



ECOMATE HOLDINGS BERHAD
(Registration No. 202001036445 (1392766-X))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“**EGM**”) of Ecomate Holdings Berhad (“**Ecomate Holdings**” or the “**Company**”) will be held at BEI BOUTIQUE HOTEL, Centro Meeting Hall, Level 3, 8-3, Jalan Abdul Rahman, 84000 Muar, Johor (“**Venue**”), on Monday, 25 August 2025 at 12.00 p.m., or immediately upon the conclusion of the Company’s Fifth Annual General Meeting scheduled to be held at the Venue on the same date at 11.00 a.m., whichever is later, or at adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolution with or without any modifications:

ORDINARY RESOLUTION 1

PROPOSED ACQUISITION BY ECOMATE HOLDINGS OF 600,000 ORDINARY SHARES IN PROGRESSIVE COMPUTER SYSTEMS SDN BHD (“PCS”), REPRESENTING 60.0% EQUITY INTEREST IN PCS FROM LAW SENG PENG (“VENDOR”) FOR A TOTAL CASH CONSIDERATION OF RM8.4 MILLION (“PROPOSED ACQUISITION”)

“**THAT** subject to the approvals of all relevant authorities and/or parties being obtained in respect of the Proposed Acquisition, and the conditions precedent stipulated in the conditional sale and purchase agreement dated 6 June 2025 (“**SPA**”) entered into between the Ecomate Holdings and the Vendor in respect of the Proposed Acquisition being fulfilled or waived, approval be hereby given to the Company, to acquire 60.0% equity interest in PCS for a total cash consideration of RM8.4 million, subject to the terms and conditions as stipulated in the SPA.

AND THAT the Board of Directors of the Company (“**Board**”) be hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to the Proposed Acquisition with full power to assent to any terms, modifications, variations, arrangements, condition and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things in any manner as it may deem fit or necessary or expedient in the best interest of the Company to implement, finalise, complete and give full effect to the Proposed Acquisition.”

ORDINARY RESOLUTION 2

PROPOSED DIVERSIFICATION OF THE EXISTING BUSINESS OPERATIONS OF ECOMATE HOLDINGS AND ITS SUBSIDIARY TO INCLUDE INFORMATION AND COMMUNICATION TECHNOLOGY SOLUTIONS (“PROPOSED DIVERSIFICATION”)

“**THAT** subject to the approvals of the relevant authorities and/or parties (if required) being obtained, approval be hereby given to the Board to diversify the existing business of the Company and its subsidiary to include the business of information and communication technology solutions;

AND THAT the Board be hereby authorised and empowered to take all such steps and enter into all deeds, agreements, arrangements, undertakings, transfers and indemnities as it deems fit, necessary, expedient and/or appropriate and in the best interest of the Company in order to implement, finalise, complete and give full effect to the Proposed Diversification with full powers to assent to any conditions, modifications, variations and/or amendments as may be required by any relevant authorities as the Board deems fit, appropriate and in the best interest of the Company.”

ORDINARY RESOLUTION 3

PROPOSED BONUS ISSUE OF 358,025,834 NEW ORDINARY SHARES IN ECOMATE HOLDINGS (“ECOMATE HOLDINGS SHARE(S)” OR “SHARE(S)”) (“BONUS SHARE(S)”) ON THE BASIS OF 1 BONUS SHARE FOR EVERY 1 EXISTING ECOMATE HOLDINGS SHARE HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED BY THE BOARD AT A LATER DATE (“ENTITLEMENT DATE”) (“PROPOSED BONUS ISSUE OF SHARES”)

“**THAT** subject to the approvals of all relevant authorities and/or parties being obtained, approval be hereby given to the Board to issue and allot 358,025,834 Bonus Shares on the basis of 1 Bonus Share for every 1 existing Share held by the shareholders of the Company whose names appear in the Record of Depositors of the Company as at 5.00 p.m. on the Entitlement Date;

THAT the Board be hereby authorised to allot and issue the Bonus Shares as fully paid shares, at no consideration and without capitalisation of the Company's reserves;

THAT the Bonus Shares shall, upon allotment and issuance, rank equally in all respects with the then existing Shares, save and except that the Bonus Shares will not be entitled to any dividend, rights, allotment and/or any other distribution that may be declared, made or paid prior to the date of allotment and issuance of the Bonus Shares;

THAT any fractional entitlements arising from the Proposed Bonus Issue of Shares shall be disregarded and/or dealt with in such a manner as the Board in its absolute discretion deems fit, expedient and in the best interest of the Company;

AND THAT the Board be hereby authorised to take all such steps and to execute all necessary documents as the Board may deem fit to give effect to the Proposed Bonus Issue of Shares with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or imposed by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all such acts and things in any manner as the Board may consider necessary and/or expedient in the best interest of the Company in order to implement, finalise, complete and to give full effect to the Proposed Bonus Issue of Shares."

