

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twentieth (20th) Annual General Meeting ("AGM") of the Company will be held at Hall 1, The Bousteador, 10, Jalan PJU 7/6, Mutiara Damansara, 47800 Petaling Jaya, Selangor Darul Ehsan on Tuesday, 27 May 2025 at 9.00 a.m. for the following purposes: -

AGENDA

AS ORDINARY BUSINESS:

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| 1. To receive the Audited Financial Statements for the financial period ended 31 December 2024 together with the Reports of the Directors and Auditors thereon. | Please refer to Explanatory Note (1) |
| 2. To re-elect Ms. Amarjeet Kaur A/P Ranjit Singh who retires pursuant to Article 131 of the Company's Constitution and being eligible, offers herself for re-election. | Resolution 1 |
| 3. To elect the following Directors who retire pursuant to Article 116 of the Company's Constitution and being eligible, offer themselves for re-election:- | |
| (a) Tengku Tan Sri Dato' Haji Mohamad Rizam Bin Tengku Abdul Aziz | Resolution 2 |
| (b) Chua Oou Chuan | Resolution 3 |
| (c) Wong Tack Heng | Resolution 4 |
| (d) Teoh Wei Yee | Resolution 5 |
| (e) Seow Jing Hui | Resolution 6 |
| 4. To approve and ratify the additional payment of Directors' fees of up to RM596,226 and Directors' benefits of up to RM16,200 respectively which was in excess of the earlier approved amount for the period commencing from 29 November 2023 until the conclusion of 20th AGM of the Company. | Resolution 7 |
| 5. To approve the payment of Directors' fees of up to RM660,000 and Directors' benefits of up to RM24,000 from 28 May 2025 until the next AGM of the Company. | Resolution 8 |
| 6. To re-appoint Nexia SSSY PLT as Auditors of the Company for the ensuing year and to authorise the Directors to determine their remuneration. | Resolution 9 |

AS SPECIAL BUSINESS:

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

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| 7. Ordinary Resolution – Authority to Issue and Allot Shares Pursuant to Section 75 and Section 76 of the Companies Act 2016 | Resolution 10 |
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"THAT, subject to the Companies Act 2016 ("the Act"), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad ("Bursa Securities") and any other governmental/regulatory authorities, where such approval is necessary, the Directors be and are hereby empowered pursuant to Section 75 and Section 76 of the Act, to issue shares in the Company, from time to time and upon such terms and conditions and for such purposes the Directors may deem fit and expedient in the interest of the Company, provided that the aggregate of number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being and that such authority shall continue to be in force until the conclusion of the next AGM of the Company.

AND FURTHER THAT pursuant to Section 85 of the Act read together with Article 49 of the Company's Constitution, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company and to offer new shares arising from the issuance and allotment of the new shares pursuant to Sections 75 and 76 of the Act AND THAT the Board of Directors of the Company is exempted from the obligation to offer such new shares first to the existing shareholders of the Company."

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| 8. Ordinary Resolution – Proposed Renewal of Authority for the Purchase by the Company of its own Shares | Resolution 11 |
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"THAT subject to the Act, the Constitution of the Company, the Listing Requirements of Bursa Securities for the ACE Market and the approval of such relevant governmental and/or regulatory authorities where necessary, the Company be and is hereby authorised to purchase its own shares ("Shares") on the ACE Market of Bursa Securities at any time, upon such terms and conditions as the Directors shall in their discretion deem fit and expedient in the best interests of the Company provided that:

- the aggregate number of Shares which may be purchased pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company at the time of purchase; and
- the maximum funds to be allocated by the Company for the purchase of Shares shall not exceed the total retained profits of the Company at the time of the said purchase;

THAT, upon the purchase by the Company of its own Shares, the Board be and are hereby authorised to:-

- cancel all or part of the Shares so purchased; and/or
- retain all or part of the Shares so purchased as Treasury Shares; and/or
- distribute the Treasury Shares as share dividends to the Company's shareholders for the time being and/or resell the Treasury Shares on Bursa Securities.

THAT, such authority shall commence upon the passing of this resolution and shall continue to be in force until:-

- the conclusion of the next AGM of the Company at which time the 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 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, but not so as to prejudice the completion of purchase by the Company before the aforesaid expiry date and in any event, in accordance with the provisions of the guidelines issued by Bursa Securities and any other relevant authority;

AND THAT, authority be and is hereby given to the Directors of the Company and/or any one of them to complete and do all such acts and things as they may consider necessary or expedient in the best interest of the Company, including executing all such documents as may be required or necessary and with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as the Directors in their discretion deem it and expedient to give effect to the aforesaid purchase contemplated and/or authorised by this Ordinary Resolution."

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| 9. To transact any other business for which due notice shall have been given. | |
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By Order of the Board

WONG MEE KIAT (MAICSA 7058813) (PC NO. 202008001958)
LIM LI HEONG (MAICSA 7054716) (PC NO. 202008001981)
LIM YEN TENG (LS 0010182) (PC NO. 201908000028)
Company Secretaries

Dated: 30 April 2025

Notes:-

- Only members whose names appear in the Record of Depositors as at 20th May 2025 will be entitled to attend and vote at the Meeting.
- A member of the Company entitled to attend and vote at the meeting is entitled to appoint not more than two (2) proxies to attend and vote in his stead. Where a member appoints two proxies, the appointment shall be invalid unless the member specifies the proportion of his holdings to be represented by each proxy.
- Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 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 authorised nominee may appoint in respect of each Omnibus Account it holds.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under its common seal or the hand of its officer or its duly authorised attorney.
- The instrument appointing a proxy shall be deposited at the Share Registrar of the Company at E-10-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur not less than forty-eight (48) hours before the time for holding the meeting or at any adjournment thereof.
- Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to a vote by way of a poll.

