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If you are in any doubt as to the course of action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Bursa Malaysia Securities Berhad ("**Bursa Securities**") did not peruse this Circular prior to its issuance as they are exempt documents pursuant to Practice Note 18 of Main Market Listing Requirements of Bursa Securities.

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Shareholders should rely on their own evaluation to access the merits and risks of the proposal as set out herein.

EXSIM

HOSPITALITY

EXSIM HOSPITALITY BERHAD
Registration No. 198301000236 (95469-W)
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS

in relation to the

**PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT
RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE
("PROPOSED RENEWAL OF EXISTING RRPT MANDATE")**

(Resolution 7)

The resolution in respect of the Proposed Renewal of Existing RRPT Mandate will be tabled as Special Business at the Forty-Second Annual General Meeting of the Company ("**42nd AGM**") to be held at Ground Floor, Lobby 1, Crystal Plaza, No. 4, Jalan 51A/223, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia ("**Main Venue**") on Thursday, 27 November 2025 at 10:00 a.m.. The Notice of the 42nd AGM together with the Proxy Form are set out in the Annual Report 2025 of the Company available on the Company's website at <https://www.exsimhospitality.com/investor-relations/ir-overview>.

A member who is entitled to attend, participate, speak and vote at the 42nd AGM is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote on his/her behalf. In such event, the completed and signed Proxy Form must be deposited at the office of the Company's Share Registrar, Symphony Corporate Services Sdn. Bhd. situated at S-4-04, The Gamuda Biz Suites, Jalan Anggerik Vanilla 31/99, Kota Kemuning, 40460 Shah Alam, Selangor Darul Ehsan, Malaysia, or alternatively in the case of electronic appointment, the Proxy Form must be deposited via <https://www.symphonycorporateservices.com.my> (Domain Registration No. D1C534619-MYNIC) not less than forty-eight (48) hours before the time for holding the 42nd AGM or any adjournment thereof at which the person named in the instrument proposes to vote. The lodging of the Proxy Form will not preclude a shareholder from attending, participating, speaking and voting in person at the 42nd AGM should the shareholder subsequently wish to do so.

Last date and time for lodging the Proxy Form : Tuesday, 25 November 2025 at 10:00 a.m.

Date and time of the 42nd AGM : Thursday, 27 November 2025 at 10:00 a.m.

This Circular is dated 24 October 2025

DEFINITIONS

Except where the context otherwise requires, the following terms and abbreviations (in alphabetical order) shall apply throughout this Circular (definition denoting singular also include the plural and vice versa, where applicable)

41st AGM	: Forty-First Annual General Meeting held on 27 November 2024
Act	: The Companies Act 2016, as amended from time to time or re-enacted thereof
AGM	: Annual General Meeting
Audit Committee	: Audit Committee of EHB
Board	: Board of Directors of EHB
Bursa Securities	: Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
CCM	: Companies Commission of Malaysia
Circular	: This circular to the shareholders of the Company in relation to the Proposed Renewal of Existing RRPT Mandate dated 24 October 2025
Constitution	: Constitution of EHB, as amended from time to time
Director(s)	: Members of the Board and shall have the meaning given in Section 2(1) of the Capital Markets and Services Act 2007 and 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 of the Company (or any other company which is its subsidiary or holding company) or a chief executive of the Company, its subsidiary or holding company
EDSB	: EXSIM Development Sdn. Bhd. [Registration No. 200901032054 (875164-W)]
EDSB Group	: EDSB and its subsidiaries, collectively
EHSB	: EXSIM Holdings Sdn. Bhd. [Registration No. 201401011175 (1087251-T)]
EHSB Group	: EHSB and its subsidiaries, collectively
EHB or the Company	: EXSIM Hospitality Berhad [Registration No. 198301000236 (95469-W)]
EHB Group or the Group	: EHB and its subsidiaries, collectively
EHHSB	: EXSIM Hospitality Holdings Sdn. Bhd. [Registration No. 202401003593 (1549443-U)]
ERSB	: EXSIM Realty Sdn. Bhd. [Registration No. 201401042060 (1118227-K)]
ERSB Group	: ERSB and its subsidiaries, collectively
EGM	: Extraordinary General Meeting of the Company held on 21 January 2025
EXSIM Concepto	: EXSIM Concepto Sdn. Bhd. [Registration No. 202401027790 (1573639-X)]

DEFINITIONS (CONT'D)

Interested Shareholder(s)	Major	:	Major Shareholder who is deemed to be a Related Party and is interested in the Proposed Renewal of Existing RRPT Mandate
Interested Connected	Person(s)	:	Person Connected who is deemed to be a Related Party and is interested in the Proposed Renewal of Existing RRPT Mandate
LAF		:	Lim Aik Fu
LAH		:	Lim Aik Hoe
LAK		:	Lim Aik Kiat
Listing Requirements		:	Main Market Listing Requirements of Bursa Securities including any amendments that may be made from time to time and any re-enactment thereof
LPD		:	30 September 2025, being the latest practicable date prior to the printing of this Circular
Major Shareholder(s)		:	<p>A person who has an interest or interests in one or more voting shares in the Company and the number or aggregate number of those shares is:-</p> <p>(a) 10% or more of the total number of voting shares in EHB; or</p> <p>(b) 5% or more of the total number of voting shares in EHB where such person is the largest shareholder of EHB.</p> <p>For the purpose of this definition, “interest” shall have the meaning of “interest in shares” given in Section 8 of the Act.</p> <p>It also 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 EHB or its subsidiary or holding company.</p>
Mana Mana Holdings		:	Mana Mana Holdings Sdn. Bhd. [Registration No. 202401029298 (1575146-T)]
Mana Hospitality	Mana	:	Mana Mana Hospitality Sdn. Bhd. [Registration No. 202001019369 (1375689-X)]
Mana Mana Style		:	Mana Mana Style Sdn. Bhd. [Registration No. 202401043149 (1588995-T)]
Mana Mana Suites		:	Mana Mana Suites Sdn. Bhd. [Registration No. 202101000898 (1401196-D)]
Mandates		:	Collectively, the new shareholders’ mandate for RRPTs approved at the 41 st AGM and EGM respectively
MyKey Global		:	MyKey Global Sdn. Bhd. [Registration No. 201601042689 (1213631-K)]
MyKey International		:	MyKey International Sdn. Bhd. [Registration No. 202401043560 (1589406-W)]
Person(s) Connected		:	Shall have the meaning as defined in Paragraph 1.01 of the Listing Requirements

