NOTICE OF
ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Third (“23rd”) Annual General Meeting (“AGM”) of the Company will be held at Greens III Sports Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 25 June 2025 at 10.00 a.m. for the purpose of considering the following businesses:

AGENDA

AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon. *[Please refer to Explanatory Note 4 (i)]*

2. To approve the payment of Directors’ fees and benefits amounting to RM420,000.00 for the financial year ending 31 December 2025. **Ordinary Resolution 1**

3. To re-elect Dato’ Sri Alias Bin Ahmad Nor who retires by rotation pursuant to Clause 95 of the Company’s Constitution and who being eligible offers himself for re-election. **Ordinary Resolution 2**

4. To re-elect Mr. Kunal Tayal who retires by rotation pursuant to Clause 95 of the Company’s Constitution and who being eligible offers himself for re-election. **Ordinary Resolution 3**

5. To re-elect Encik Al-Fazirul David Bin Abdullah who retires pursuant to Clause 102 of the Company’s Constitution and who being eligible offers himself for re-election. **Ordinary Resolution 4**

6. To re-appoint Grant Thornton Malaysia PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. **Ordinary Resolution 5**

AS SPECIAL BUSINESS:

To consider and if thought fit, to pass with or without modifications the following resolution:-

7. **ORDINARY RESOLUTION**
   RENEWAL OF AUTHORITY FOR DIRECTORS TO ISSUE SHARES **Ordinary Resolution 6**

   “THAT, subject always to the Companies Act 2016 (the “Act”), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), any directives or modifications or reliefs issued by Bursa Securities from time to time in relation to the general mandate for issue of securities, and the approvals of the relevant governmental and/or regulatory authorities, where such approval is necessary, approval be and is hereby given to the Directors of the Company pursuant to Sections 75 and 76 of the Act to issue and allot shares in the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons as the Directors may in their absolute discretion deem fit or in pursuance of offers, agreements or options to be made or granted by the Directors while this approval is in force provided always that the total number of new shares issued pursuant to this resolution when aggregate with the number of new shares issued during the preceding twelve (12) months does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being.

   THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

THAT the Directors of the Company be and are hereby further authorised to make or grant offers, agreements or options which would or might require shares to be issued after the expiration of the approvals hereof.

AND THAT the Directors of the Company are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares so issued on Bursa Securities.

FURTHER THAT pursuant to Section 85 of the Act read together with Clause 57 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the existing shareholders of the Company to be offered with new shares ranking equally to the existing issued shares arising from the issuance and allotment of the new shares in the Company pursuant to Sections 75 and 76 of the Act, AND THAT the Board of Directors of the Company is exempted from the obligation to offer such new shares first to the existing shareholders of the Company."

ANY OTHER BUSINESS

8. To transact any other business of which due notices shall have been given.

By Order of the Board,

LIM LI HEONG (SSM Practising Certificate No. 202008001981) (MAICSA 7054716)
WONG MEE KIAT (SSM Practising Certificate No. 202008001958) (MAICSA 7058813)
Company Secretaries

30 April 2025

Notes:

1. PROXY

(i) A member of a company entitled to attend and vote at a meeting of the Company shall be entitled to appoint any person as his/her proxy to attend and vote instead of the members at the meeting. There shall be no restriction as to the qualification of the proxy.
(ii) A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the members to speak at the meeting. A member shall not appoint more than two (2) proxies to attend and vote at the same meeting. Where a member appoints two proxies to attend and vote at the same meeting, such appointment shall be invalid unless the member specifies the proportion of his shareholding to be represented by each proxy.
(iii) Where a member of the Company is an exempt authorised nominee which hold ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act") which is exempted from compliance with the provisions of subsection 25A(1) of the Central Depositories Act.
(iv) The Form of Proxy or other instruments of appointment must be deposited at the office of the share registrar of the Company, Securities Services (Holdings) Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia or lodged electronically via SS e-Portal at https://sshsb.net.my/ not later than twenty four (24) hours before the time appointed for the taking of the poll or any adjournment thereof. Kindly refer to the Procedures for Electronic Submission of Proxy Form in Appendix A.
(v) If the appointor is a corporation, the Form of Proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorised.

Notes: (Cont'd)

2. POLL VOTING

The resolutions as set out in the Notice of AGM are to be voted by poll pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

3. GENERAL MEETING RECORD OF DEPOSITORS

For purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with the Company's Constitution and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, to make available a Record of Depositors ("ROD") as at 18 June 2025. Only a member whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy(ies) to attend and/or speak and/or vote on his/her behalf.

4. EXPLANATORY NOTE ON ORDINARY BUSINESS:

(i) Item 1 of the Agenda 1 – Audited Financial Statements for the financial year ended 31 December 2024.

The Audited Financial Statements are laid pursuant to Section 340(1)(a) of the Companies Act 2016 for discussion only, shareholders' approval for the Audited Financial Statements is not required. Therefore, this Agenda item will not be put forward for voting.

(ii) Ordinary Resolution 1 – Payment of Directors' fees and benefits for the financial year ending 31 December 2025

The proposed Directors' fee and benefits had been reviewed by the Remuneration Committee and the Board of Directors of the Company, which recognise that the Directors' fees and benefits payable are reasonable and are in the best interest of the Company. The proposed Ordinary Resolution 1 is to facilitate payment of Directors' fees and benefits on current financial year basis, calculated based on the number of scheduled Board and Committee meetings for 2025 and assuming that all Directors will hold office until the end of the financial year. In the event the Directors' fees and benefits proposed are insufficient (e.g., due to more meetings or enlarged Board size), approval will be sought at the next Annual General Meeting ("AGM") for additional fees and benefits to meet the shortfall.

(iii) Ordinary Resolutions 2 and 3 – Re-election of Directors pursuant to Clause 95 of the Company's Constitution

Clause 95 of the Company's Constitution provides that an election of Directors shall take place each year at the AGM of the Company where one-third (1/3) of the Directors for the time being, or if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire and be eligible for re-election provided that each Director must retire from office at least once in every three (3) years.

Both Dato' Sri Alias Bin Ahmad and Mr. Kunal Tayal shall retire by rotation, being eligible had offered themselves for re-election at this AGM. Their profile and interest in the securities of the Company are set out in the section of Directors' Profile in the Annual Report.

Notes: (Cont'd)

4. EXPLANATORY NOTE ON ORDINARY BUSINESS: (CONT'D)

(iii) Ordinary Resolutions 2 and 3 – Re-election of Directors pursuant to Clause 95 of the Company's Constitution (Cont'd)

The Nomination Committee had assessed the performance of the above Directors based on the performance evaluation criteria which incorporated with the Directors' fit and proper criteria as set out in the Directors' Fit and Proper Policy of the Company. The Nomination Committee was satisfied with their performance in discharging the duties and responsibilities as Director and both meet the Directors' fit and proper criteria. The Board values the contributions that have been made by them in fostering the Group's business growth. The role of Dato' Sri Alias as an Independent Chairman is essential to lead the Board in achieving its business success. Mr Kunal Tayal as a Non-Independent Non-Executive Director has provided check and balance on the Board. He plays an active role in overseeing the corporate governance, financial performance and risk management of the Group.

Based on the above, the Board supported the Nomination Committee's recommendation that both Dato' Sri Alias Bin Ahmad and Mr. Kunal Tayal shall continue serving the Board. Hence, the Board seeks the shareholders to vote in favour of the two resolutions.

(iv) Ordinary Resolution 4 – Re-election of Director pursuant to Clause 102 of the Company's Constitution

Clause 102 of the Company's Constitution provides that a newly appointed Director shall hold office only until the next following AGM and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that AGM.

Encik Al-Fazirul David Bin Abdullah was appointed to the Board as Managing Director on 11 September 2024. Hence, he shall retire at this AGM pursuant to the provision of the Constitution, being eligible, he has offered himself to stand for re-election. The Nomination Committee had assessed his suitability, and fitness and properness during the recruitment and appointment process. As such, the Board seeks the shareholders to vote in favour of this resolution.

5. EXPLANATORY NOTES ON SPECIAL BUSINESS:

(i) Ordinary Resolution 6 – Renewal of Authority for Directors to issue shares

The proposed Ordinary Resolution 6, if passed, will give the Directors of the Company the flexibility to issue and allot shares up to an amount not exceeding ten per centum (10%) of the Company's total number of issued shares for the time being upon such terms and conditions and for such purposes and to such person or persons as the Directors of the Company in their absolute discretion consider to be in the best interest of the Company, without having to convene a separate general meeting so as to avoid incurring additional cost and time. The purpose of this general mandate sought will provide flexibility to the Company for any possible fund-raising activities including but not limited for further placement of shares for purpose of funding the Company's current and/or future investment projects, working capital, repayment of borrowings, acquisitions and/or for issuance of shares as settlement of purchase consideration, or for such purposes as the Board may deem fit and in the best interest of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company or at the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.

This is the renewal of the general mandate obtained from the shareholders of the Company at the last AGM held on 27 June 2024.

Notes: (Cont'd)

5. EXPLANATORY NOTES ON SPECIAL BUSINESS: (CONT'D)

(i) Ordinary Resolution 6 – Renewal of Authority for Directors to issue shares (Cont'd)

On 26 June 2024, the Company announced its proposal to undertake a private placement exercise of up to 377,357,000 new ordinary shares in G3 Global ("G3 Global Shares"), representing not more than ten per centum (10%) of the total number of the Company's issued shares to independent third-party investors pursuant to the shareholders' general mandate for issuance of shares under Sections 75 and 76 of the Companies Act 2016 obtained at the Company's AGM held on 22 June 2023. The Company has on 19 September 2024 obtained Bursa Securities' approval for the listing and quotation of up to 377,357,000 new G3 Global Shares to be issued pursuant to the Proposed Private Placement ("Private Placement 2024"). Pursuant to Paragraph 6.62(1) of the Listing Requirements, the Company must complete the implementation of the Private Placement 2024 within 6 months from the date on which the listing application is approved by Bursa Securities, i.e. by 18 March 2025. However, the Company has yet to implement the Private Placement 2024 within the stipulated timeline. Pursuant thereto, on the application of the Company, Bursa Securities on 28 March 2025 granted to the Company an extension of time of 6 months up to 18 September 2025 to complete the implementation of the Private Placement 2024.

As of the date of this Notice of Meeting, there are no new shares have been issued and allotted pursuant to the abovementioned Private Placement 2024 and the general mandate granted at the last AGM of the Company. The general mandate granted at the last AGM will lapse at the conclusion of this Twenty-Third AGM.

Shareholders are advised to take note that the approval given to the Directors under the proposed Ordinary Resolution 6 for the issuance and allotment of the new shares pursuant to Sections 75 and 76 of the Companies Act 2016 shall have the effect of the shareholders having agreed to waive and deemed to have waived their statutory pre-emptive rights pursuant to Section 85 of the Companies Act 2016 and Clause 57 of the Constitution of the Company and will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the general mandate which this will result in a dilution to their shareholding percentage in the Company.

PERSONAL DATA POLICY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (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 Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance list, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof) and in order for the Company (or it 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.

DIGITAL COPY OF ANNUAL REPORT 2024

Please be informed that the digital copy of the Annual Report 2024 of G3 Global Berhad is available for viewing / downloading from the Company's corporate website at www.g3global.com.my or you may scan the QR code below for the documents.

Shareholders may request for copies of the printed Annual Report 2024 at the Share Registrar's website, https://www.sshsb.com.my/new/requestarep.aspx, "Request Annual Report / Circular", key in "**G3 GLOBAL BERHAD**", complete and submit the online request form, or contact Ms. Magesh at telephone 03 - 8800 7000 or e-mail your request to contact@g3global.com.my. The printed copy of the Annual Report 2024 will be sent to you as soon as reasonably practicable upon the receipt of your request.

APPENDIX A

SECURITIES SERVICES e-PORTAL

(A) Sign up for a user account at Securities Services e-Portal	
Step 1 Visit https://sshsb.net.my/ Step 2 Sign up for a user account Step 3 Wait for our notification email that will be sent within one (1) working day Step 4 Verify your user account within seven (7) days of the notification email and log in	• **This is a ONE-TIME registration.** If you already have a user account, you need not register again. • Your email address is your User ID. • Please proceed to (B) once you are a registered user.

REGISTER AS A USER BY 18 JUNE 2025 TO SUBMIT E-PROXY FORM

(B) Submit e-Proxy Form

Meeting Date and Time	Proxy Form Submission Closing Date and Time
Wednesday, 25 June 2025 at 10:00 a.m.	Tuesday, 24 June 2025 at 10:00 a.m.

- Log in to https://sshsb.net.my/ with your registered email and password.
- Look for **G3 Global Berhad** under Company Name and **23rd AGM on 25 June 2025 at 10:00 a.m. – Submission of Proxy Form** under Event and click "**>**" to submit your proxy forms online for the meeting by the submission closing date and time above.

Step 1 Check if you are submitting the proxy form as –
- Individual shareholder
- Corporate or authorised representative of a body corporate

For body corporates, the appointed corporate/authorised representative is to upload the evidence of authority (e.g. Certificate of Appointment of Corporate Representative, Power of Attorney, letter of authority or other documents proving authority). All documents that are not in English or Bahasa Malaysia have to be accompanied by a certified translation in English in 1 file. The original evidence of authority and translation thereof, if required, have to be submitted to The Company's Share Registrar at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan for verification before the proxy form submission closing date and time above or handover the said document to the registrar at the registration counter.

Step 2 Enter your CDS account number or the body corporate's CDS account number and corresponding number of securities. Then enter the information of your proxy(ies) and the securities to be represented by your proxy(ies).
You may appoint the Chairman of the meeting as your proxy where you are not able to participate.

Step 3 Proceed to indicate how your votes are to be casted against each resolution.

Step 4 Review and confirm your proxy form details before submission.

- A copy of your submitted e-Proxy Form can be accessed via **My Records** (refer to the left navigation panel).
- You need to submit your e-Proxy Form for **every CDS account(s)** you have or represent.

Enquiry

If you have any enquiries relating to the registration for the AGM, please contact the following persons from our Shares Registrar during office hours from Monday to Friday, 8.30 a.m. to 12.15 p.m. and from 1.15 p.m. to 5.30 p.m.:

Securities Services (Holdings) Sdn. Bhd.

General Line : +603-2084 9000
Email : eservices@sshsb.com.my
Officers : Mr. Wong Piang Yoong (DID: +603 2084 9168)
Puan Norhasliliwati (DID: +603 2084 9163)
Encik Afiq Aiman (DID: +603 2084 9007)