



ECA INTEGRATED SOLUTION BERHAD
Registration No. 202101031471 (1431771-P)

NOTICE OF FIFTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fifth Annual General Meeting ("5th AGM") of ECA Integrated Solution Berhad ("Company") will be held at Iconic 1-2, Level 7, Iconic Hotel Penang, 71, Jalan Icon City, Bukit Mertajam, 14000 Penang, Malaysia on Tuesday, 17 March 2026 at 9.00 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the following resolutions:

A G E N D A

Ordinary Business:

1. To receive the Audited Financial Statements for the financial year ended 31 October 2025 together with Reports of the Directors' and the Auditors' thereon.
2. To note the retirement of Puan Zariner binti Ismail as Director who is not seeking for re-election in accordance with Clause 95 of the Constitution of the Company.
3. To re-elect Puan Masleena binti Zaid as Director in accordance with Clause 95 of the Constitution of the Company.
4. To re-elect Ms. Mary Low Shwee Hoon as Director in accordance with Clause 102 of the Constitution of the Company.
5. To approve the payment of Directors' fees and benefits payable to the Non-Executive Directors of the Company and its subsidiaries up to an aggregate amount of RM400,000.00 per annum until the next Annual General Meeting of the Company.
6. To re-appoint Messrs Nexia SSY PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.

Please refer to Explanatory Note 1
Please refer to Explanatory Note 2
Ordinary Resolution 1
Ordinary Resolution 2
Ordinary Resolution 3
Ordinary Resolution 4

Special Business:

To consider and, if thought fit, to pass the following resolutions:

7. AUTHORITY UNDER SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 FOR THE DIRECTORS TO ALLOT SHARES OR GRANT RIGHTS **Ordinary Resolution 5**

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Directors be and are hereby empowered to allot and issue shares in the Company, at any time, at such price, upon such terms and conditions, for such purpose and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total issued shares/total number of voting shares of the Company (excluding treasury shares) at the time of issue. THAT pursuant to Section 85 of the Companies Act 2016, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued Company's shares arising from any issuance of new Company's shares pursuant to Sections 75 and 76 of the Companies Act 2016. THAT the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad ("Bursa Securities") and THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

8. PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE") **Ordinary Resolution 6**

"THAT subject to the provisions of the ACE Market Listing Requirements of Bursa Securities, approval be and is hereby given to the Company and its subsidiaries ("ECA Group") to enter into all arrangements and/or transactions involving the interest of Directors, major shareholders or persons connected with the Directors and/or major shareholders of ECA Group as specified in the Circular to Shareholders dated 16 February 2026 provided that such transactions are:
(a) undertaken in the ordinary course of business at arm's length basis and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public;
(b) necessary for the day-to-day operations; and
(c) not to the detriment of the minority shareholders of the Company.
THAT such approval shall continue to be in force until:
(a) the conclusion of the next Annual General Meeting of the Company at which it will lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed; or
(b) the expiration of the period within which the next Annual General Meeting after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
(c) revoked or varied by resolution passed by the shareholders in a general meeting.
whichever is earlier;
AND THAT the Directors of the Company be hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed Renewal of Shareholders' Mandate."

9. To transact any other business that may be transacted at an annual general meeting of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

BY ORDER OF THE BOARD

CHIN WAI YI
(MAICSA 7069783) (SSM PC No. 202008004409)
Company Secretary

Kuala Lumpur
Date: 16 February 2026

Explanatory Notes on Ordinary and Special Businesses:

- 1. Item 1 of the Agenda**
Agenda item no. 1 is meant for discussion only as the provisions of Section 340 of the Companies Act 2016 does not require a formal approval of shareholders for the Audited Financial Statements. Hence, this item on the Agenda is **not put forward for voting**.
- 2. Item 2 of the Agenda**
Puan Zariner binti Ismail is due to retire at the 5th AGM pursuant to Clause 95 of the Constitution of the Company. Puan Zariner binti Ismail has informed the Board of her intention on not to seek for re-election at the 5th AGM, hence she will retain office until the conclusion of the 5th AGM and retire in accordance with Clause 95 of the Constitution of the Company.
- 3. Items 3 and 4 of the Agenda**
The Nomination and Remuneration Committee ("NRC") have considered the performance and contribution of each of the retiring Directors and have also assessed the independence of the Independent Non-Executive Directors seeking for re-election. Based on the results of the Board Evaluation conducted for the financial year ended 31 October 2025, the performance of each of the retiring Directors was found to be satisfactory. In addition, each of the retiring Directors had provided their annual declaration/confirmation on their fitness and propriety as well as independence, where applicable. Based on the recommendation of the NRC, the Board supports the re-election of the Directors based on the following justifications:
Puan Masleena binti Zaid : The Board is of the view that Puan Masleena binti Zaid's expertise in corporate, commercial and company law provides a strong addition to the skill sets on the Board. She fulfils the requirement of independence set out in the ACE Market Listing Requirements of Bursa Securities and remains objective and independent in expressing her view and participating in Board's deliberation and decision-making process.
Puan Masleena binti Zaid has exercised her due care and carried out her professional duties proficiently during her tenure as Independent Non-Executive Director of the Company.
Ms. Mary Low Shwee Hoon : Ms. Mary Low Shwee Hoon possesses over 20 years of diverse experience spanning corporate banking, private wealth management, strategic advisory, and family office operations. The Board believes that her expertise adds significant value to the skills set on the Board.
The Board endorsed the NRC's recommendation that the above Directors who retire in accordance with Clauses 95 and 102 of the Constitution, are eligible to stand for re-election. The retiring Directors had abstained from deliberations and decisions on their own eligibility and suitability on their re-election at the relevant Board meetings. The profiles of these Directors are set out in the Company's Annual Report for the financial year ended 31 October 2025.
- 4. Item 7 of the Agenda**
The Ordinary Resolution 5 proposed under item 7 of the Agenda is to seek the shareholders' approval of a new general mandate for issuance of shares by the Company under Sections 75 and 76 of the Companies Act 2016. The mandate, if passed, will provide flexibility for the Company and empower the Directors to allot and issue new shares speedily in the Company up to an amount not exceeding in total ten per centum (10%) of the issued share capital of the Company for purpose of funding the working capital or strategic development of the Group. This would eliminate any delay arising from and cost involved in convening a general meeting to obtain approval from the shareholders for such issuance of shares. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next Annual General Meeting of the Company. The waiver of pre-emptive rights pursuant to Section 85 of the Companies Act 2016 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 new shares to all the existing shareholders of the Company prior to issuance of new shares in the Company under the general mandate.
- 5. Item 8 of the Agenda**
The proposed Ordinary Resolution 6, if passed, will enable ECA Group to enter into recurrent related party transactions in the ordinary course of business and the necessity to convene separate general meetings from time to time to seek shareholders' approval as and when such recurrent related party transactions occur would not arise. This would reduce substantial administrative time, inconvenience and expenses associated with the convening of such meetings, without compromising the corporate objectives of the Company or adversely affecting the business opportunities available to the Company. The shareholders' mandate is subject to renewal on an annual basis. Please refer to the Circular to Shareholders dated 16 February 2026 for further information.

Notes:

1. The 5th AGM of the Company will be held at Iconic 1-2, Level 7, Iconic Hotel Penang, 71, Jalan Icon City, Bukit Mertajam, 14000 Penang, Malaysia on Tuesday, 17 March 2026 at 9.00 a.m. or at any adjournment thereof. Shareholders of the Company are required to register for the 5th AGM not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.
2. A member of the Company who is entitled to attend, speak and vote at this 5th AGM may appoint a proxy to attend, speak and vote on his/her behalf. A proxy may but need not be a member of the Company, and a member may appoint any person to be his/her proxy without limitation.
3. Where a member appoints more than one (1) proxy to attend and vote at the same 5th AGM, the appointment shall be invalid unless he/she specifies the proportion of his/her holdings to be represented by each proxy.
4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depository) Act, 1991 ("SICDA"), he/she may appoint one (1) proxy in respect of each security account it holds with ordinary shares of the Company standing to the credit of the said security account.
5. Where a member of the Company is an exempt authorised nominee holding 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 SICDA who is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
6. The instrument appointing a proxy shall be in writing by the appointer or an attorney duly authorised in writing or, if the appointer is a corporation, whether under its seal or by an officer or attorney duly authorised.
7. The instrument appointing either a proxy, a power of attorney or other authorities, where it is signed or certified by a notary as a true copy shall be deposited at the registered office of the Company, Gap Advisory Sdn. Bhd. at E-10-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia or email to is.shareregistry@gapadvisory.my not less than forty-eight (48) hours before the time appointed for holding the 5th AGM (no later than 15 March 2026 at 9.00 a.m.) or at any adjournment thereof, and in default the instrument of proxy shall not be treated as valid.
8. The right of foreigners to vote in respect of deposited securities is subject to Sections 41(1)(e) and 41(2) of the Securities Industry (Central Depositories) Act, 1991; the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996 and the Constitution of the Company.
9. In respect of deposited securities, only members whose names appear in the Record of Depositors on 10 March 2026 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at this 5th AGM.
10. Any alteration in the Proxy Form must be intialled.
11. Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Securities, all the resolutions set out in the Notice of 5th AGM will be put to the vote by poll.

Personal data privacy:

- By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 5th AGM and/or any adjournment thereof, a member of the Company:
- (i) consents to the collection, use and disclose 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 5th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 5th AGM (including any adjournment thereof), and in order for the Company (or its agent) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes");
 - (ii) warrants that the member has obtained the prior consent of such 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 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.