Explanatory Notes

1. Agenda 1 – Audited Financial Statements and the Reports of the Directors and Auditors

Agenda item no. 1 is meant for discussion only. The provisions of Section 340(1)(a) of the Act and the Constitution of the Company require that the Audited Financial Statements and the Reports of the Directors and Auditors thereon be laid before the Company at its AGM. As such, this agenda item is not a business which requires a resolution to be put to vote by shareholders.

2. Resolutions 1 to 6 – Re-election of Directors

Article 131 of the Company's Constitution provides that an election of Directors shall take place each year at the AGM of the Company where one third (1/3) of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one third (1/3) shall retire from office and be eligible for re-election. Provided always that all Directors shall retire from office once at least in each three (3) years but shall be eligible for re-election. Ms. Amarjeet Kaur A/P Ranjit Singh is standing for re-election as Director of the Company by rotation in accordance with Article 131 of the Company's Constitution, and being eligible, has offered herself for re-election.

Article 116 of the Company's Constitution provides that any Director appointed as an addition to the existing Board of Directors shall hold office only until the next following AGM and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting. Tengku Tan Sri Dato' Haji Mohamad Rizam Bin Tengku Abdul Aziz, Mr. Chua Oou Chuan, Mr. Wong Tack Heng, Mr. Teoh Wei Yee and Ms. Seow Jing Hui were appointed as Directors during the financial period.

The Board through its Nominating Committee had assessed the Directors and agreed that they meet the criteria as prescribed by Rule 2.20A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad on character, experience, integrity, competence and time to effectively discharge their roles as Directors.

The profiles of the Directors standing for re-election and their nature and extent of any conflict of interest or potential conflict of interest, including interest in any competing business, that their have with the Company or its subsidiaries are set out in the Annual Report 2024.

The details of their interest in the securities of the Company are set out in the Analysis of Shareholdings which appear on the pages 135 to 137 of this Annual Report.

3. Resolution 7 – Additional Payment of Directors' fees and benefits

At the 19th AGM of the Company held on 28 November 2023, the shareholders had approved the payment of Directors' fees of up to RM144,000 and Directors' benefits of up to RM8,000 payable to the Directors of the Company for the period from 29 November 2023 to 20th AGM of the Company.

The revised total Directors' fees and benefits incurred amounted to RM740,226 and RM24,200,

respectively. The request for the additional amount of RM612,426 is required due to changes in the Board composition following the completion of the Unconditional Mandatory Take-Over, as well as the need for additional meetings arising from the prolonged financial year end.

4. Resolution 8 – Payment of Directors' fees and benefits

Pursuant to Section 230(1) of the Act, fees and benefits payable to the Directors of the Company will have to be approved by the shareholders at a general meeting. The Company is requesting shareholders' approval for the payment of fees and benefits for the period commencing 28 May 2025 up till the next AGM of the Company in 2026. The benefits comprise of meeting allowances payable to Directors.

5. Resolution 9 – Re-appointment of Auditors

Nexia SSSY PLT has met the criteria prescribed under the Rule 15.21 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and indicated their willingness to continue their services for the next financial year. The Board and Audit and Risk Management Committee had recommended the re-appointment of Nexia SSSY PLT for the financial year ending 31 December 2025.

6. Resolution 10 – Authority to Issue and Allot Shares Pursuant to Section 75 and 76 of the Companies Act 2016 and Waiver of Pre-emptive Rights under Section 85 of the Companies Act 2016

Pursuant to Section 75 and Section 76 of the Act, the Proposed Resolution 7, if passed, will give the Directors of the Company from the date of the above meeting, authority to issue and allot ordinary shares from the unissued capital of the Company for such purposes as the Directors consider would be in the best interest of the Company provided that the aggregate of number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being. The authority will, unless revoked or varied by the Company in General Meeting, expire at the next AGM.

The approval of the issuance and allotment of the new shares under Sections 75 and 76 of the Act shall have the effect of the shareholders having agreed to waive their statutory pre-emptive rights pursuant to Section 85 of the Act and Article 49 of the Constitution of the Company, the shareholders of the Company hereby agree to waive and are deemed to have waived their statutory pre-emptive rights pursuant to Section 85 of the Act and Article 49 of the Constitution of the Company pertaining to the issuance and allotment of new shares under Sections 75 and 76 of the Act, which will result in a dilution to their shareholding percentage in the Company.

The Company is seeking approval from shareholders on the renewal of the above mandate for the purpose of possible fund-raising exercise including but not limited to further placement of shares for working capital requirements. The Company did not exercise the mandate given by the shareholders at the 19th AGM held on 28 November 2023.

7. Resolution 11 – Proposed Renewal of Authority for Share Buy-Back

The Proposed Resolution 11, if passed, will empower the Company to purchase up to 10% of its total number of issued shares by utilising the funds allocated which shall not exceed the total retained earnings of the Company. Further information on the Proposed Share Buy-Back is set out in the Statement to Shareholders dated 30 April 2025, which can be downloaded from www.rexit.com.

Personal data privacy:

By submitting an instrument appointing proxy(ies) and/or representative(s) to attend, speak and vote at the annual general meeting and/or any adjournment thereof, a member of the Company:

- consents to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents) for the purpose of processing and administration by the Company (or its agents) of proxies and representatives appointed for the annual general meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the annual general meeting (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");
- warrants that where the shareholder discloses the personal data of the shareholder's proxy(ies) and/or representative(s) to the Company (or its agents), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the Purposes; and
- agrees that the shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.