

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

Bursa Malaysia Securities Berhad (“**Bursa Securities**”) has perused the contents of this Circular on a limited review basis pursuant to the provisions of Guidance Note 22 of the ACE Market Listing Requirements of Bursa Securities prior to the issuance of this Circular.

Bursa Securities takes no responsibility for the contents of this Circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular.

Hartanah Kenyalang Berhad was listed on the ACE Market of Bursa Securities on 9 June 2025. The admission of Hartanah Kenyalang Berhad to the ACE Market of Bursa Securities was sponsored by TA Securities Holdings Berhad (“**TA Securities**”). This Circular has been reviewed by TA Securities, being the Sponsor to Hartanah Kenyalang Berhad, prior to its issuance pursuant to Rule 4.27 of the ACE Market Listing Requirements of Bursa Securities.



HARTANAH KENYALANG BERHAD

Registration No. 202401034991 (1580838-V)
(Incorporated In Malaysia)

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED NEW SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE (“Proposed Shareholders’ Mandate”)

The ordinary resolution in respect of the Proposed Shareholders’ Mandate will be tabled as special business at the Second Annual General Meeting (“**2nd AGM**”) of Hartanah Kenyalang Berhad (“**Hartanah**” or “**Company**”). The notice of the 2nd AGM of the Company, together with the Form of Proxy are set out in the Company’s 2025 Annual Report. The 2025 Annual Report and this Circular are available for download at the Company’s website at <https://www.hartanahkenyalang.com.my>.

If you wish to appoint proxy/proxies to attend and vote on your behalf at the 2nd AGM, you may complete the Proxy Form deposit it at the Registered Office of the Company at E289, 1st Floor, Block E iCom Square, Jalan Pending, 93450 Kuching, Sarawak or lodge electronically via email at corp@hartanahgrp.com.my, not less than forty-eight (48) hours before the time fixed for holding the meeting or any adjournment thereof in order for it to be valid.

Last date and time for lodging the Proxy Form	: 10 April 2026 at 9.00 a.m.
Date and time of the 2 nd AGM	: 13 April 2026 at 9.00 a.m.
Place of the 2 nd AGM	: Sheraton Kuching Hotel, No. 2, Jalan Padungan, 93100 Kuching, Sarawak

This Circular is dated 26 February 2026

DEFINITIONS

For the purpose of this Circular, except where the context otherwise requires, the following definitions will apply:

Act

Companies Act 2016, as amended from time to time and any re-enactment thereof

AGM

Annual General Meeting

Annual Report 2025

Annual Report of the Company for the financial year ended 31 October 2025

Board

The Board of Directors of Hartanah

Bursa Securities

Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]

Circular

Circular to shareholders in relation to the proposed new shareholders' mandate for recurrent related party transactions of a revenue or trading nature

Director(s)

A director for the time being of Hartanah 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 six (6) months of the date on which the terms of the transaction were agreed upon, a director of Hartanah or any other company which is its subsidiary or holding company or chief executive of Hartanah, its subsidiary or holding company

Hartanah or Company

Hartanah Kenyalang Berhad [Registration No. 202401034991 (1580838-V)]

Hartanah Group or Group

Collectively, Hartanah and its subsidiaries

HCSB

Hartanah Construction Sdn Bhd [Registration No. 201001038735 (922659-W)], a wholly-owned subsidiary of Hartanah

HKSB

Hartanah Kenari Sdn Bhd [Registration No. 202501040543 (1641952-M)], a 60.0% subsidiary of Hartanah

LPD

30 January 2026, being the last practicable date prior to the printing of this Circular

Listing Requirements

The ACE Market Listing Requirements of Bursa Securities and Guidance Notes issued thereunder including any amendments in respect thereof from time to time

Major Shareholder(s)

A person who has an interest or interests in one or more voting shares in the Company and the number or the aggregate number of those shares, is:

- 10% or more of the total number of voting shares in the Company; or
- 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company

