO BE TABLED AT THE FORTHCOMING EGM. THE NOTICE OF EGM AND THE PROXY FORM ARE ENCLOSED IN THIS CIRCULAR.**

**YOU ARE ADVISED TO READ AND CONSIDER CAREFULLY THE CONTENTS OF THIS CIRCULAR TOGETHER WITH THE APPENDIX CONTAINED HEREIN BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED NEW SHAREHOLDERS' MANDATE TO BE TABLED AT THE FORTHCOMING EGM.**

## 2.0 DETAILS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE

### 2.1 Provisions under the Listing Requirements

Pursuant to Paragraph 10.09(2) of the Listing Requirements, the Company may seek shareholders' mandate in respect of RRPTs subject to the following:

- (a) the transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public;
- (b) the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year where the aggregate value is equal to or more than the threshold prescribed below (in relation to a listed issuer with a share capital which is less than RM60.0 million):
  - (i) the consideration, value of the assets, capital outlay or costs of the RRPTs is RM1 million or more; or
  - (ii) the percentage ratio of such RRPTs is 1% or more, whichever is lower;
- (c) the issuance of circular to shareholders for the shareholders' mandate includes the information as may be prescribed by Bursa Securities. The draft circular must be submitted to Bursa Securities together with a checklist showing compliance with such information;
- (d) in a meeting to obtain the shareholders' mandate, relevant related party must comply with the following requirements:
  - (i) a Related Party with any interest, direct or indirect ("**Interested Related Party**"), must not vote on the resolution in respect of the Proposed New Shareholders' Mandate;
  - (ii) an Interested Related Party who is a Director or Major Shareholder, must ensure that persons connected with them abstain from voting on the resolution in respect of the RRPTs; and
  - (iii) where the Interested Related Party is a person connected with a Director or Major Shareholder, such Director or Major Shareholder must not vote on the resolution in respect of the RRPTs; and
- (e) the Company immediately announces to Bursa Securities when the actual value of a RRPT entered into by our Group exceeds the estimated value of the RRPTs disclosed in this Circular by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

### 2.2 Validity period of the Proposed New Shareholders' Mandate

The Proposed New Shareholders' Mandate if approved by the shareholders of our Company at the forthcoming EGM, will take effect from the date of passing the ordinary resolution at the forthcoming EGM and will only continue to be in force until:

- (a) the conclusion of the next AGM of the Company following the forthcoming EGM, at which time it will lapse, unless the authority is renewed by an ordinary resolution passed at the next AGM; or

- (b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

Thereafter, approval from the shareholders of the Company will be sought for the renewal of shareholders' mandate for the RRPT at each subsequent AGM of the Company.

### **2.3 Principal business activities of the Group**

The Group is currently principally involved in the manufacturing and trading of furniture and wood-based products and trading of sealed lead acid and automotive batteries. The Group intends to venture into the trading of construction materials to grow its present revenue and improve profitability. In relation to this, the Company has on 2 October 2025 incorporated a new wholly-owned subsidiary, ECS, to undertake this new business.

The details of our subsidiaries as well as their principal activities as at the LPD are as follows:

| <b>Name of company</b> | <b>Effective equity interest</b> | <b>Principal activities</b>                                     |
|------------------------|----------------------------------|-----------------------------------------------------------------|
| EFSB                   | 100%                             | Manufacturing and trading of furniture and wood-based products. |
| Dynacharge             | 100%                             | Trading of sealed lead acid and automotive batteries.           |
| ECS                    | 100%                             | Trading of construction materials.                              |

