FM GLOBAL LOGISTICS HOLDINGS BERHAD

Registration No. 199601008064 (380410-P)
(Incorporated in Malaysia)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 29th Annual General Meeting ("29th AGM") of FM Global Logistics Holdings Berhad ("the Company") will be held at **Room Danau 3, Kota Permai Golf & Country Club, No. 1, Jalan 31/100A, Kota Kemuning, Section 31, 40460 Shah Alam, Selangor Darul Ehsan, Malaysia** on **Tuesday, 25 November 2025** at **9.30 a.m.**, to transact the following businesses:-

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 30 June 2025 together with the Reports of the Directors and Auditors thereon. — **Please refer to Note 1 of the Explanatory Notes to the Agenda**
2. To approve the payment of Directors' fees up to an aggregate amount of RM600,000 for the financial year ending 30 June 2026, to be paid monthly in arrears. — **Ordinary Resolution 1**
3. To approve the payment of Directors' benefits up to an aggregate amount of RM80,000 for the period from 26 November 2025 until the next annual general meeting of the Company. — **Ordinary Resolution 2**
4. To re-elect the following Directors who are retiring pursuant to Clause 125 of the Constitution of the Company:-
   (a) Tengku Nurul Azian Binti Tengku Shahriman — **Ordinary Resolution 3**
   (b) Soh Chin Teck — **Ordinary Resolution 4**
   (c) Yang Heng Lam — **Ordinary Resolution 5**
5. To re-appoint Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. — **Ordinary Resolution 6**

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolutions, with or without modification(s): -

6. **AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016** — **Ordinary Resolution 7**

   "THAT subject always to the Companies Act 2016, the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the Company from time to time, at such price, upon such terms and conditions, to such persons and for such purposes as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors be authorised to do all such things as they deem fit and expedient in the best interest of the Company to give effect to the issuance of new shares under this resolution including making such applications to Bursa Securities for the listing of and quotation for the additional shares so issued on Bursa Securities AND THAT such authority shall continue to be in force until the conclusion of the next annual general meeting the Company held after the approval was given or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is the earlier, unless revoked or varied by an ordinary resolution of the Company at a general meeting."

7. **PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK** — **Ordinary Resolution 8**

   "THAT subject always to the Companies Act 2016, the Constitution of the Company, the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and all other applicable laws, guidelines, rules and regulations, approval be and is hereby given for the Company to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company ("Share Buy-Back Mandate") provided that:

   (a) the aggregate number of ordinary shares in the Company purchased and/or held as treasury shares pursuant to the Share Buy-Back Mandate does not exceed ten per centum (10%) of the total number of issued shares of the Company at any point in time;

   (b) the maximum funds to be allocated by the Company for the purpose of purchasing its ordinary shares shall not exceed the total retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase; and

   (c) the Directors of the Company may decide either to retain the shares so purchased as treasury shares or cancel the shares so purchased or retain part of the shares so purchased and cancel the remainder or resell the treasury shares on Bursa Securities or distribute the treasury shares as dividends or transfer the treasury shares under an employees' share scheme or as purchase consideration or otherwise use the treasury shares for such other purpose in the manner as prescribed by the applicable laws, guidelines, rules and regulations.

   THAT the authority conferred by this resolution will be effective upon the passing of this resolution and will continue to be in force until:

   (a) the conclusion of the next annual general meeting of the Company, at which time it shall lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;

   (b) the expiration of the period within which the next annual general meeting of the Company after that date is required by law to be held; or

   (c) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,

   whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

   AND THAT authority be and is hereby given to the Directors of the Company to take all such steps to implement, finalise and to give full effect to the Proposed Renewal of Shareholders' Mandate for Share Buy-Back with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities or as the Directors deem fit or expedient at their discretion in the best interest of the Company."

8. To transact any other business of which due notice shall have been given in accordance with the Constitution of the Company and the Companies Act 2016.