For the purpose of this definition, "interest" shall have the meaning given in Section 8 of the Act and includes any person who is or was within the preceding six (6) months of the date on which the terms of the transaction were agreed upon, a major shareholder of Hartanah or any other corporation which is a subsidiary or holding company of Hartanah

Person(s) Connected

In relation to any person (referred to as "said Person"), means such person who falls under any one (1) of the following categories:

- a) a family member of the said Person (for the purpose of this definition, "family" means and includes spouse, parent, child including an adopted child and step-child, brother or sister, spouse of child including an adopted child and step-child, and spouse of brother or sister);
- b) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the said Person or their family member, is the sole beneficiary;
- c) a partner of the said Person;
- d) a person, or where the person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the said Person;
- e) a person, or where the person is a body corporate, the body corporate or its directors whose directions, in accordance with whose directions, instructions or wishes the said Person is accustomed or is under an obligation, whether formal or informal, to act;
- f) a body corporate in which the said Person or persons connected with them are entitled to exercise or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or
- g) a body corporate which is a related corporation of the said Person.

Proposed Shareholders' Mandate

Proposed new shareholders' mandate for recurrent related party transactions of a revenue or trading nature

Related Party/Parties

A Director, Major Shareholder or Person Connected with such Director or Major Shareholder

RM and Sen

Ringgit Malaysia and sen, respectively

RRPT(s)

Related party transaction(s) which is/are recurrent transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations and in the ordinary course of business of the Group

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HARTANAH KENYALANG BERHAD

Registration No. 202401034991 (1580838-V)
(Incorporated In Malaysia)

Registered Office

E289 1st Floor,
Block E iCom Square,
Jalan Pending,
93450 Kuching,
Sarawak, Malaysia

26 February 2026

Board of Directors

Datin Josephine Anak Hilary Dom @ Josephine John	<i>(Independent Non-Executive Chairperson)</i>
Seah Boon Tiat	<i>(Non-Independent Executive Director/Managing Director)</i>
Seah Boon Kee	<i>(Non-Independent Executive Director/Deputy Managing Director)</i>
Cheok Liam Fock	<i>(Non-Independent Executive Director/Chief Operating Director)</i>
Choy Mui Seng @ Chai Mui Seng	<i>(Non-Independent Non-Executive Director)</i>
Fong Yoo Kaw @ Fong Yee Kow	<i>(Independent Non-Executive Director)</i>
Ong Ai-Lyn	<i>(Independent Non-Executive Director)</i>
Chai Suk Phin	<i>(Independent Non-Executive Director)</i>

To: The Shareholders of Hartanah

Dear Sir/Madam,

PROPOSED SHAREHOLDERS' MANDATE

1. INTRODUCTION

On 29 January 2026, the Board announced that the Company is proposing to seek shareholders' approval for the Proposed Shareholders' Mandate for RRPT(s) of a revenue or trading nature, which are necessary for its day-to-day operations in compliance with Part E Rule 10.09 of the Listing Requirements.

The purpose of this Circular is to provide you with the relevant details pertaining to the Proposed Shareholders' Mandate and to seek your approval for the ordinary resolution which will be tabled at the forthcoming AGM. For information purposes, the Company conducted its first AGM on 10 April 2025, prior to our listing on the ACE Market of Bursa Securities. The Notice of the 2nd AGM and the Form of Proxy are set out in the Annual Report 2025, which is issued together with this Circular and are available online on our Company's corporate website at <https://www.hartanahkenyalang.com.my>.

SHAREHOLDERS ARE ADVISED TO READ AND CAREFULLY CONSIDER THE CONTENTS OF THIS CIRCULAR TOGETHER WITH THE APPENDIX CONTAINED HEREIN BEFORE VOTING ON THE ORDINARY RESOLUTION PERTAINING TO THE PROPOSED SHAREHOLDERS' MANDATE TO BE TABLED AT THE FORTHCOMING AGM.