DEFINITIONS (CONT'D)

Proposed Renewal of Existing RRPT Mandate	:	Proposed renewal of existing shareholders mandate for the RRPT to be entered into by EHB Group from the date of the forthcoming AGM up to the following AGM of EHB
Recurrent Related Party Transaction(s) or RRPT(s)	:	Recurrent related party transaction(s) of revenue or trading nature which is/are necessary for the day-to-day operations and is/are entered into by the Company or its subsidiaries in the ordinary course of business which involve(s) the interest, direct or indirect, of a Related Party
Related Party(ies)	:	Director(s), Major Shareholder(s) or Person(s) Connected with such Director(s) or Major Shareholder(s)
Share Registrar	:	Symphony Corporate Services Sdn. Bhd. [Registration No. 201201037454 (1021936-V)]
Share(s)	:	Ordinary share(s) in EHB
The Flash Living	:	The Flash Living Sdn. Bhd. [Registration No. 202301041238 (1535157-A)]
The Flash Suites	:	The Flash Suites Sdn. Bhd. [Registration No. 201901027840 (1337168-W)]

All references to “you” in this Circular are to the shareholders of EHB.

In this Circular, words referring to the singular shall, where applicable, include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to persons shall include corporations, unless otherwise specified.

Any reference in this Circular to any legislation or guideline is a reference to that legislation or guideline as amended or re-enacted from time-to-time.

Any reference to time and date in this Circular is a reference to Malaysian time and date, unless otherwise stated.

Any discrepancy in the figures included in this Circular between the amounts stated, actual figures and the totals thereof are, unless otherwise explained, due to rounding. “RM” and “sen” refer to Ringgit Malaysia and sen respectively.

Certain statements in this Circular may be forward-looking in nature, which are subject to uncertainties and contingencies. Forward-looking statements may contain estimates and assumptions made by the Board after due enquiry, which are nevertheless subject to known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to differ materially from the anticipated results, performance or achievements expressed or implied in such forward-looking statements. In light of these and other uncertainties, the inclusion of a forward-looking statement in this Circular should not be regarded as a representation or warranty that the Company’s plans and objectives will be achieved.

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EXSIM

HOSPITALITY

EXSIM HOSPITALITY BERHAD

Registration No. 198301000236 (95469-W)
(Incorporated in Malaysia)

Registered Office:

No. D-09-02, Level 9, EXSIM Tower, Millerz Square @ Old Klang Road, Megan Legasi, No. 357, Jalan Kelang Lama, 58000 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur Malaysia

24 October 2025

Board of Directors:

Datuk Leong Kam Weng

(Independent Non-Executive Chairman)

Mr. Tan Hai Liang

(Managing Director)

Mr. Paramjit Singh Gill A/L Gurdev Singh

(Executive Director)

Ms. Yong Hui Nee

(Independent Non-Executive Director)

Ms. Freda Liu Phit Jang

(Independent Non-Executive Director)

To: The Shareholders of EHB

Dear Sir/Madam,

PROPOSED RENEWAL OF EXISTING RRPT MANDATE

1. INTRODUCTION

The Company had at the 41st AGM held on 27 November 2024 and EGM held on 21 January 2025, obtained two (2) separate mandates from its shareholders for EHB Group to enter into RRPT with Related Parties in the ordinary course of business based on commercial terms which are not more favourable to the Related Parties than those generally available to the public and which are necessary for the EHB Group's day-to-day operations.

The authority conferred by the said mandates shall, in accordance with the Listing Requirements, lapse at the conclusion of the forthcoming AGM unless authority for its renewal is obtained from the shareholders of EHB at the forthcoming AGM.

On 10 October 2025, the Company announced to Bursa Securities that the Company intends to seek for approval of its shareholders to undertake the Proposed Renewal of Existing RRPT Mandate at the forthcoming 42nd AGM, which will be held at Ground Floor, Lobby 1, Crystal Plaza, No. 4, Jalan 51A/223, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Thursday, 27 November 2025 at 10:00 a.m..

THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH THE RELEVANT INFORMATION AND TO EXPLAIN THE DETAILS OF THE PROPOSED RENEWAL OF EXISTING RRPT MANDATE TOGETHER WITH THE RECOMMENDATION OF YOUR BOARD TO SEEK YOUR APPROVAL FOR THE RESOLUTION IN RELATION TO THE PROPOSED RENEWAL EXISTING OF RRPT MANDATE TO BE TABLED AT THE FORTHCOMING 42ND AGM. THE NOTICE OF THE 42ND AGM TOGETHER WITH THE PROXY FORM AND ADMINISTRATIVE GUIDE ARE SET OUT IN THE COMPANY'S ANNUAL REPORT 2025 AVAILABLE ON THE COMPANY'S WEBSITE AT <https://www.exsimhospitality.com/investor-relations/investor-centre>

SHAREHOLDERS OF EHB ARE ADVISED TO READ AND CONSIDER CAREFULLY THE CONTENTS OF THIS CIRCULAR TOGETHER WITH THE APPENDICES CONTAINED HEREIN BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED RENEWAL OF EXISTING RRPT MANDATE AT THE FORTHCOMING 42ND AGM.

2. DETAILS OF THE PROPOSED RENEWAL OF EXISTING RRPT MANDATE

2.1 Provisions under the Listing Requirements

Pursuant to Paragraph 10.09 and Practice Note 12 of the Listing Requirements, a listed issuer may seek a general mandate from its shareholders in respect of the RRPTs which are necessary for its day-to-day operations subject to, amongst others, the following:-

- (a) the RRPTs are in the ordinary course of business and are on terms not more favourable to the Related Party(ies) 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 prescribed threshold below in relation to a listed issuer with a share capital of RM60.0 million and above:-
 - (i) the consideration, value of the assets, capital outlay or costs of the RRPT(s) is RM1 million or more; or
 - (ii) the percentage ratio of such RRPT is 1% or more,whichever is higher;
- (c) the issuance of a circular to shareholders for the shareholders' mandate containing 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 shareholders' mandate, the Interested Director(s), Interested Major Shareholder(s) or Interested Person(s) Connected with a Director or Major Shareholder, and where it involves the interest of an Interested Person Connected with a Director or Major Shareholder, such Director or Major Shareholder must not vote on the resolution in respect of the RRPTs. An Interested Director or Interested Major Shareholder must ensure that Person(s) Connected with him abstain from voting on the resolution in respect of the RRPTs; and
- (e) a listed issuer immediately announces to Bursa Securities when the actual value of a RRPT entered into by the listed issuer exceeds the estimated value of the RRPT disclosed in the Circular by ten percent (10%) or more and must include the information as may be prescribed by Bursa Securities in its announcement.