By Order of the Board,

TE HOCK WEE (MAICSA 7054787) (SSM PC NO. 202008002124)
FOO PEI KOON (MAICSA 7067238) (SSM PC NO. 202108000380)
Company Secretaries

Kuala Lumpur
27 October 2025

NOTES:

a. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a **Record of Depositors as at 17 November 2025**. Only members whose names appear in the Record of Depositors on 17 November 2025 (General Meeting Record of Depositors) shall be eligible to participate in the 29th AGM or appoint proxy(ies) to participate on his behalf at the meeting.

b. A member, including an authorised nominee, entitled to attend, speak and vote at the meeting may appoint not more than two (2) proxies to attend, speak and vote for him. A proxy need not be a member of the Company.

c. Where a member is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares 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.

d. Where a member, an authorised nominee or an exempt authorised nominee appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his holding to be represented by each proxy in the Proxy Form.

e. The appointment of proxy(ies) may be made in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof:-

   i. In hard copy form

   To be deposited with Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop-in box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

   ii. By electronic means via Vistra Share Registry and IPO (MY) portal ("The Portal") at https://srmy.vistra.com

   Please refer to the Administrative Guide of the 29th AGM for further information on electronic lodgement of Proxy Form via The Portal" at https://srmy.vistra.com.

f. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop-in box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than 48 hours before the time appointed for holding the general meeting or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

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

h. Last day, date and time for lodging the Proxy Form is **Sunday, 23 November 2025** at **9.30 a.m.**

i. For a corporate member who has appointed a representative instead of a proxy to attend the meeting, please deposit the **original or duly certified** certificate of appointment executed in the manner as stated in the Proxy Form with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop-in box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia if this has not been lodged with the Company's Share Registrar earlier.

j. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 29th AGM will be put to vote by poll.

EXPLANATORY NOTES TO THE AGENDA:

1. **Item 1 on the Agenda – Audited Financial Statements for the financial year ended 30 June 2025**

   This agenda item is meant for discussion only. The provision of Section 248(2) and 340(1)(a) of the Companies Act 2016 require the audited financial statements and the reports of the Directors and Auditors thereon be laid before the Company at its annual general meeting. Hence, this agenda item is not a business which requires a motion to be put forward for voting.

2. **Ordinary Resolution 1 – Payment of Directors' fees**

   This proposed resolution, if passed, will facilitate the payment of Directors' fees for the financial year ending 30 June 2026.

   The Directors' fees payable to Directors are calculated based on the current board size and assuming that all Directors will hold office until the end of the financial year of 30 June 2026. In the event the proposed amount is insufficient due to enlarged board size, approval will be sought at the next annual general meeting for the shortfall.

3. **Ordinary Resolution 2 – Payment of Directors' Benefits**

   Directors' benefits are meeting allowance payable to all Directors and in determining the estimated amount, the Board has considered various factors including the current board size and number of scheduled meetings for the Board and Board Committees for the period from 26 November 2025 until the next annual general meeting. In the event the proposed amount is insufficient (due to more meetings/ enlarged board size), approval will be sought at the next annual general meeting for the shortfall.

4. **Ordinary Resolutions 3, 4 and 5 – Re-election of retiring Directors**

   Tengku Nurul Azian Binti Tengku Shahriman, Mr Soh Chin Teck and Mr Yang Heng Lam are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 29th AGM.

   Their profiles are disclosed in the Board of Directors' Profile of the Annual Report 2025.

   Save as disclosed, the retiring Directors have no conflict of interest with the Company and its subsidiaries. The Nomination and Remuneration Committee ("NRC") has considered the performance and contribution, time commitment, calibre and personality, as well as fit and proper assessment of the retiring Directors. Based on the recommendation of the NRC, the Board is supportive of their re-election based on the following justifications:-

   i. Ordinary Resolution 3 – Re-election of Tengku Nurul Azian Binti Tengku Shahriman as Independent Non-Executive Director

   Tengku Nurul Azian Binti Tengku Shahriman has exercised due care and carried out her duties professionally and proficiently during her tenure as an Independent Non-Executive Director of the Company. She demonstrated objectively and independence through her participation at the meetings by giving objective feedback for Board's deliberation and decision making process.