2. DETAILS OF THE PROPOSED SHAREHOLDERS' MANDATE

2.1 Provision under the Listing Requirements in relation to the RRPT

Pursuant to Rule 10.09(2) and Guidance Note 8 of the Listing Requirements, a listed issuer may seek a mandate from the shareholders in respect of RRPTs which are necessary for its day-to-day operations, subject to the following:

- a) the transactions are in the ordinary course of business and are on terms not more favourable to the Related Party 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 threshold in relation to the listed corporation with a share capital of less than RM60 million under Rule 10.09(1) of the Listing Requirements as prescribed below:
 - i) the consideration, value of assets, capital outlay or costs of the RRPT is RM1 million or more; or
 - ii) the percentage ratio of such RRPTs is 1% or more,whichever is lower;
- c) the circular to shareholders for the shareholders' mandate includes the information as may be prescribed by Bursa Securities. The draft circular to shareholders must be submitted to Bursa Securities for perusal, together with a checklist showing compliance with such information;
- d) in a meeting to obtain the shareholders' mandate, the Related Party with any interest, whether direct or indirect, and where the interested Related Party is a Person Connected with a Director or Major Shareholder, such Director or Major Shareholder must not vote on the resolution to approve the transactions. The interested Director and/or interested Major Shareholder must ensure that Persons Connected with them will also abstain from voting on the resolution approving the transactions; and
- e) the Company immediately announces to Bursa Securities when the actual value of an RRPT entered into by the Group exceeds the estimated value of the RRPT disclosed in the Circular by 10% or more, and must include the information as may be prescribed by Bursa Securities in its announcement.

Accordingly, the Board proposes to seek shareholders' approval for the Proposed Shareholders' Mandate for the Group to enter into arrangements or transactions with the Related Parties, details of which are set out in Section 2.3 of this Circular. Such transactions are necessary for the day-to-day operations of the Group and are based 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 Hartanah.

The RRPTs contemplated under the Proposed Shareholders' Mandate are in compliance with Rule 10.09(2) of the Listing Requirements and the relevant provisions under items 3.1 and 3.2 of Guidance Note 8 of the Listing Requirements.

2.2 Principal Activities of Hartanah Group

Hartanah is an investment holding company, while the principal activities of its subsidiaries are as follows:

Name of Company	Effective Equity Interest (%)	Principal Activity
1. HCSB	100	Building construction services and infrastructure construction services
2. HKSB	60	Building construction services and infrastructure construction services

2.3 Nature and Estimated Value of the RRPT

The details of the nature and estimated value of the RRPT in respect of which the Company is seeking mandate from its shareholders, as contemplated under the Proposed Shareholders' Mandate, are as follows:

Nature of Transaction	Transacting Parties within the Group	Transacting Related Party	Actual Value from 9 June 2025 to 30 January 2026 ^(a)	Estimated Value to be Transacted from 31 January 2026 to the Forthcoming AGM	Estimated Value from the Forthcoming AGM to the Next AGM ^(b)
Procurement and transportation of sand by barges from Indah Asia Sdn Bhd to be used in the Group's construction projects	HCSB	Indah Asia Sdn Bhd	RM9,110.04	-	RM10,000,000.00
Award of the construction service contracts by Syarikat Raznik Construction Sdn Bhd to HKSB ^(c)	HKSB	Syarikat Raznik Construction Sdn Bhd	-	-	RM100,000,000.00
Purchase of construction materials from HT Ironworks Sdn Bhd	HCSB	HT Ironworks Sdn Bhd	_(d)	_(d)	_(d)
Subcontractor costs paid to HT Ironworks Sdn Bhd			_(d)	_(d)	_(d)

Notes:

The RRPT covered by this Proposed Shareholders' Mandate are in compliance with the Listing Requirements and Guidance Note 8 of the Listing Requirements.

- (a) The actual value transacted is from the date of the listing up to the LPD. The aggregate actual value of the RRPTs did not exceed the threshold as set out in Section 2.1(b) above.
- (b) From the date of the forthcoming AGM up to the date of the next AGM, the estimated value for the mandate was arrived at after taking into consideration management's forecast on the anticipated transaction volume based on anticipated projects secured. The estimated values may vary and are subject to change.

