OMESTI BERHAD
(Registration No. 200001028094 (530701-T))
(Incorporated in Malaysia)

NOTICE OF REDEEMABLE PREFERENCE SHAREHOLDERS' MEETING

NOTICE IS HEREBY GIVEN THAT the Redeemable Preference Shareholders' Meeting ("**RPS Holders' Meeting**" or "**Meeting**") of Omesti Berhad ("**Omesti**" or the "**Company**") will be held at Banquet Hall, Royal Lake Club Kuala Lumpur, Taman Tasek Perdana, Jalan Cenderamulia, Off Jalan Parlimen, 50480 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia on Wednesday, 24 September 2025 at 11:00 a.m. or immediately after the conclusion or adjournment (as the case may be) of the Extraordinary General Meeting of the Company which will be held on the same date at the same venue, whichever shall be the later, or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions with or without any modifications:-

SPECIAL RESOLUTION 1

PROPOSED SETTLEMENT OF REDEEMABLE PREFERENCE SHARES IN OMESTI ("RPS") AMOUNTING TO RM106,441,367 OWING TO THE RPS HOLDERS THROUGH THE ISSUANCE OF UP TO 1,064,413,670 NEW SHARES ("RPS SETTLEMENT SHARES") AT AN ISSUE PRICE TO BE DETERMINED AND ANNOUNCED LATER ("PROPOSED RPS SETTLEMENT")

"**THAT** subject to the approvals of the shareholders of the Company and the relevant authorities and/or parties being obtained, where required, approval be and is hereby granted to the Company to undertake the early redemption of all outstanding RPS prior to the maturity date of 31 March 2026, to be satisfied through the settlement of the amount owing to RPS holders of RM106,441,367 via the issuance of up to 1,064,413,670 RPS Settlement Shares at an issue price to be determined and announced later by the Board, with a minimum issue price of RM0.10 each;

THAT approval be and is hereby granted to the Company to allot and issue up to 1,064,413,670 RPS Settlement Shares;

THAT such RPS Settlement Shares shall, upon allotment and issuance, rank equally in all respects with the then existing Shares, save and except that the RPS Settlement Shares shall not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid to the shareholders of the Company, where the entitlement date of which is prior to the dates of allotment and issuance of the RPS Settlement Shares;

AND THAT the Board be and is hereby authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all necessary documents, enter into any arrangements, agreements and/or undertakings with any party or parties as they may deem fit or expedient in order to carry out, finalise and give full effect to and complete the Proposed RPS Settlement with full powers to assent to or make any conditions, modifications, variations and/or amendments in any manner as may be required or permitted by any relevant authorities or deemed necessary by the Board and to take all steps and to do all such acts and matters as they may consider necessary or expedient to implement, finalise and give full effect to the Proposed RPS Settlement in the best interest of the Company."

SPECIAL RESOLUTION 2

PROPOSED REDUCTION OF RM200,000,000 OF THE ISSUED SHARE CAPITAL OF OMESTI PURSUANT TO SECTION 116 OF THE COMPANIES ACT 2016 ("ACT") ("PROPOSED SHARE CAPITAL REDUCTION")

"**THAT** subject to the approvals being obtained from the shareholders of the Company, confirmation by the High Court of Malaya and the relevant authorities and/or parties, where required, pursuant to Section 116 of the Act, approval be and is hereby granted to the Company to undertake the Proposed Share Capital Reduction and reduce RM200.00 million of the issued share capital of the Company and that the corresponding credit of RM200.00 million arising from such cancellation shall be utilised to set off against the accumulated losses of the Company and the remaining balance, if any, will be credited to the retained earnings of the Company which shall be used in a manner to be determined by the Board at a later date and in the best interest of the Company as permitted by the Company's constitution, the relevant and applicable laws as well as the Main Market Listing Requirements of Bursa Securities;

AND THAT the Board be and is hereby authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all necessary documents, enter into any arrangements, agreements and/or undertakings with any party or parties as they may deem fit or expedient in order to carry out, finalise and give full effect to and complete the Proposed Share Capital Reduction with full powers to assent to or make any conditions, modifications, variations and/or amendments in any manner as may be required or permitted by any relevant authorities or deemed necessary by the Board and to take all steps and to do all such acts and matters as they may consider necessary or expedient to implement, finalise and give full effect to the Proposed Share Capital Reduction in the best interest of the Company."

By Order of the Board

LIM SHOOK NYEE (SSM PC NO. 201908003593 & MAICSA 7007640)
Company Secretary
Kuala Lumpur
2 September 2025

Notes:

(i) A member of the Company may appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two (2) or more proxies, he shall specify in each Form of Proxy the proportion of his shareholdings to be represented by each proxy.

*(ii) 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. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**") which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.*

(iii) The instrument appointing a proxy shall be in writing under the hand of the appointer or 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 proxy may but need not be a member of the Company. The instrument appointing a proxy shall be deemed to confer authority to demand or join in demanding a poll. A proxy appointed to attend and vote at a Meeting of the Company shall have the same rights as the member to speak at the Meeting.

(iv) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited in the following manner, not less than twenty-four (24) hours before the time appointed for taking of the poll, and in default the instrument of proxy shall not be treated as valid:

(a) In hard copy form
Deposit at the office of the Share Registrar, Bina Management (M) Sdn Bhd, at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan.

(b) By electronic form
Email to binawin@binamg168.com.

(v) Only RPS holders whose names appear in the Record of Depositors on 17 September 2025 shall be entitled to attend, speak and vote at the Meeting or appoint proxy/proxies to attend and/or vote on his/her behalf.

(vi) The resolutions set out in the Notice of RPS Holders' Meeting will be put to vote by poll pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Personal data privacy:

*By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate and vote at the RPS Holders' Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the RPS Holders' Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the RPS Holders' 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**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.*