ORDINARY RESOLUTION 4

PROPOSED ISSUANCE OF 358,025,834 WARRANTS ("WARRANT(S)") ON THE BASIS OF 1 WARRANT FOR EVERY 1 EXISTING ECOMATE HOLDINGS SHARE HELD ON THE SAME ENTITLEMENT DATE AS THE PROPOSED BONUS ISSUE OF SHARES ("PROPOSED BONUS ISSUE OF WARRANTS")

"**THAT** subject to the approvals of all relevant authorities and/or parties (where applicable), authority be hereby given to the Board to allot and issue 358,025,834 Warrants on the basis of 1 Warrant for every 1 existing Ecomate Holdings Share held by the Entitled Shareholders on the same Entitlement Date as the Proposed Bonus Issue of Shares;

THAT the Board be hereby authorised to enter into and execute the deed poll constituting the Warrants ("**Deed Poll**") with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities or as the Board may deem necessary or expedient in the best interest of the Company, and with full powers for the Board to implement, finalise and give full effect to the Deed Poll;

THAT the Board be hereby authorised to allot and issue such appropriate number of Warrants in accordance with the provisions of the Deed Poll and where required, to adjust the exercise price and/or the number of Warrants to be issued (including, without limitation, any additional Warrants as may be required or permitted to be issued) in consequence of the adjustments pursuant to the provisions of the Deed Poll;

THAT the Board be hereby authorised to allot and issue such appropriate number of new Shares pursuant to the exercise of the Warrants or additional Warrants issued pursuant to adjustments as provided for under the Deed Poll by the holders of the Warrants in accordance with the provisions of the Deed Poll;

THAT in determining the entitlements under the Proposed Bonus Issue of Warrants, fractional entitlements, if any, shall be disregarded and dealt with in such manner as the Board in its absolute discretion deems fit and expedient, and in the best interest of the Company;

THAT the new Ecomate Holdings Shares to be issued pursuant to the exercise of the Warrants shall, upon allotment, issuance and full payment of the exercise price, rank equally in all respects with the existing Ecomate Holdings Shares, save and except that the new Ecomate Holdings Shares will not be entitled to any dividends, rights, allotments and/or other forms of distributions that may be declared, made or paid to the shareholders of the Company, the entitlement date of which is prior to the date of allotment and issuance of the new Ecomate Holdings Shares;

THAT the Board be hereby authorised to use the proceeds to be raised from the exercise of the Warrants for such purposes and in such manner as set out in Section 2.4.7 of the circular to shareholders of the Company dated 7 August 2025 ("**Circular**"), and the Board be authorised with full powers to vary the manner and/or purpose of the use of such proceeds in such manner as the Board may deem fit, necessary and/or expedient or in the best interest of the Company, subject to the approval of the relevant authorities (where required);

AND THAT the Board be hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the Proposed Bonus Issue of Warrants with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Bonus Issue of Warrants."

BY ORDER OF THE BOARD

NG MEI WAN
(SSM Practicing Certificate No.: 201908000801) (MIA 28862)

TAN HUI KHIM
(SSM Practicing Certificate No.: 201908000859) (LS 0009936)
Company Secretaries

Muar, Johor

Date: 7 August 2025

Notes:

1. Only depositors whose names appear in the Record of Depositors as at 18 August 2025 shall be regarded as members and be entitled to attend, participate, speak and vote at the EGM.
2. A member shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead pursuant to Section 334 of the Companies Act 2016. There shall be no restriction as to the qualification of the proxy.
3. 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.
4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised. Any alterations in the Form of Proxy must be initialed by the member.
6. In the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/her/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).
7. 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 of attorney, must be deposited at Aldpro Corporate Services Sdn Bhd office at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No 1, Medan Syed Putra Utara, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding this meeting or any adjournment thereof as Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad requires all resolutions set out in the Notice of Extraordinary General Meeting to vote by way of poll.