- (c) The scope of work for the construction service contracts comprises building and infrastructure construction services. Building construction services include, among others, piling works, site clearing, demolition, earthworks, structural works and architectural works, while infrastructure construction services include, among others, piling works, site clearing, demolition, earthworks, geotechnical works, drainage works, bridge works, road works and water reticulation works.
- (d) As disclosed in Section 10.1 of the prospectus issued by the Company dated 30 April 2025 in relation to the initial public offering and the listing of and quotation for the entire enlarged issued ordinary shares of Hartanah on the ACE Market of Bursa Securities (“**Prospectus**”), the Group had previously entered into related party transactions with HT Ironworks Sdn Bhd, a company related to Choy Mui Seng @ Chai Mui Seng, Seah Boon Tiat, Seah Boon Kee and Cheok Liam Fock. It was also disclosed that such transactions will subsist in the future. Notwithstanding, the Company does not wish to seek a shareholders’ mandate for these transactions as the Group no longer has any transaction with HT Ironworks Sdn Bhd post-listing.

2.4 Principal Activities provided by the Related Parties

The principal activities of / services provided by the Related Parties that will be entering into RRPT(s) with the Group are set out as follows:

Transacting Related Party	Principal Activity	Relationship
Indah Asia Sdn Bhd	Logistics provider	<p><u>Interested Directors and Major Shareholders⁽¹⁾</u></p> <ul style="list-style-type: none"> Seah Boon Tiat Seah Boon Kee Cheok Liam Fock <p>Seah Boon Tiat, Seah Boon Kee and Cheok Liam Fock are the directors and shareholders of Indah Asia Sdn Bhd</p>
Syarikat Raznik Construction Sdn Bhd	Construction services	<p><u>Interested Directors and/or Major Shareholder of HKSB</u></p> <ul style="list-style-type: none"> Nik Mohd Fakhrozi Bin Nik Ahmad Kamal⁽²⁾ Ong Kok Lim⁽²⁾ <p>Nik Mohd Fakhrozi Bin Nik Ahmad Kamal and Ong Kok Lim are the directors and shareholders of Syarikat Raznik Construction Sdn Bhd</p>

Notes:

- (1) Each of the interested director and major shareholder holds 20% equity interest in Indah Asia Sdn Bhd.
- (2) Nik Mohd Fakhrozi Bin Nik Ahmad Kamal and Ong Kok Lim hold 22% and 30% equity interest in Syarikat Raznik Construction Sdn Bhd, respectively.

2.5 Amount due to and from the Related Party pursuant to the RRPTs

As at the LPD, there is no outstanding amount due and owing to the Related Parties by the Group which has exceeded the credit period.

The Group monitors all collections very closely and engages in constant discussions with our Related Parties for expeditious settlement of the outstanding payments. The Group does not impose interest or late payment charges on overdue amounts owing by or to the Related Parties, as they have continuously given their support to the Group and have been making payment of the outstanding receivables (if any).

Given the close monitoring and follow-up actions taken on all due collections, the Board is of the opinion that the amounts owing due from the Related Parties (if any) are recoverable as they are long-standing business partners and have proven to be credit-worthy debtors with no history of default.

2.6 Guidelines and Review Procedures for RRPT

Transactions with Related Parties will only be entered into under similar commercial terms for transactions with third parties, which depend on the demand and supply of the products and services, as well as their availability and pricing, level and quality of products and services.

Hartanah Group has put in place its Related Parties internal control policies and procedures to ensure that transactions with Related Parties are undertaken on transaction prices and terms that are not more favourable to the Related Parties than those generally available to the public and not to the detriment of the minority shareholders of the Company, and will be in the best interest of the Group.

Proper records will be maintained by each company within Hartanah Group to capture all transactions with Related Parties which are entered into pursuant to this Shareholders' Mandate. These records of transactions will also be made available to the internal and external auditors for their periodic reviews.

Hartanah Group has implemented the following methods and procedures to ensure proper identification, reporting and execution of RRPTs under the Proposed Shareholders' Mandate:

- i) The transaction prices, terms and conditions of purchases and sales will be determined by market forces, under similar commercial terms for transactions with third parties, which depend on the demand and supply of the products or services and subject to the availability of the products/services in the market;
- ii) Where possible or practical, at least two (2) other contemporaneous transactions with unrelated third parties for similar contract works, products/services and/or quantities will be used as a comparison to determine whether the prices 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 contract works, products/services and/or quantities;
- iii) In the event that the quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be determined based on Hartanah Group's normal business practices and policies (such as benchmarking analyses on the reasonableness of the profit margin in relation to the transactions) which is consistent with normal trade practices after taking into consideration factors such as, but not limited to, reliability of supply, delivery, quantity of products, the nature and complexity of the contract works, to ensure that the RRPT is not detrimental to Hartanah Group;
- iv) All transactions entered into pursuant to the Proposed Shareholders' Mandate will be reviewed by the Audit and Risk Management Committee ("ARMC") on a quarterly basis. In its review of such transactions, the ARMC may, as it deems fit, request additional information pertaining to the transactions from independent sources or advisers;
- v) The ARMC has and shall continuously assess the adequacy and appropriateness of the procedures, as and when required, with the authority to sub-delegate to individuals or committees within the Company as they deem appropriate;

- vi) Records will be maintained by the Company to document all RRPTs entered into pursuant to the Proposed Shareholders' Mandate to ensure that relevant approvals have been obtained and review procedures in respect of such transactions are adhered to;
- vii) Each Director is required to make full disclosures of any interest he or she may have in any business enterprise with an existing or proposed business relationship or transaction with the Group. Where any Directors or Person Connected with him/her has an interest (whether direct or indirect) in any RRPT, he/she will abstain from the Board's deliberation and voting on all matters pertaining to the RRPT and shall ensure that the Person Connected with him/her will also abstain from voting on the resolution approving the RRPT at the general meeting; and
- viii) It is the Company's policy to ensure that all of the Company's transactions, regardless of whether they are RRPTs or not, are carried out in the best interest of the Group.

2.7 Threshold for Approval of the RRPT

There are no specific thresholds for approval of RRPTs within the Group. All RRPTs will be monitored by the management, reviewed by the ARMC on a quarterly basis and approved by the Board with the recommendation from the ARMC. Where the RRPT has not obtained the shareholders' mandate or has exceeded the shareholders' mandate, an announcement shall be made to Bursa Securities. Our ARMC and the Board are aware of and will diligently ensure due compliance with all the prescribed requirements under Rule 10.09(1) of the Listing Requirements.

2.8 Statement by the ARMC

The ARMC, having seen and reviewed the procedures stated as set out in Section 2.6 of this Circular, is of the view that:

- i) the procedures are sufficient to ensure that the RRPTs are conducted at arm's length and in accordance with Hartanah Group's normal commercial terms, which are not more favourable to the Related Parties than those generally available to the public and not detrimental to the interests of the minority shareholders of Hartanah; and
- ii) the Hartanah Group has in place adequate procedures and processes to identify, monitor and track the RRPTs in a timely and orderly manner, and such procedures and processes are reviewed on a quarterly basis or whenever the need arises.

2.9 Disclosure in Annual Report 2025

The Company will make relevant disclosure in the Annual Report 2025 in respect of the Proposed Shareholders' Mandate and in the annual reports for subsequent years where the Proposed Shareholders' Mandate continues to be in force in accordance with Rule 3.1.5 of Guidance Note 8 of the Listing Requirements, which requires, among other things, a breakdown of the aggregate value of the RRPTs made during the financial year based on the following information:

- i) the type of RRPT made; and
- ii) the names of the Related Parties involved in each type of RRPT made and their relationship with the Group.

3. RATIONALE AND BENEFITS OF THE PROPOSED SHAREHOLDERS' MANDATE

It is envisaged that in the ordinary course of business, Hartanah Group will enter into transactions with various parties for the provision of goods and services at the best possible terms to meet the business needs of the Hartanah Group. It is therefore reasonable for the Hartanah Group to engage with the Related Parties rather than with other parties, to be assured of the availability and quality of the goods and services, as well as prompt delivery of the said goods and services.

Hartanah Group and the Related Parties have close cooperation and a good understanding of each other's business needs, and as such, provide a platform where all parties can enjoy synergistic benefits from entering into the RRPTs, which will be transacted at arm's length and on normal commercial terms.

Obtaining the shareholders' approval for the Proposed Shareholders' Mandate and its renewal on an annual basis will eliminate the need for the Company to convene separate general meetings on each occasion to seek shareholders' approval for Hartanah Group to enter into an RRPT. This will substantially reduce the costs associated with convening such general meetings, improve administrative efficiency and allow more time to be channelled towards attaining the corporate objectives of the Group. This will ultimately benefit Hartanah Group and our shareholders by enhancing the profitability and returns on shareholders' funds.

4. FINANCIAL EFFECTS OF THE PROPOSED SHAREHOLDERS' MANDATE

The Proposed Shareholders' Mandate will not have any effect on the issued and share capital of the Company and substantial shareholders' shareholdings of Hartanah, and is not expected to have any material effect on the earnings and net assets of Hartanah Group.

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

The following table summarises the direct and indirect interest of the interested Directors and/or Major Shareholders, and Persons Connected with them who are interested in the Proposed Shareholders' Mandate as at the LPD:

PARTICULARS	DIRECT		INDIRECT	
	No. of Shares	%	No. of Shares	%
Interested Directors and Major Shareholders				
Mr Seah Boon Tiat	126,812,100	20.454	93,355,000 ^(a)	15.057
Mr Seah Boon Kee	93,355,000	15.057	126,812,100 ^(b)	20.454
Mr Cheok Liam Fock	93,355,000	15.057	20,000 ^(c)	0.003
Interested Directors and/or Major Shareholders of HKSB				
Mr Ong Kok Lim	5,122,600	0.826	-	-
Mr Nik Mohd Fakhrozi Bin Nik Ahmad Kamal	-	-	-	-

Notes:

(a) Deemed interested by virtue of interest of his elder brother, Seah Boon Kee, in the Company pursuant to Section 8 of the Act.

(b) Deemed interested by virtue of interest of his younger brother, Seah Boon Tiat, in the Company pursuant to Section 8 of the Act.

(c) Deemed interested by virtue of interest of his sibling's shareholding in the Company.

Save as disclosed above, none of the Directors and/or Major Shareholders of the Company and Persons Connected to them have any interest, direct or indirect, in the Proposed Shareholders' Mandate.

Mr Seah Boon Tiat, Mr Cheok Liam Fock, Mr Seah Boon Kee, Mr Ong Kok Lim and Mr Nik Mohd Fakhrozi Bin Nik Ahmad Kamal (collectively, the "Interested Directors and/or Major Shareholders") will abstain from all Board deliberations and voting on the resolution in relation to the Proposed Shareholders' Mandate at the relevant Board meetings.

The Interested Directors and/or Major Shareholders will also abstain from voting in respect of the resolution for the Proposed Shareholders' Mandate that involves their interest at the AGM to be convened. The Interested Directors and/or Major Shareholders also undertake that they will ensure that the Persons Connected with them, if any, will abstain from voting in respect of the resolutions for the Proposed Shareholders' Mandate that involve their interests in the AGM to be convened.

6. APPROVAL REQUIRED

The Proposed Shareholders' Mandate is subject to the approval of our shareholders at the forthcoming AGM of the Company.

7. DIRECTORS' RECOMMENDATION

The Board, save for the Interested Directors and/or Major Shareholders, namely Mr Seah Boon Tiat, Mr Cheok Liam Fock and Mr Seah Boon Kee, after having considered all aspects of the Proposed Shareholders' Mandate, is of the opinion that the Proposed Shareholders' Mandate is in the best interest of the Company.

Accordingly, the Board, save for the Interested Directors and/or Major Shareholders, recommends that you vote in favour of this ordinary resolution pertaining to the Proposed Shareholders' Mandate at the forthcoming AGM.

8. AGM

The AGM of the Company, the notice of which is enclosed in the Annual Report 2025, will be held at Sheraton Kuching Hotel, No. 2, Jalan Padungan, 93100 Kuching, Sarawak, on Wednesday, 13 April 2026, at 9.00 a.m. for the purpose of considering and if thought fit, passing the ordinary resolution in relation to the Proposed Shareholders' Mandate.

If you are unable to attend and vote in person at the forthcoming AGM, you are requested to complete, sign and return the Form of Proxy in accordance with the instructions therein as soon as possible and in any event to arrive at the Registered Office of the Company not less than 48 hours before the time set for the forthcoming AGM. The completion and return of the Form of Proxy will not preclude you from attending and voting in person should you subsequently decide to do so.

9. FURTHER INFORMATION

You are requested to refer to Appendix A for further information.

Yours faithfully,
For and on behalf of the Board of
HARTANAH KENYALANG BERHAD

DATIN JOSEPHINE ANAK HILARY DOM @ JOSEPHINE JOHN
Independent Non-Executive Chairperson

FURTHER INFORMATION**1. Responsibility Statement**

This Circular has been seen and approved by the Directors of Hartanah, who collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after making reasonable enquiries and to the best of their knowledge and belief, there are no other facts whereby the omission of which would make any statement herein misleading.

2. Material Litigation

As at the date of this Circular, the Group is not engaged in any material litigation, arbitrations or claims either as plaintiff or defendant, and the Directors of Hartanah do not have any knowledge of any proceedings pending or threatened against the Group, or of any facts likely to give rise to any proceedings which might materially and adversely affect the financial position or business of the Group.

3. Material Contracts

Save as disclosed below, there were no other material contracts, not being contracts entered into in the ordinary course of business, within the past two (2) years immediately preceding the date of this Circular:

- (a) Share sale agreement dated 18 October 2024 between Hartanah and Seah Boon Tiat, Choy Mui Seng @ Chai Mui Seng, Seah Boon Kee, Cheok Liam Fock, Yeo Kwang Min and Wong Ping Eng, in relation to the acquisition of the entire equity interest in HCSB by Hartanah, for a purchase consideration of RM24,954,950.00, satisfied in full by an allotment and issuance of 499,099,000 new ordinary shares in Hartanah of RM0.05 each, credited as fully paid-up and raking pari-passu in all respects with the existing shares in Hartanah, which was completed on 8 April 2025; and
- (b) Underwriting agreement dated 10 April 2025 between Hartanah and TA Securities for the underwriting of 49,600,000 ordinary shares in Hartanah ("**Underwritten Shares**") in relation to the initial public offering and the listing of and quotation for the entire enlarged issued ordinary shares of Hartanah on the ACE Market of Bursa Securities, with an underwriting commission of 2.25% of the total value of the Underwritten Shares (or RM178,560.00), fully satisfied by cash.

4. Documents Available for Inspection

Copies of the following documents are available for inspection at the Registered Office of the Company at E289, 1st Floor, Block E iCom Square, Jalan Pending, 93450 Kuching, Sarawak, during normal business hours from Mondays to Fridays (excluding public holidays) for the period commencing from the date of this Circular to the date of the forthcoming AGM:

- (i) the Constitution of Hartanah;
- (ii) the material contracts referred to in Section 3 of Appendix A of this Circular;
- (iii) the audited combined financial statements of Hartanah for the financial year ended 31 October 2024; and
- (iv) the audited consolidated financial statements of Hartanah for the financial year ended 31 October 2025.