2.2 Proposed Renewal Existing RRPT Mandate

The Company is an investment holding company and the principal activities of its subsidiaries are disclosed in Section 2.6 of this Circular.

EHB Group has entered into RRPT in the ordinary course of business. It is anticipated that the Group, in the ordinary course of business, will continue to enter into such transactions with the related parties, details of which are set out in Section 2.6 of this Circular. Such transactions are likely to occur with some degree of frequency and may arise at any time.

In this regard, and in compliance with Guidance Note 8 and Paragraph 10.09(2) of the Listing Requirements, the Board proposes to seek shareholders' approval for the Proposed Renewal of Existing RRPT Mandate. This mandate will apply to the RRPT set out in Section 2.6 of this Circular, which are necessary for the day-to-day operations of the EHB Group and are carried out on normal commercial terms that 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 Proposed Renewal of Existing RRPT Mandate will take immediate effect upon the conclusion of the forthcoming AGM.

2.3 Validity period of the Proposed Renewal Existing RRPT Mandate

The Proposed Renewal of Existing RRPT Mandate, if approved by the shareholders at the forthcoming 42nd AGM, is subject to annual renewal. In this respect, any authority conferred by the approved Proposed Renewal of Existing RRPT Mandate will take effect from the passing of the proposed ordinary resolution relating thereto and will continue to be in force until:-

- (a) the conclusion of the next AGM at which such ordinary resolution is passed to effect the Proposed Renewal of Existing RRPT Mandate, at which time it shall lapse, unless the authority is renewed by an ordinary resolution passed at the said next AGM; or
- (b) the expiration of the period within which the next AGM 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 resolution passed by the shareholders in a general meeting,

whichever is earlier.

Thereafter, shareholders' approval will be sought for the renewal of the Proposed Renewal of Existing RRPT Mandate at each subsequent AGM for the Company and/or its subsidiaries to enter into the RRPTs.

The RRPTs that are contemplated under the Proposed Renewal of Existing RRPT Mandate are in compliance with Paragraph 10.09(2) of the Listing Requirements and the relevant provisions under Section 3.1 and Section 3.2 of Practice Note 12 of the Listing Requirements.

Notwithstanding the above, the Company is mindful of Paragraph 10.09(2) of the Listing Requirements and in this respect, the Company will observe and monitor the actual value of a RRPT to be entered by the Company. The Company shall make an immediate announcement if the actual value of a RRPT entered into by the Company exceeds the estimated value of the RRPT disclosed in this Circular by 10% or more and shall include the information as may be prescribed by Bursa Securities in the said announcement.

2.4 Group Structure of EHB

The Company is principally engaged in the business of investment holding whilst the principal activities of its subsidiaries are set out in the table below:-

Name of subsidiaries	Equity interest	Principal activities
Blossom Hectares Sdn. Bhd.	100	Investment holding company for hospitality assets
EXSIM Concepto	100	To provide specialised fit-out services for hospitality assets
Mana Mana Holdings	100	Investment holding; operator of hospitality assets and renovation and refurbishment works and other related activities
Pengkalen Holiday Resort Sdn. Bhd.	100	Operating a hotel
Uppervista Sdn. Bhd.	100	Investment holding company for hospitality assets
Golden Carps Pte. Ltd.	100	Dormant
Grandvestment Company Limited	100	Dormant
Held through Mana Mana Holdings		
The Flash Living	60	To carry on business in providing short term accommodation, property management and all other related activities
Mana Mana Style	60	To carry on business in providing short term accommodation, property management and all other related activities
MyKey International	60	To engage in property management, acquisition and leasing services; to operate in trade, import, export, distribution and retail of goods and commodities; and investment holding
MyKey (Sarawak) Sdn. Bhd.*	60	To engage in property management, acquisition and leasing services; to operate in trade, import, export, distribution and retail of goods and commodities and to undertake investment holding
Held through The Flash Living		
Byon ALV Sdn. Bhd.*	60	To promote, market and operate all short-term stay, long-term stay, hotel-style management and/or any other types of hospitality sites under the "Mana Mana" brand in the Northern Region

(*) Represent the new subsidiaries incorporated after the financial year.

The Board of EHB wishes to seek the approval of the shareholders of EHB for the Proposed Renewal of Existing RRPT Mandate. It would enable EHB Group to continue to enter into the RRPT as described in Section 2.6 provided that such transactions are in the ordinary course of

business and undertaken at arm's length, on normal commercial terms and on terms which 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.

2.5 Classes of Related Parties

The Proposed Renewal of Existing RRPT Mandate would apply to RRPT entered into by EHB Group which involves the interest, direct or indirect, of the following Related Parties described below. Details of such Related Parties including their relationship with EHB and their names are as follows:-

No.	Interested Major Shareholders/ Persons Connected	Nature of Relationship between EHB Group and the Related Parties
1.	EDSB Group	<ul style="list-style-type: none"> Persons Connected to LAH, LAK and LAF. LAH, LAK and LAF are deemed interested in the ordinary shares of the subsidiaries of EDSB to the extent that EDSB has an interest pursuant to Section 8 of the Act.
2.	EHHSB	<ul style="list-style-type: none"> Major Shareholder of EHB.
3.	EHSB Group	<ul style="list-style-type: none"> Persons Connected to LAH, LAK and LAF. LAH, LAK and LAF are deemed interested in the ordinary shares of the subsidiaries of EHSB to the extent that EHSB has an interest pursuant to Section 8 of the Act.
4.	ERSB Group	<ul style="list-style-type: none"> Persons Connected to LAH and LAK. LAH and LAK are deemed interested in the ordinary shares of the subsidiaries of ERSB to the extent that ERSB has an interest pursuant to Section 8 of the Act.
5.	Kwan Toh Sum	<ul style="list-style-type: none"> Director of The Flash Living. Shareholder of The Flash Suites.
6.	LAH	<ul style="list-style-type: none"> Major Shareholder of EHB, by virtue of his shareholding in EHHSB. Director and shareholder of EHHSB. Director and shareholder of EDSB. Director and shareholder of EHSB. Director and shareholder of ERSB. Shareholder of Mana Mana Hospitality. Elder brother of LAK and LAF.
7.	LAK	<ul style="list-style-type: none"> Major Shareholder of EHB, by virtue of his shareholding in EHHSB. Director and shareholder of EHHSB. Director and shareholder of EDSB. Director and shareholder of EHSB. Director and shareholder of ERSB. Shareholder of Mana Mana Hospitality. Younger brother of LAH and elder brother of LAF.
8.	LAF	<ul style="list-style-type: none"> Major Shareholder of EHB, by virtue of his shareholding in EHHSB. Director and shareholder of EHHSB. Director and shareholder of EDSB. Director and shareholder of EHSB. Director of ERSB. Younger brother of LAH and LAK.

No.	Interested Major Shareholders/ Persons Connected	Nature of Relationship between EHB Group and the Related Parties
9.	Mana Mana Hospitality	<ul style="list-style-type: none"> • Major Shareholder of MyKey Global. • Major Shareholder of Mana Mana Suites.
10.	Paramjit Singh Gill A/L Gurdev Singh	<ul style="list-style-type: none"> • Director of EHB. • Director of Mana Mana Holdings. • Director of The Flash Living. • Director of MyKey Global.
11.	Siew Wai Mun	<ul style="list-style-type: none"> • Major Shareholder of Mana Mana Style. • Director of Mana Mana Holdings. • Director of Mana Mana Style. • Director of MyKey International. • Director of The Flash Living. • Director of Mana Mana Hospitality. • Director of Mana Mana Suites. • Director of MyKey Global.
12.	The Flash Suites	<ul style="list-style-type: none"> • Major Shareholder of The Flash Living.
13.	Yap Pei Ying	<ul style="list-style-type: none"> • Director of The Flash Living. • Director and shareholder of The Flash Suites.

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2.6 Details of nature of the RRPT and nature and extent of interest of the Related Parties in the RRPT

The details of the nature of RRPTs contemplated under the Proposed Renewal of Existing RRPT Mandate and their estimated value of transaction are as follows:-

No.	Related Parties	Transacting Parties in EHB Group	Nature of RRPT	Estimated aggregate value of transactions from the date of 41 st AGM/EGM up to the date of the 42 nd AGM as disclosed in the respective Circular	Actual value transacted from the date of the 41 st AGM/EGM to LPD	Estimated aggregate value of transaction from the date of the 42 nd AGM up to the date of the next subsequent AGM	Nature of relationships between EHB Group and the Related Parties
				(RM)	(RM)	(RM)	
1	EHHSB ¹ LAH ² LAK ² LAF ²	EHB	Provision of project management services, financial and administrative support and other related services by EHHSB.	120,000	-	120,000	<ul style="list-style-type: none"> EHHSB is a Major Shareholder of EHB. LAH, LAK and LAF are deemed Major Shareholders of EHB by virtue of their shareholdings in EHHSB. LAH, LAK and LAF are Directors and Shareholders of EHHSB, and are brothers.
2	ERSB ³ EHHSB ¹ LAH ² LAK ² LAF ²	EHB	Rental of office premises to be paid to ERSB.	201,180	-	800,000	<ul style="list-style-type: none"> EHHSB is a Major Shareholder of EHB. LAH, LAK and LAF are deemed Major Shareholders of EHB by virtue of their shareholdings in EHHSB. LAH, LAK and LAF are Directors and Shareholders of ERSB, and are brothers.
3	The Suites ⁴ Flash Living	The Flash Living	Provision of office facilities and support services such as operational, administrative and	1,200,000	480,000	1,200,000	<ul style="list-style-type: none"> The Flash Suites is a Major Shareholder of The Flash Living.

No.	Related Parties	Transacting Parties in EHB Group	Nature of RRPT	Estimated aggregate value of transactions from the date of 41 st AGM/EGM up to the date of the 42 nd AGM as disclosed in the respective Circular	Actual value transacted from the date of the 41 st AGM/EGM up to the date of the 42 nd AGM up to the date of the next subsequent AGM	Estimated aggregate value of transaction from the date of the 42 nd AGM up to the date of the next subsequent AGM	Nature of relationships between EHB Group and the Related Parties
	Yap Pei Ying Kwan Toh Sum		human resources support services, hospitality platform management and related support services and provision of office facilities by The Flash Suites.	(RM)	(RM)	(RM)	<ul style="list-style-type: none"> Yap Pei Ying is a Director of The Flash Living and Director and Shareholder of The Flash Suites. Kwan Toh Sum is a Director of The Flash Living and a Shareholder of The Flash Suites.
4	MyKey Global ⁵ Mana Mana Suites ⁶ (Subsidiaries of Mana Mana Hospitality ^{7 8}) EHHSB ¹ LAH ^{2 8} LAK ^{2 8} Paramjit Singh Gill A/L Gurdev Singh ⁹ Siew Wai Mun ¹¹	Mana Mana Holdings	<u>Provision of property management and hospitality services</u> MyKey Global and Mana Mana Suites had entered into service management agreements with homeowners to assist in promoting and managing the latter's properties including transact reservations for hospitality and short-term rental as well as backend support services and frontend support services. On a quarterly basis, MyKey Global and/or Mana Mana Suites assign to Mana Mana Holdings part of their roles under the aforesaid management service agreements. Mana Mana Holdings collects all revenue	11,200,000	-	11,200,000	<ul style="list-style-type: none"> EHHSB is a Major Shareholder of EHB. LAH, LAK and LAF are deemed Major Shareholders of EHB by virtue of their shareholdings in EHHSB. LAH, LAK and LAF are Directors and Shareholders of EHHSB, and are brothers. LAH and LAK are the Shareholders of Mana Mana Hospitality. MyKey Global and Mana Mana Suites are subsidiaries of Mana Mana Hospitality. Paramjit Singh Gill A/L Gurdev Singh is a Director of EHB, Mana Mana Holdings and MyKey Global. Siew Wai Mun is a Director of Mana Mana Holdings, Mana Mana

No.	Related Parties	Transacting Parties in EHB Group	Nature of RRPT	Estimated aggregate value of transactions from the date of 41 st AGM/EGM up to the date of the 42 nd AGM as disclosed in the respective Circular	Actual value transacted from the date of the AGM/EGM up to LPD	Estimated aggregate value of transaction from the date of the 42 nd AGM up to the date of the next subsequent AGM	Nature of relationships between EHB Group and the Related Parties
				(RM)	(RM)	(RM)	
			generated from such service and thereafter remits the balance, after deducting operating expenses and fees payable to Mana Mana Holdings, to the homeowners. The performance and quality of service to be provided by Mana Mana Holdings, which will be evaluated by MyKey Global and/or Mana Mana Suites on a quarterly basis, determines whether or not MyKey Global and/or Mana Mana Suites continue to assign such role to Mana Mana Holdings after completion of every quarter.				Hospitality, Mana Mana Suites and MyKey Global.
5	Mana Mana Hospitality ^{7 8} EHHSB ¹ LAH ² LAK ² Siew Wai Mun ¹¹	Mana Mana Holdings, The Flash Living, MyKey International and Mana Style	<u>Voucher programme</u> Mana Mana Hospitality had issued vouchers to its business partners, who had then issued these vouchers to its customers. These vouchers can be redeemed for stay(s) at any of the vacation properties operated under Mana Mana Holdings, The Flash Living, MyKey International	601,498	-	601,498	<ul style="list-style-type: none"> EHHSB is a Major Shareholder of EHB. LAH, LAK and LAF are deemed Major Shareholders of EHB by virtue of their shareholdings in EHHSB. LAH, LAK and LAF are Directors and Shareholders of EHHSB, and are brothers.

No.	Related Parties	Transacting Parties in EHB Group	Nature of RRPT	Estimated aggregate value of transactions from the date of 41 st AGM/EGM up to the date of the 42 nd AGM as disclosed in the respective Circular	Actual value transacted from the date of the 41 st AGM/EGM up to LPD	Estimated aggregate value of transaction from the date of the 42 nd AGM up to the date of the next subsequent AGM	Nature of relationships between EHB Group and the Related Parties
				(RM)	(RM)	(RM)	
			and Mana Mana Style. Mana Mana Hospitality reimburses Mana Mana Holdings, The Flash Living, MyKey International and Mana Mana Style the value of the vouchers redeemed by the customers on monthly basis.				<ul style="list-style-type: none"> LAH and LAK are the Shareholders of Mana Mana Hospitality. Siew Wai Mun is a Director of Mana Mana Hospitality, Mana Mana Suites, MyKey Global, Mana Mana Holdings, The Flash Living, MyKey International and Mana Mana Style.
6	EDSB Group ¹² EHHSB ¹ LAH ² LAK ² LAF ²	EXSIM Concepto	Contracts to be entered between EXSIM Concepto and EDSB Group pertaining to fit-out services, including but not limited to construction services, installation services, fit-out and finishing services, design and consultancy services, fabrication services, management and coordination services, quality and maintenance services, and supply chain management and material trading and procurement of goods and materials.	500,000,000	138,836,703	500,000,000	<ul style="list-style-type: none"> EHHSB is a Major Shareholder of EHB. LAH, LAK and LAF are deemed Major Shareholders of EHB by virtue of their shareholdings in EHHSB. LAH, LAK and LAF are Directors and Shareholders of EHHSB, and are brothers. LAH, LAK and LAF are Directors and Shareholders of EDSB and are deemed interested in its subsidiaries pursuant to Section 8 of the Act.
7	EHSB Group ¹³ EHHSB ¹ LAH ²	EXSIM Concepto	Contracts to be entered between EXSIM Concepto and EDSB Group pertaining to fit-out	150,000,000	-	150,000,000	<ul style="list-style-type: none"> EHHSB is a Major Shareholder of EHB.

No.	Related Parties	Transacting Parties in EHB Group	Nature of RRPT	Estimated aggregate value of transactions from the date of 41 st AGM/EGM up to the date of the 42 nd AGM as disclosed in the respective Circular	Actual value transacted from the date of the 41 st AGM/EGM up to LPD	Estimated aggregate value of transaction from the date of the 42 nd AGM up to the date of the next subsequent AGM	Nature of relationships between EHB Group and the Related Parties
	LAK ² LAF ²		services, including but not limited to construction services, installation services, fit-out and finishing services, design and consultancy services, fabrication services, management and coordination services, quality and maintenance services, and supply chain management and material trading and procurement of goods and materials.	(RM)	(RM)	(RM)	<ul style="list-style-type: none"> LAH, LAK and LAF are deemed Major Shareholders of EHB by virtue of their shareholdings in EHHSB. LAH, LAK and LAF are Directors and Shareholders of EHHSB, and are brothers. LAH, LAK and LAF are Directors and Shareholders of EHHSB and are deemed interested in its subsidiaries pursuant to Section 8 of the Act.
8	ERSB Group ¹⁴ EHHSB ¹ LAH ² LAK ² LAF ²	EXSIM Concepto	Contracts pertaining to fit-out services, including but not limited to construction services, installation services, fit-out and finishing services, design and consultancy services, fabrication services, management and coordination services, quality and maintenance services, and supply chain management and material trading and procurement of goods and materials.	50,000,000	-	50,000,000	<ul style="list-style-type: none"> EHHSB is a Major Shareholder of EHB. LAH, LAK and LAF are deemed Major Shareholders of EHB by virtue of their shareholdings in EHHSB. LAH, LAK and LAF are Directors and Shareholders of ERSB, and are brothers. LAH, LAK and LAF are Directors and Shareholders of ERSB and are deemed interested in its subsidiaries pursuant to Section 8 of the Act.

Notes:-

- (1) As at the LPD, EHSB holds 655,007,219 shares, representing 70.517% equity interest in EHB.
 - (2) As at the LPD, LAH, LAK and LAF are Directors and shareholders of EHSB.
 - (3) ERSB is principally involved in (i) buy, sell, rent and operate self-owned and/or leased real estate of all kinds; (ii) construction of complete residential and/or non-residential buildings for sale on a fee or contract basis; and (iii) all kinds of management consultancy services.
 - (4) The Flash Suites is principally involved in provision of short stay management services, interior design and its related activities. As at the LPD, The Flash Suites is a Major Shareholder of The Flash Living by virtue of its direct interest in The Flash Living. The Flash Suites holds 40,000 shares, representing 40% equity interest in The Flash Living.
 - (5) MyKey Global is principally involved in management consultancy services.
 - (6) Mana Mana Suites is principally involved in running hotels, holiday camps, guest houses, service apartments, restaurants, rest rooms, resorts, canteens, food courts, cafeterias, refreshment rooms, caterers of public amusement generally and all business incidental thereto.
 - (7) Mana Mana Hospitality is principally involved in (i) business of an investment and holding company and to undertake and transact all kinds of investment business; and (ii) to carry on the business of running hotels, holiday camps, guest houses, service apartments, restaurants, rest rooms, resorts, canteens, food courts, cafeterias, refreshment rooms, caterers of public amusement generally and all business incidental thereto.
 - (8) As at the LPD, LAH and LAK are shareholders of MyKey Global and Mana Mana Suites by virtue of their shareholdings in Mana Mana Hospitality.
 - (9) As at the LPD, Paramjit Singh Gill A/L Gurdev Singh is a Director of EHB and Mana Mana Holdings. He is also a Director of MyKey Global.
 - (10) As at the LPD, LAH and LAK are shareholders of Mana Mana Hospitality.
 - (11) Siew Wai Mun is a Major Shareholder of Mana Mana Style. As at LPD, she also serves as a Director of Mana Mana Holdings, MyKey International and Mana Mana Style. She is also a Director of Mana Mana Hospitality, Mana Mana Suites and MyKey Global.
 - (12) EDSB Group is principally involved in property development through its subsidiaries which includes development of residential, commercial, and mixed-use properties across Malaysia, investment holding activities, operation of special-purpose vehicles for fundraising through Sukuk Musharakah and Sukuk Murabahah issuances, provision of money lending services, construction, consultancy services and supply chain management.
 - (13) EHSB Group is principally involved in holding companies, property investment, wholesaling of logs, saw timber, plywood, veneer, and related products, carrying on the business of data centers, beauty products trading and investment holding, timber and lumber merchants, sawmill proprietors, forestry activities and operations on a contract basis, logging and lumbering, forest plantation, reforestation through joint ventures, and carrying out forestry operations, logging services, and wholesale of lumber and timber on a fee or contract basis.
 - (14) ERSB Group is principally involved in real estate activities (buying, selling, renting, and operating properties), construction of residential and non-residential buildings, management consultancy, sawmilling and timber wholesale, and property investment, including the purchase, resale, leasing, and financing of various assets and securities.
- * The estimated values in respect of each transaction above are based on EHB's estimate based on historical data and management forecast of transactions to be entered into by EHB Group for the period from the date of the forthcoming AGM up to the conclusion of the next AGM, premised on the assumptions that the current level of operations will continue and all external conditions remain constant. The actual value of transactions may vary from the estimated value as disclosed above.

2.7 Outstanding RRPT Receivables

There is no amount due and owing to EHB Group by its Related Parties pursuant to the RRPT, and hence, the disclosures as required under Paragraphs 16A and 16B in Annexure PN 12-A of the Listing Requirements, are not applicable.

3. RATIONALE FOR THE RRPT AND BENEFITS TO EHB GROUP

The RRPT with the Related Parties are all conducted in the ordinary course of business and are recurring transactions of a revenue and trading in nature which are necessary for day-to-day operations. The RRPT may be constrained by time-sensitive, frequent nature and confidentiality of such transactions, and it may be impractical to seek shareholders' approval on a case-by-case basis before entering into the RRPT. As such, the Board of Directors is seeking a shareholders' mandate pursuant to Paragraph 10.09 of the Listing Requirements for the RRPT described in Section 2.6 above to allow EHB Group to enter into such RRPT which will be made or made at an arm's length basis and on normal commercial terms which 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 and which are not prejudicial to the interest of the shareholders.

Transacting with the Related Parties is expected to be beneficial to EHB Group as it would facilitate the business needs on the best possible terms and conditions. Obtaining a renewal of existing shareholders mandate for the RRPT on an annual basis would facilitate EHB Group to continue transacting with the Related Parties without having to make multiple announcements and/or convene a separate general meeting to seek shareholders' approval or mandate. This will avoid the need to convene a separate general meeting(s) on an ad hoc basis, which would incur additional costs, and consequently, improve corporate administration efficiency and allow resources and time to be channelled towards attaining other corporate objectives.

4. METHODS OR PROCEDURES FOR DETERMINATION OF TRANSACTION PRICE AND TERMS OF THE RRPT CONTEMPLATED UNDER THE PROPOSED RENEWAL OF EXISTING RRPT MANDATE

EHB Group has established various procedures to ensure that the RRPTs are undertaken on arm's length basis, on transaction prices and normal commercial terms that are not more favourable to the Related Parties involved than those generally available to the public and are not detrimental to the minority shareholders of the Company. The review and disclosure procedures are as follows:-

- (i) the finance department of the Company will keep the list of Related Parties of EHB Group duly identified by the Group and make available on the Company's internal portal and circulate periodically to the heads of the respective departments within the Group.
- (ii) all RRPTs to be entered into will be subject to review by the Audit Committee and to be reported to the Board to ensure that the transactions are in the best interest of the Company, fair, reasonable and on normal commercial terms, not more favourable to the Related Parties and will not be detrimental to the minority shareholders. If a member of the Board or Audit Committee has an interest, he or she will abstain from any decision making by the Board or Audit Committee in respect of the said transaction.
- (iii) the transaction prices, terms and conditions which are market driven are to be determined at arms' length on a customer/supplier relationship basis at mutually agreed rates after due consideration of benefits to be derived from the transaction, under similar commercial terms for transactions with unrelated third parties, which depend on demand and supply, quality, level of service and other related factors.
- (iv) some transactions may be on a cost recovery basis, being the recovery of part of the costs for sharing or provision of some services or on a negotiated basis where both parties would contract on terms which are mutually acceptable and beneficial.
- (v) where practicable and feasible, quotation and/or tenders from at least two (2) other contemporaneous transactions with unrelated third parties for similar products/services

and/or quantities will be used as comparison, wherever possible, to determine whether the price and terms offered to/by the Related Parties are fair and reasonable and comparable to those offered to/by other unrelated third parties for the same or substantially similar type of products/services and/or quantities.

- (vi) if a quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be based on its usual business practice to ensure that the RRPTs are entered into on an arm's length basis and on terms not more favourable to the Related Parties than those generally available to the public and are not detrimental to the minority shareholders.
- (vii) the annual internal audit plan should incorporate a review of the RRPT entered into with Related Parties to ensure that relevant approvals have been obtained and review procedures in respect of such transactions are adhered to.
- (viii) records will be maintained by the respective companies to capture all RRPTs which are entered pursuant to the shareholders' mandate.
- (ix) the finance department of the Company will closely monitor cumulative value of transactions from time to time to comply with the obligations under the Listing Requirements.
- (x) disclosure will be made in the Annual Report of the breakdown of the aggregate value of transactions conducted, types of transactions made, name of the Related Parties involved and their relationship with the Company pursuant to the Proposed Renewal of Existing RRPT Mandate during the financial year, and in the Annual Report for subsequent financial years in which the Proposed Renewal of Existing RRPT Mandate continues to be in force.
- (xi) the Board and the Audit Committee may at its discretion, adopt new review and disclosure procedures and/or amend the existing procedures to ensure that the RRPTs are at all times on terms consistent with the Group's usual business practices and policies.

5. THRESHOLD FOR AUTHORITY

There are no specific thresholds for approval of RRPTs within EHB Group. However, all RRPTs are subject to the approval of the Board, subject to the provisions in the Listing Requirements and/or the Act, where necessary. Where any Director has any interest (direct or indirect) in any RRPTs, such Director shall abstain from deliberation and voting on the particular resolution in approving the transaction. If it is determined that the guidelines and/or procedures stipulated in Section 2.6 of this Circular are inadequate to ensure that:-

- (a) RRPTs will be conducted on an arms' length basis and on normal commercial terms and transaction prices which are not more favourable to the Related Parties than those generally available to the public; and
- (b) such transactions will not be detriment to the minority shareholders of the Company,

EHB will obtain a fresh shareholders' mandate.

6. INTERESTS OF THE DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

The direct and indirect shareholdings in EHB of the Interested Directors, Interested Major Shareholders and Persons Connected with them as of the LPD are as follows:-

Interests of Director of the Company

Name (Interested Director)	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Paramjit Singh Gill A/L Gurdev Singh	-	-	-	-

Interests of Directors of Subsidiaries of the Company which are Related Parties to the RRPTs

Name of Subsidiaries	Name of Directors of Subsidiaries (Interested Subsidiary Directors)	Direct		Indirect	
		No. of Shares	%	No. of Shares	%
The Flash Living	Yap Pei Ying	-	-	-	-
The Flash Living	Kwan Toh Sum	-	-	-	-
The Flash Living	Siew Wai Mun	-	-	-	-
Mana Mana Holdings					
Mana Mana Style					
MyKey International					

Interests of Major Shareholders of the Company

Name (Interested Major Shareholders)	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
EHHSB	655,007,219	70.517	-	-
LAH	-	-	(1) 655,007,219	70.517
LAK	-	-	(1) 655,007,219	70.517
LAF	-	-	(1) 655,007,219	70.517

Note:

(1) Deemed interested by virtue of their direct interest in EHHSB pursuant to Section 8 of the Act.

Interests of the Interested Persons Connected to the Director or Major Shareholders

Name of Persons Connected	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
The Flash Suites ⁽¹⁾	-	-	-	-
Yap Pei Ying ⁽²⁾	-	-	-	-
Kwan Toh Sum ⁽²⁾	-	-	-	-
EDSB Group ⁽³⁾	-	-	-	-
EHSB Group ⁽³⁾	-	-	-	-
ERSB Group ⁽³⁾	-	-	-	-
Mana Mana Hospitality ⁽⁴⁾	-	-	-	-

Notes:

(1) Deemed Persons Connected by virtue of being a Major Shareholder of The Flash Living.

(2) Deemed Persons Connected by virtue of being Directors and shareholders of The Flash Suites, which is a Major Shareholder of The Flash Living.

(3) Deemed Persons Connected to LAH, LAK and LAF by virtue of common directorships and shareholdings in the EDSB, EHSB and ERSB Groups pursuant to Section 8 of the Act.

(4) Deemed Persons Connected to LAH and LAK by virtue of their direct shareholdings in Mana Mana Hospitality, which is the holding company of MyKey Global and Mana Mana Suites.

The Interested Directors have abstained and will continue to abstain from Board's deliberation and voting on the resolution pertaining to the Proposed Renewal of Existing RRPT Mandate. In addition, the Interested Directors and Interested Major Shareholders have undertaken to abstain from voting in respect of their direct and/or indirect shareholdings in the Company, if any, on the resolution pertaining to the Proposed Renewal of Existing RRPT Mandate to be tabled at the forthcoming AGM.

The Interested Directors and Interested Major Shareholders have further undertaken that they will ensure that Interested Persons Connected shall abstain from voting in respect of their direct and/or indirect shareholdings in the Company, if any, deliberating or approving the resolution pertaining to the Proposed Renewal of Existing RRPT Mandate to be tabled at the forthcoming AGM.

Save as disclosed in the above, no other Director and/or Major Shareholder and/or Persons Connected with them has any interest, direct or indirect, in the Proposed Renewal of Existing RRPT Mandate.

7. EFFECT OF THE PROPOSED RENEWAL OF EXISTING RRPT MANDATE

The Proposed Renewal of Existing RRPT Mandate will not have any effect on the issued share capital, the shareholdings of the Major Shareholder and the consolidated net assets of the EHB Group.

The Proposed Renewal of Existing RRPT Mandate is also not expected to have any material effect on the earnings per share of the EHB Group for the FYE 2025.

8. APPROVAL REQUIRED

The Proposed Renewal of Existing RRPT Mandate is subject to the approval of the shareholders of EHB at the forthcoming 42nd AGM.

9. AUDIT COMMITTEE'S STATEMENT

The Audit Committee of the Company has seen and reviewed the methods or procedures mentioned in item 2.6 above and is of the view that the said methods or procedures are sufficient to ensure that the RRPT are undertaken on an arms' length basis and on transaction price and 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 EHB.

10. BOARD OF DIRECTORS' RECOMMENDATION

The Board (save and except for the Interested Director), after having considered the Proposed Renewal of Existing RRPT Mandate as set out above, is of the opinion that the Proposed Renewal of Existing RRPT Mandate is in the best interest of the Company. The Board (save for the Interested Director) therefore recommends that you vote in favour of the ordinary resolution approving the Proposed Renewal of Existing RRPT Mandate to be tabled at the forthcoming 42nd AGM.

11. 42ND AGM

The ordinary resolution pertaining to the Proposed Renewal of Existing RRPT Mandate is set out in the Notice of the 42nd AGM in the Annual Report 2025. An extract of the same is in the attached Appendix I of this Circular.

The 42nd AGM will be held at Ground Floor, Lobby 1, Crystal Plaza, No. 4, Jalan 51A/223, 46100 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Thursday, 27 November 2025 at 10:00 a.m.. The Notice of the 42nd AGM together with the Proxy Form set out in the Annual Report 2025 of the Company available on the Company's website at <https://www.exsimhospitality.com/investor-relations/ir-overview>.

A member who is entitled to attend, participate, speak and vote at the 42nd AGM is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote on his/her behalf. In

such event, the completed and signed Proxy Form must be deposited at the office of the Company's Share Registrar, Symphony Corporate Services Sdn Bhd situated at S-4-04, The Gamuda Biz Suites, Jalan Anggerik Vanilla 31/99, Kota Kemuning, 40460 Shah Alam, Selangor Darul Ehsan, Malaysia, or alternatively in the case of electronic appointment, the Proxy Form must be deposited via <https://www.symphonycorporateservices.com.my> (Domain Registration No. D1C534619-MYNIC) not less than forty-eight (48) hours before the time for holding the 42nd AGM or any adjournment thereof at which the person named in the instrument proposes to vote. The lodging of the Proxy Form will not preclude a shareholder from attending, participating, speaking and voting in person at the 42nd AGM should the shareholder subsequently wish to do so.

12. FURTHER INFORMATION

Shareholders are requested to refer to the attached Appendix II of this Circular for further information.

Yours faithfully
for and on behalf of the Board
EXSIM HOSPITALITY BERHAD

TAN HAI LIANG
Managing Director

EXSIM

HOSPITALITY

EXSIM HOSPITALITY BERHAD

Registration No.: 198301000236 (95469-W)
(Incorporated in Malaysia)

EXTRACT OF NOTICE OF THE 42ND AGM OF THE COMPANY TO BE HELD AT GROUND FLOOR, LOBBY 1, CRYSTAL PLAZA, NO. 4, JALAN 51A/223, 46100 PETALING JAYA, SELANGOR DARUL EHSAN, MALAYSIA ("MAIN VENUE") ON THURSDAY, 27 NOVEMBER 2025 AT 10:00 A.M..

ORDINARY RESOLUTION

- **PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE AS SET OUT IN SECTION 2.6 OF THE CIRCULAR TO SHAREHOLDERS DATED 24 OCTOBER 2025**
-

"THAT subject to the Act, the Constitution of the Company and the MMLR of Bursa Securities, approval be and is hereby given to the proposed renewal of existing shareholders' mandate for the recurrent related party transactions of a revenue or trading nature ("**Proposed Renewal of Existing RRPT Mandate**") for the Company and its subsidiaries ("**Group**") to enter into and give effect to such recurrent related party transactions of a revenue or trading nature from time to time with the related parties involving the interest of Directors, major shareholders or persons connected with Director and/or major shareholders of the EHB Group ("**Related Parties**"), as specified in Section 2.6 of the Circular to Shareholders dated 24 October 2025, provided that such arrangements and/or transactions are:-

- (a) recurrent transactions of a revenue or trading nature;
- (b) necessary for the day-to-day operations of the Group;
- (c) carried out in the ordinary course of business on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (d) not to the detriment of the minority shareholders

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

- (i) the conclusion of the next AGM of the Company following the passing of this resolution, at which time this authority shall lapse, unless renewed by an ordinary resolution passed at a general meeting of the Company; or
- (ii) the expiration of the period within which the next AGM after that date is required to be held pursuant to Section 340(2) of the 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 an ordinary resolution passed by the shareholders of the Company at a general meeting;

whichever is earlier.

THAT the Directors of the Company be authorised to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary in the interest of the Company to give effect to the transactions contemplated and/or authorised by this mandate."

FURTHER INFORMATION**1. DIRECTORS' RESPONSIBILITY STATEMENT**

This Circular has been seen and approved by the Directors (except the Interested Director) who collectively and individually accept full responsibility for the accuracy of the information given 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 false or misleading.

2. MATERIAL CONTRACTS

Neither EHB nor its subsidiaries has entered into any material contracts (not being contracts entered into in the ordinary course of business), within the two (2) years immediately preceding the date of this Circular, except for the following:-

- (a) a letter of award for design and build dated 23 May 2025 issued by Pengkalen Holiday Resort Sdn. Bhd. [Registration No.: 197701002352 (33320-D)] and duly accepted by Totalbuildz Sdn. Bhd. [Registration No.: 201801037735 (1299765-K)] (as contractor), for the contract sum of RM120,000,000.00 in relation to the "Design And Build For Cadangan Tambahan Dan Ubahsuai Hotel 11 Tingkat Sedia Ada Yang Mengandungi Kerja-Kerja Pembinaan Lif Dan Ubahsuai Dalam Di Lantai Tingkat Tanah Bawah 3 Di Atas Lot 288 (Yang Dulu Dikenali Sebagai Lot 820, PT 430) PN 2475, Batu 2 1/2, Jalan Pantai, Mukim Port Dickson, Daerah Port Dickson.

3. MATERIAL LITIGATION

Neither EHB nor its subsidiaries are engaged in any material litigation, claims or arbitration either as plaintiff or defendant, which has or would have a material and/or adverse effect on the financial position or business of EHB or its subsidiaries and the Board has no knowledge of any proceedings pending or threatened against the Company or its subsidiaries or of any facts likely to give rise to any proceedings which might materially and adversely affect the financial position or business of EHB or its subsidiaries.

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the registered office of the Company at No. D-09-02, Level 9, EXSIM Tower, Millerz Square @ Old Klang Road, Megan Legasi, No. 357, Jalan Kelang Lama, 58000 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia following the publication of this Circular from Mondays to Fridays (except public holidays) during business hours up to and including the date of the AGM:

- (i) Constitution of EHB;
- (ii) Audited financial statements of EHB for the two (2) financial years ended 30 June 2024 and 30 June 2025; and
- (iii) Material contracts referred to in paragraph 2 of this Appendix.

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