   ii. Ordinary Resolution 4 – Re-election of Soh Chin Teck as Independent Non-Executive Director

   Mr Soh Chin Teck has exercised due care and carried out his duties professionally and proficiently during his tenure as an Independent Non-Executive Director of the Company. He demonstrated objectively and independence through his participation at the meetings by giving objective feedback for Board's deliberation and decision making process.

   iii. Ordinary Resolution 5 – Re-election of Yang Heng Lam as Executive Director

   Mr Yang Heng Lam contributes tremendously to the Group by overseeing the Group's operations as well as directing business growth and strategic direction of the Group. His experience and hard work had been instrumental to the growth and development of the Group.

5. **Ordinary Resolution 6 – Re-appointment of Auditors**

   The Board had, through the Audit and Risk Management Committee ("ARMC"), considered the re-appointment of Crowe Malaysia PLT as Auditors of the Company. The factors considered by the ARMC in making the recommendation to the Board to table their re-appointment at the 29th AGM are disclosed in the ARMC Report of the 2025 Annual Report.

6. **Ordinary Resolution 7 – Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016**

   The proposed Ordinary Resolution 7, if passed, will empower the Directors to issue and allot shares up to an aggregate amount not exceeding 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company without having to convene separate general meetings. This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next annual general meeting of the Company.

   This is a renewal of the mandate obtained from shareholders at the last annual general meeting held on 26 November 2024. The proposed Ordinary Resolution 7, if passed, will provide flexibility to the Company for any possible fund-raising exercises including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital, acquisitions or such other application as the Directors may deem fit in the best interest of the Company.

   As of the date of this notice, the Company did not issue any new shares pursuant to the mandate granted by the shareholders at the last annual general meeting.

7. **Ordinary Resolution 8 – Proposed Renewal of Shareholders' Mandate for Share Buy-Back**

   The proposed resolution, if passed, will empower the Company to purchase its own shares up to 10% of the total number of issued shares of the Company. This authority, unless revoked or varied at a general meeting, will expire at the next annual general meeting of the Company.

   Further information relating to this proposed resolution is set out in the Statement to Shareholders dated 27 October 2025.

FM GLOBAL LOGISTICS HOLDINGS BERHAD

Registration No. 199601008064 (380410-P)
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE FOR THE TWENTY-NINTH ANNUAL GENERAL MEETING (“29TH AGM”)

Day & Date	:	**Tuesday, 25 November 2025**
Time	:	**9.30 a.m.**
Meeting Venue	:	**Room Danau 3, Kota Permai Golf & Country Club, No. 1, Jalan 31/100A, Kota Kemuning, Section 31, 40460 Shah Alam, Selangor Darul Ehsan**

1. REGISTRATION

- The registration counter starts at 8.00 a.m. on Tuesday, 25 November 2025 and will remain open until the conclusion of the 29th AGM or such time as directed by the Chairman of the meeting.
- Shareholders or proxies are requested to produce/show their original MyKAD (for Malaysian) or Passport (for non-Malaysian) to the registration staff for verification purposes. Please ensure the original MyKAD or Passport is returned to you thereafter. Please take note that no person will be allowed to register on behalf of another person, even with the original MyKAD or Passport of that person.
- Upon verification, shareholders or proxies will also be given an identification wristband for voting purposes. No person will be allowed to enter the meeting hall without the identification wristband. There will be no replacement for the identification wristband if it is lost or misplaced.

2. CORPORATE MEMBERS

- Corporate members who wish to appoint corporate representatives instead of a proxy to attend the 29th AGM, must deposit their original or duly certified certificate of appointment of corporate representative with the Company’s Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. (“**Tricor**”) on or before the 29th AGM.
- Attorneys appointed by power of attorney are required to deposit their power of attorney with the Company’s Share Registrar, Tricor not later than Sunday, 23 November 2025 at 9.30 a.m. to attend and vote at the 29th AGM.