**[The remainder of this page has been intentionally left blank]**

## 2.4 Classes of Related Parties and Nature of the RRPTs contemplated under the Proposed New Shareholders' Mandate

The nature and details of the RRPTs entered and to be entered into by the Group under the Proposed New Shareholders' Mandate are as follows:

| Transacting party within the Group | Transacting Related Party | Interested Related Party(ies) and nature of their relationships                                                                                     | Nature of transaction                                                                | Estimated value of transactions from the LPD to the date of the forthcoming EGM (RM) | Estimated value of transactions from the date of the forthcoming EGM to next AGM <sup>(3)</sup> (RM) |
|------------------------------------|---------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------|
| ECS <sup>(1)</sup>                 | ECW <sup>(2)</sup>        | NHH, an Executive Director and Major Shareholder of the Company and Director of ECS, is also the Managing Director and ultimate shareholder of ECW. | Purchase of construction materials <sup>(4)</sup> by ECS for its trading activities. | Nil                                                                                  | 300,000,000                                                                                          |

Notes:

- (1) ECS was incorporated on 2 October 2025, and its principal activity is trading of construction materials.
- (2) ECW was incorporated in 2007, a wholly-owned subsidiary of EC Excel Wire Holdings Sdn Bhd and ultimately wholly-owned by NHH. ECW's principal activity is the manufacturing and trading of value-added steel wire, galvanised wire and metal products, as well as trading of building materials products.  
Accordingly, ECW is deemed a Related Party in view of the interests of NHH as detailed above and in Section 6 of this Circular.
- (3) The estimated aggregate values stated are determined based on the forecast by our Group's Executive Director and the management which have extensive experience and business connections in the construction industry. The estimated value of RM300 million per annum is based on the assumption of approximate sales of 10,000 metric tonnes of steel products per month at an average price of RM2,500 per metric tonne. The estimate reflects the management's assessment of projected sales and the actual values of transactions may differ from the estimated values stated.
- (4) Construction materials comprise a wide-range of products used in the construction of buildings and infrastructures and these include but are not limited to reinforcement steel bars, steel and galvanised wire mesh. Specifically, ECW will supply reinforcement steel bars, steel and galvanised wire mesh, and other metal products including gabions and fencing products to ECS. These items fall within ECW's manufactured and trading products.

## **2.5 Amount due and owing to our Group by the Related Parties**

As at the LPD, there is no amount due and owing to the Group by its Related Party which has exceeded credit term.

## **2.6 Review and approving procedures for the RRPT**

The Group has established the following procedures to ensure the RRPTs are entered into on an arm's length basis, transaction prices and normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not detrimental to the interest of the minority shareholders of the Company:

- (a) the identity of the Related Parties shall be circulated within the Group (including the Directors) and all potential RRPTs shall be reported to and be reviewed by the Audit Committee which in turn shall report to the Board for deliberation and decision before entering into the transactions with the Related Parties;
- (b) the Related Parties identified shall be notified that all transactions (including RRPT) with the Group are required to be undertaken on arm's length basis and on normal commercial terms not more favourable to the Related Parties than those generally available to the public;
- (c) the RRPTs prices shall be determined based on, among others, pricing, quality and/or service level, which are available under similar commercial terms for transactions with third parties;
- (d) the Group shall ensure that at least 2 other contemporaneous transactions with unrelated third parties for similar products or services, and/or quantities will be used as comparison, wherever possible, to determine whether the price and terms offered to or by the Related Parties are fair and reasonable and comparable to those offered to or by other unrelated third parties for the same or substantially similar type of products or services and/or quantities.

In the event that quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be determined based on benchmarking against any experts' reports (if available) or our Group's internal assessment based on the prevailing market rates and/or commercial terms which are generally in line with the market practice and norms of the industry to ensure the RRPTs are not detrimental to the interests of the Group and/or the minority shareholders of the Company;

- (e) all RRPT will be recorded in a register to be maintained by the Company. There are no specific thresholds for the approval of RRPTs within the Group. The management shall monitor all RRPTs and report to the Audit Committee on a quarterly basis for review or as and when required.

Any divergence from the shareholders' mandate will be reported by the Audit Committee to the Board accordingly. In the event where the actual value of the RRPTs exceeds the estimated value by 10% or more, such RRPTs and the reasons for such deviation will be immediately announced to Bursa Securities;

- (f) the annual internal audit shall include review of all RRPTs entered into by the Group and ensure that the established guidelines and procedures in respect of RRPTs are adhered to;
- (g) the Audit Committee shall:
  - (i) review on a quarterly basis, or as and when necessary, to ascertain that the established guidelines and procedures for the RRPTs have been complied with; and

- (ii) consider, from time to time, whether established guidelines and procedures for the RRPTs have become inappropriate, and/or are unable to ensure that the transactions will be on normal commercial terms, and/or prejudice the interests of shareholders generally.

In the event the Audit Committee, during its review, forms an opinion that the RRPTs are not being conducted in accordance with the established guidelines and procedures and/or are not on an arm's length basis and/or normal commercial terms, or are detrimental to the interests of the Group and/or the minority shareholders of the Company, the Audit Committee will advise the Board to convene a general meeting of shareholders of the Company to seek a fresh shareholders' mandate for the RRPTs; and

- (h) any Director who is interested in any RRPT shall abstain from deliberating and voting on all matters pertaining to the RRPT at the relevant Audit Committee and/or Board meetings.

## **2.7 Disclosure in annual Report**

Disclosure will be made in the Annual Report of the Company of the aggregate value of RRPTs conducted pursuant to the Proposed New Shareholders' Mandate during the financial year, where the aggregate value is equal to or more than the threshold prescribed under paragraph 10.09 (1) of the Listing Requirements. In making the disclosure, the Company must provide a breakdown of the aggregate value of the RRPTs made during the financial year, amongst others, based on the following information: -

- (i) the type of RRPTs made; and
- (ii) the names of the Related Parties involved in each type of the RRPTs made and their relationship with the Group.

The above disclosure will also be made in the Company's annual report for subsequent financial year during which the shareholders' mandate remains in force.

## **2.8 Statement by Audit Committee**

The Audit Committee of the Company has seen and reviewed the procedures mentioned in Section 2.6 above and is of the view that the procedures established are sufficient to ensure that the RRPT are not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company.

The Audit Committee is also of the view that the Group has in place adequate procedures and processes to monitor, track and identify RRPT in a timely and orderly manner. The Audit Committee shall review these procedures annually to ensure that the procedures are appropriate having regard to the value and frequency of the RRPT.

## **3.0 RATIONALE AND BENEFITS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE**

ECS is principally engaged in the trading of construction materials and ECW is involved in the manufacturing of value-added steel wire, galvanised wire and metal products, as well as trading of building materials products. ECS's trading of construction materials may include the purchase of materials and/ or products for its day-to-day trading operations from ECW.

The Proposed New Shareholders' Mandate is intended to facilitate transactions in the normal course of business of the Group which are transacted from time to time with the Related Party, provided that they are carried out at arm's length and on the Group's normal commercial terms and are not prejudicial to its shareholders and on terms not more favourable to the Related Party than those generally available to the public and are not to the detriment of the minority shareholders.

The Proposed New Shareholders' Mandate will enable the Group to carry out Recurrent Related Party Transactions necessary for our Group's day-to-day operations, which are time sensitive in nature, without the need to make any announcement and convene general meetings to approve such transactions whenever such transactions arise from time to time, thereby reducing the time, resources and costs associated with the administrative efforts to make the announcement and convene the general meetings.

#### **4.0 EFFECTS OF THE PROPOSED NEW SHAREHOLDERS' MANDATE**

The Proposed New Shareholders' Mandate will not have any effect on the Company's issued share capital and substantial shareholders' shareholdings and is not expected to have any material effect on the net assets, gearing and earnings of the Group.

#### **5.0 APPROVAL REQUIRED**

The Proposed New Shareholders' Mandate is subject to the approval being obtained from the non-interested shareholders of our Company at the forthcoming EGM.

#### **6.0 INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED WITH THEM**

Save as disclosed below, as at LPD, none of the Directors, Major Shareholders of our Company or persons connected with them has any interest, direct or indirect, in the Proposed New Shareholders' Mandate:

| Interested Director | No. of Ordinary Shares |   |                           |       |
|---------------------|------------------------|---|---------------------------|-------|
|                     | Direct Interest        | % | Indirect Interest         | %     |
| NHH                 | -                      | - | 37,362,800 <sup>(1)</sup> | 84.11 |

(1) Deemed interested by virtue of his interest in EC Synergy (M) Sdn Bhd.

| Interested Major Shareholder | No. of Ordinary Shares |       |                   |   |
|------------------------------|------------------------|-------|-------------------|---|
|                              | Direct Interest        | %     | Indirect Interest | % |
| EC Synergy (M) Sdn Bhd       | 37,362,800             | 84.11 | -                 | - |

The Interested Director, NHH, has abstained and will continue to abstain from Board's deliberations and voting in respect of his direct and/or indirect shareholdings in the Company, on the resolution approving the Proposed New Shareholders' Mandate at the forthcoming EGM.

The Interested Major Shareholder, EC Synergy (M) Sdn Bhd will also abstain from voting in respect of its direct and/or indirect shareholdings in the Company, on the resolution pertaining to the Proposed New Shareholders' Mandate to be tabled at the forthcoming EGM.

In addition, the Interested Director and Interested Major Shareholder have also undertaken to ensure that persons connected with them will abstain from voting, deliberating and approving the resolution pertaining to the Proposed New Shareholders' Mandate to be tabled at the forthcoming EGM.

## **7.0 AUDIT COMMITTEE'S STATEMENT**

Our Audit Committee, after having considered all aspects of the Proposed New Shareholders' Mandate, is of the view that the Proposed New Shareholders' Mandate is:

- (i) in the best interest of the Company;
- (ii) fair, reasonable and on normal commercial terms; and
- (iii) not detrimental to the interest of the non-interested shareholders of the Company.

## **8.0 DIRECTORS' STATEMENT / RECOMMENDATION**

The Board (save for the Interested Director), after having considered all aspects of the Proposed New Shareholders' Mandate, is of the opinion that the Proposed New Shareholders' Mandate is in the best interests of the Company.

Accordingly, the Board (save for the Interested Director) recommends that you vote in favour of the resolution pertaining to the Proposed New Shareholders' Mandate to be tabled at the forthcoming EGM.

## **9.0 EGM**

The notice convening the EGM and the Proxy Form, together with the Administrative Guide, are enclosed in this Circular and are available at our Company's website at <https://www.eurospan.com.my>.

The EGM will be held at Function Rooms 2 & 3, Level 1, Main Lobby Building, Kuala Lumpur Golf & Country Club, No. 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Malaysia on Friday, 21 November 2025 at 12.00 p.m., or immediately following the conclusion of the Thirtieth Annual General Meeting ("30<sup>th</sup> AGM") of the Company, which is scheduled to be held at the same venue and on the same day at 11.00 a.m. or at any adjournment thereof.

If you are unable to attend and vote at the forthcoming EGM, you may appoint a proxy or proxies to attend and vote on your behalf. The instrument appointing a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company's Share Registrar not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof:

### **(i) In hard copy form**

The Proxy Form must be 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 the Proxy Form in the drop-in boxes located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

### **(ii) By electronic form**

The Proxy Form can be lodged electronically with the Company's Share Registrar via Vistra Share Registry and IPO (MY) portal ("The Portal") at <https://srmy.vistra.com>. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of Proxy Form via The Portal.

## **10.0 FURTHER INFORMATION**

You are advised to refer to the enclosed appendices for further information.

Yours faithfully,  
For and on behalf of the Board of  
EUROSPAN HOLDINGS BERHAD

Datuk Seri Tan Choon Hwa  
Independent Non-Executive Director

**ADDITIONAL INFORMATION**

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**1. RESPONSIBILITY STATEMENT**

The Board has seen and approved this Circular and they collectively and individually accept full responsibility for the accuracy of the information contained in this Circular 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 in this Circular misleading.

**2. MATERIAL CONTRACTS**

There are no material contracts (not being contracts entered in the ordinary course of business) entered into by the Group within the past two (2) years immediately preceding the date of this Circular.

**3. MATERIAL LITIGATION**

As at the LPD, the Group is not engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, and the Board is not aware of any proceedings, pending or threatened against our Company and/or any of its subsidiaries, or of any facts likely to give rise to any proceedings which may materially and adversely affect the business or financial position of our Group.

**4. DOCUMENTS AVAILABLE FOR INSPECTION**

Copies of the following documents will be made available for inspection at the registered office of our Company at 29<sup>th</sup> Floor, Menara JKG, No. 282, Jalan Raja Laut, 50350 Kuala Lumpur, Wilayah Persekutuan, Malaysia, during normal business hours on Mondays to Fridays (except public holidays) from the date of this Circular up to and including the date of the forthcoming EGM:

- (i) the Constitution of the Company; and
- (ii) the audited consolidated financial statements of our Company for the past 2 FYEs ended 31 May 2024 and 31 May 2025 as well as the latest unaudited financial results of the Company for the FYE 31 August 2025.



EUROSPAN HOLDINGS BERHAD  
(Registration No. 199501022724 (351927-M)) (Incorporated in Malaysia)  
EST.1972

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an Extraordinary General Meeting of Eurospan Holdings Berhad ("**EHB**" or "**Company**") will be held at Function Rooms 2 & 3, Level 1, Main Lobby Building, Kuala Lumpur Golf & Country Club, No. 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Malaysia on Friday, 21 November 2025 at 12.00 p.m., or immediately following the conclusion of the Thirtieth Annual General Meeting ("30<sup>th</sup> AGM") of the Company, which is scheduled to be held at the same venue and on the same day at 11.00 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following ordinary resolution:-

### ORDINARY RESOLUTION

#### **PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED NEW SHAREHOLDERS' MANDATE")**

**"THAT** subject always to the provisions of the Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with the related parties as stated in Section 2.4 of the Circular to Shareholders dated 4 November 2025 which are necessary for the day-to-day operations of the Group provided that the transactions are undertaken in the ordinary course of business, on arm's length basis, on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.

**THAT** such approval shall continue to be in force until:-

- (i) the conclusion of the annual general meeting of the Company following the general meeting at which such Proposed New Shareholders' Mandate was approved, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or
- (ii) the expiration of the period within which the next annual general meeting of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act, 2016 ("Act") (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by resolution passed by the shareholders in general meeting;

whichever is the earlier.

**AND THAT** the Directors of the Company be authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed New Shareholders' Mandate."

By Order of the Board

Tan Shien Yin (MAICSA 7018545) (SSM PC No. 202008002719)  
Chong Siew Duan (MAICSA 7019353) (SSM PC No. 202008002732)  
Company Secretaries

Kuala Lumpur  
4 November 2025

**Notes:**

- (1) In respect of deposited securities, only members whose names appear in the Record of Depositors on 14 November 2025 ("General Meeting Record of Depositors") shall be eligible to attend the extraordinary general meeting of the Company ("EGM").
- (2) A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the EGM shall have the same rights as the member to speak at the EGM.
- (3) 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 the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
- (4) A member of the Company may appoint more than one (1) proxy to attend the same meeting. Where a member appoints two (2) proxies to attend and vote at the same meeting, such appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy.
- (5) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each Securities Account it holds with shares of the Company standing to the credit of the said Securities Account.
- (6) 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.
- (7) The instrument appointing a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company's Share Registrar not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof:
  - (a) In hard copy form

The Proxy Form must be 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 the Proxy Form in the drop-in boxes located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - (b) By electronic means

The Proxy Form can be lodged electronically with the Company's Share Registrar via Vistra Share Registry and IPO (MY) portal ("The Portal") at <https://srmy.vistra.com>. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of Proxy Form via The Portal.
- (8) The resolution set out in the Notice of EGM will be put to vote by poll.



## ADMINISTRATIVE GUIDE FOR THE EXTRAORDINARY GENERAL MEETING ("EGM")

### TIME AND VENUE OF EGM

The EGM of Eurospan Holdings Berhad will be held as a physical meeting at the following date, time and venue

|               |   |                                                                                                                                                                                                                                                      |
|---------------|---|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Date          | : | Friday, 21 November 2025                                                                                                                                                                                                                             |
| Time          | : | 12.00 p.m., or immediately following the conclusion of the Thirtieth Annual General Meeting ("30 <sup>th</sup> AGM") of the Company, which is scheduled to be held at the same venue and on the same day at 11.00 a.m. or at any adjournment thereof |
| Meeting Venue | : | Function Rooms 2 & 3, Level 1, Main Lobby Building<br>Kuala Lumpur Golf & Country Club<br>No. 10, Jalan 1/70D, Off Jalan Bukit Kiara<br>60000 Kuala Lumpur, Malaysia                                                                                 |

### REGISTRATION ON THE DAY OF EGM

- Registration will commence at 10:00 a.m. or immediately after the conclusion of the 30<sup>th</sup> AGM of the Company up to the time of the commencement of the EGM.
- Please present your original National Registration Identity Card (NRIC) or Passport to the registration staff for verification. A photocopy of your NRIC or passport will not be accepted. Please ensure that the original NRIC or passport is returned to you and voting slip(s) will be given to you thereafter.
- Registration must be done in person. No person is allowed to register on behalf of another even with the original NRIC or passport of that other person.
- The registration counter will handle the verification of identity, registration and revocation of proxy/proxies.

### APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

If a shareholder is not able to attend the EGM on 21 November 2025, he/she can appoint a proxy or the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the Proxy Form.

Shareholders who appoint proxy(ies) to participate at the EGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to Tricor Investor & Issuing House Services Sdn. Bhd. not later than **Wednesday, 19 November 2025 at 12.00 p.m.**

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., 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 the power of attorney in the drop-in boxes located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **Wednesday, 19 November 2025 at 12:00 p.m.** to participate in the EGM. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with the Share Registrar of the Company at 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 alternatively deposit the certificate of appointment in the drop-in boxes located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on/or before the EGM to participate in the EGM. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
- (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by :-
  - (a) at least two (2) authorised officers, of whom one shall be a director: or
  - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

The appointment of a proxy may be made in hard copy form or by electronic means in the following manner and must be received by the Company's Share Registrar not less than 48 hours before the time appointed for holding the EGM and adjourned EGM at which the person named in the appointment proposed to vote:

(i) In hard copy form

In the case of an appointment made in hard copy form, the Proxy Form must be deposited with the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd., 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 the proxy form in the drop-in boxes located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **Wednesday, 19 November 2025 at 12:00 p.m.**

(ii) By electronic form

The Proxy Form can be lodged electronically with the Share Registrar of the Company via Vistra Share Registry and IPO (MY) portal ("The Portal") at <https://srmy.vistra.com> not later than **Wednesday, 19 November 2025 at 12:00 p.m.** and the procedures to submit your Proxy Form electronically are summarised below:

| PROCEDURE                                | ACTION                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
|------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| STEPS FOR INDIVIDUAL SHAREHOLDERS        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| 1. Register as a User at The Portal      | <ul style="list-style-type: none"> <li>• Visit the website at <a href="https://srmy.vistra.com">https://srmy.vistra.com</a></li> <li>• Click "Register" and select "Individual Holder" and complete the New User Registration Form.</li> <li>• For guidance, you may refer to the tutorial guide available on the homepage.</li> <li>• Once registration is completed, you will receive an email notification to verify your registered email address.</li> <li>• After verification, your registration will be reviewed and approved within one (1) working day. A confirmation email will be sent once approved.</li> <li>• Once you receive the confirmation, activate your account by creating your password.</li> <li>• If you are an existing user with The Portal or our TIIH Online portal previously, you are not required to register again.</li> </ul>                               |
| 2. Proceed with submission of Proxy Form | <ul style="list-style-type: none"> <li>• After the release of the Notice of Meeting by the Company, login with your email address and password.</li> <li>• Select the corporate event: <b>EUROSPAN HOLDINGS BERHAD EGM 2025.</b></li> <li>• Navigate to the 3 dots at the end of the corporate event and choose "SUBMISSION OF PROXY FORM".</li> <li>• Read and agree to the Terms and Conditions and confirm the Declaration.</li> <li>• Indicate the number of shares assigned for your proxy(ies) to vote on your behalf.</li> <li>• Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy.</li> <li>• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.</li> <li>• Review and confirm your proxy(ies) appointment.</li> <li>• Print the Proxy Form for your record.</li> </ul> |

| PROCEDURE                                         | ACTION                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|---------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| STEPS FOR CORPORATE OR INSTITUTIONAL SHAREHOLDERS |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 1. Register as a User at The Portal               | <ul style="list-style-type: none"> <li>• Visit the website at <a href="https://srmy.vistra.com">https://srmy.vistra.com</a></li> <li>• Click "Register" and select "Representative of Corporate Holder" and complete the New User Registration Form.</li> <li>• Complete the registration form with your personal details.</li> <li>• Once registration is completed, you will receive an email notification to verify your registered email address.</li> <li>• After verification, your registration will be reviewed and approved within two (2) working days. A confirmation email will be sent once approved.</li> <li>• Once you receive the confirmation, activate your account by creating your password.</li> </ul> <p><i>Note:</i><br/> <i>The representative of a corporation or institutional shareholder must register as a user first in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.</i></p> |
| 2. Proceed with submission of Proxy Form          | <ul style="list-style-type: none"> <li>• Login to <a href="https://srmy.vistra.com">https://srmy.vistra.com</a> with your email address and password.</li> <li>• Select the corporate event: <b>"EUROSPAN HOLDINGS BERHAD E G M 2025"</b></li> <li>• Navigate to the icon "&gt;" at the end of the corporate event.</li> <li>• Read and agree to the Terms &amp; Conditions and confirm the Declaration.</li> <li>• Select the corporate holder's name.</li> <li>• Proceed to download the submission file.</li> <li>• Prepare the file for the appointment of proxy(ies) by inserting the required data.</li> <li>• Proceed to upload the duly completed proxy appointment file.</li> <li>• Select "Confirm" to complete your submission.</li> <li>• Print the confirmation report of your submission for your record.</li> </ul>                                                                                                                                                                                                                                       |

*Please ensure ALL the particulars as required in the Proxy Form are completed, signed and dated accordingly*

## POLL VOTING

The voting will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. All resolutions set out in the Notice of EGM will be put to a vote by way of poll. A Poll Administrator will be appointed to conduct the polling process and an Independent Scrutineer will be appointed to verify the results of the poll.

## NO AUDIO/VIDEO RECORDING OR PHOTOGRAPHY

Unauthorised recording, photography, storing in any retrieval systems, reproducing, transmitting, or uploading in any form, platform or social media or by any means whether it is mechanical, electronical, photocopying, recording or otherwise of the proceedings of the EGM is strictly not allowed. The Company reserves the right to take appropriate legal action against anyone who violates this rule.

## ENQUIRY

If you have any enquiries on the above, please contact our Share Registrar during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

### Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299

Email : [is.enquiry@vistra.com](mailto:is.enquiry@vistra.com)

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EUROSPAN HOLDINGS BERHAD  
(Registration No. 199501022724 (351927-M))  
(Incorporated in Malaysia)  
EST. 1972

## Proxy Form

| CDS Account No. | No. of ordinary shares |
|-----------------|------------------------|
|                 |                        |

I/We \_\_\_\_\_ NRIC No./Passport No./Registration No. \_\_\_\_\_  
(full name in block letters)

of \_\_\_\_\_

being a member/members of Eurospan Holdings Berhad, hereby appoint:

| Full name (in block letters) | NRIC/Passport No. | Email address | Proportion of Shareholdings |   |
|------------------------------|-------------------|---------------|-----------------------------|---|
|                              |                   |               | No. of Shares               | % |
| Address:                     |                   |               |                             |   |

\* and/or failing him/her

| Full name (in block letters) | NRIC/Passport No. | Email address | Proportion of Shareholdings |   |
|------------------------------|-------------------|---------------|-----------------------------|---|
|                              |                   |               | No. of Shares               | % |
| Address:                     |                   |               |                             |   |

or failing him/her/them, the Chairman of the Meeting as \*my/our proxy/proxies to vote for \*me/us on \*my/our behalf at the Extraordinary General Meeting of the Company ("EGM") to be held at Function Rooms 2 & 3, Level 1, Main Lobby Building, Kuala Lumpur Golf & Country Club, No. 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Malaysia on Friday, 21 November 2025 at 12.00 p.m., or immediately following the conclusion of the Thirtieth Annual General Meeting ("30<sup>th</sup> AGM") of the Company, which is scheduled to be held at the same venue and on the same day at 11.00 a.m. or at any adjournment thereof.

| RESOLUTION                                               | FOR | AGAINST |
|----------------------------------------------------------|-----|---------|
| Ordinary Resolution – Proposed New Shareholders' Mandate |     |         |

Please indicate with an "X" in the appropriate spaces how you wish your proxy to vote. If you do not indicate how you wish your proxy to vote on the resolution, the proxy may vote or abstain from voting at his/her discretion.

\_\_\_\_\_  
\*\*Signature of Shareholder/Common Seal

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025

\* Delete if inapplicable.

\*\* Manner of execution:

- If you are an individual member, please sign where indicated.
- If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
- If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
  - at least two (2) authorised officers, of whom one shall be a director; or
  - any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.

### Notes:

- In respect of deposited securities, only members whose names appear in the Record of Depositors on 14 November 2025 ("General Meeting Record of Depositors") shall be eligible to attend the extraordinary general meeting of the Company ("EGM").
- A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the EGM shall have the same rights as the member to speak at the EGM.
- 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 the appointer is a corporation, either under Seal or under the hand of an officer or attorney duly authorised.
- A member of the Company may appoint more than one (1) proxy to attend the same meeting. Where a member appoints two (2) proxies to attend and vote at the same meeting, such appointment shall be invalid unless he specifies the proportion of his shareholding to be represented by each proxy.
- Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each Securities Account it holds with shares of the Company standing to the credit of the said Securities Account.
- 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.
- The instrument appointing a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company's Share Registrar not less than forty-eight (48) hours before the time appointed for holding the meeting or any adjournment thereof:
  - In hard copy form  
The Proxy Form must be 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 the Proxy Form in the drop-in boxes located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - By electronic means  
The Proxy Form can be lodged electronically with the Company's Share Registrar via Vistra Share Registry and IPO (MY) portal ("The Portal") at <https://srmv.vistra.com>. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of Proxy Form via The Portal.
- The resolution set out in the Notice of EGM will be put to vote by poll.



Fold this flap for sealing

Then fold here

AFFIX  
STAMP

**EUROSPAN HOLDINGS BERHAD**  
(Registration No. 199501022724 (351927-M))

c/o Tricor Investor & Issuing House Services Sdn Bhd  
Unit 32-01, Level 32, Tower A, Vertical Business Suite  
Avenue 3, Bangsar South, No. 8, Jalan Kerinchi,  
59200 Kuala Lumpur, Malaysia

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