3. PROXY

The appointment of proxy may be made in hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 29th AGM or any adjournment thereof, otherwise the Proxy Form shall not be treated as valid:

(i) <u>In hard copy form</u>
In case of an appointment made in hard copy form (by hand/post), the proxy form must be deposited at the Share Registrar of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively the drop-in box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(ii) <u>In electronic means</u>
You may also submit your proxy appointment electronically via Vistra Share Registry and IPO (MY) portal (“The Portal”) at <u>https://srmy.vistra.com</u>. Please do read and follow the procedures below to submit proxy form electronically.

4. ELECTRONIC LODGMENT OF PROXY FORM

The procedures to lodge your proxy form electronically via The Portal's Online website are summarised below:

Procedure	**Action**
i. Steps for Individual Shareholders	
Register as a User at The Portal	▪ Visit the website at https://srmy.vistra.com. ▪ Click "Register" and select "Individual Holder" and complete the New User Registration Form. ▪ For guidance, you may refer to the tutorial guide available on the homepage. ▪ Once registration is completed, you will receive an email notification to verify your registered email address. ▪ After verification, your registration will be reviewed and approved within one (1) working day. A confirmation email will be sent once approved. ▪ Once you receive the confirmation, activate your account by creating your password. *If you are an existing user with The Portal or our TIIH Online portal previously, you are not required to register again.*
Proceed with submission of proxy form	▪ After the release of the Notice of Meeting by the Company, login with your email address and password. ▪ Select the corporate event: **"FM GLOBAL LOGISTICS 29TH AGM - SUBMISSION OF PROXY FORM"**. ▪ Navigate to the 3 dots at the end of the corporate event and choose **"SUBMISSION OF PROXY FORM"**. ▪ Read and agree to the Terms and Conditions and confirm the Declaration. ▪ Indicate the number of shares for your proxy(ies) to vote on your behalf. ▪ Appoint your proxy/proxies and insert the required details of your proxy/proxies or appoint the Chairperson as your proxy. ▪ Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes. ▪ Review and confirm your proxy(ies) appointment. ▪ Print the proxy form for your record.
ii. Steps for Corporation or Institutional Shareholders	
Register as a User at The Portal	▪ Visit the website at https://srmy.vistra.com. ▪ Click "Register" and select "Representative of Corporate Holder" and complete the New User Registration Form. ▪ Complete the registration form with your personal details. ▪ Once registration is completed, you will receive an email notification to verify your registered email address. ▪ After verification, your registration will be reviewed and approval within two (2) working days. A confirmation email will be sent once approved. ▪ Once you receive the confirmation, activate your account by creating your password. *Note: The representative of a corporate or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.*
Proceed with submission of proxy form	▪ Login to https://srmy.vistra.com with your email address and password. ▪ Select the corporate event: **"FM GLOBAL LOGISTICS 29TH AGM"**. ▪ Navigate to the icon ">" at the end of the corporate event. ▪ Read and agree to the Terms and Conditions and confirm the Declaration. ▪ Select the corporate holder's name. ▪ Proceed to download the submission file. ▪ Prepare the file for the appointment of proxy(ies) by inserting the required data. ▪ Proceed to upload the duly completed proxy appointment file. ▪ Select **"Confirm"** to complete your submission. ▪ Print the confirmation report of your submission for your record.

5. **GENERAL MEETING RECORD OF DEPOSITORS**

For the purpose of determining who shall be entitled to attend the 29th AGM, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting **Record of Depositors as at 17 November 2025** and only a depositor whose name appears on such Record of Depositors shall be entitled to attend the said meeting.

6. **NO RECORDING OR PHOTOGRAPHY**

By participating at the 29th AGM, you agree that no part of the 29th AGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronic, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the right to take appropriate legal actions against anyone who violates this rule.

7. **DOOR GIFT / VOUCHER**

There will be no distribution of door gifts or vouchers for shareholders/proxies/authorised representatives/attorneys who participate in the 29th AGM.

8. **ENQUIRY**

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

Tricor Investor & Issuing House Services Sdn. Bhd.		
Telephone Number	General Line	603-2783 9299
Email	is.enquiry@vistra.com	

THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK