

Notice of 61st Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Sixty-First (“61st”) Annual General Meeting (“AGM”) of the Company will be held at **The Avenue, Level 3, KMI Kuala Terengganu Medical Centre, Lot 3963, Jalan Sultan Mahmud, 20400 Kuala Terengganu, Terengganu on Monday, 22 June 2026 at 11.00 a.m.**, or at any adjournment thereof, for the purpose of considering and if thought fit, passing the following business with or without modifications:

AGENDA

ORDINARY BUSINESS

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| 1. | To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and the Auditors thereon. | Please refer to Explanatory Note 1 |
| 2. | To re-elect the following Directors who retire in accordance with Clause 119 of the Constitution of the Company and being eligible, offer themselves for re-election: - | |
| 2.1 | Dato’ Haji Burhanuddin Hilmi bin Mohamed @ Harun | Ordinary Resolution 1 |
| 2.2 | Dr Norhasiza binti Mat Jusoh | Ordinary Resolution 2 |
| 3. | To approve the payment of Directors’ Fees up to an amount of RM765,917.00 for the period from 1 July 2026 until 30 June 2027. | Ordinary Resolution 3 |
| 4. | To approve the payment of Directors’ Benefits to the Non-Executive Directors up to an amount of RM1,337,685.00 for the period from 1 July 2026 until 30 June 2027. | Ordinary Resolution 4 |
| 5. | To re-appoint Ernst & Young PLT as Auditors of the Company for the financial year ending 31 December 2026 and to authorise the Directors to fix their remuneration. | Ordinary Resolution 5 |

SPECIAL BUSINESS

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

6. **Authority to Issue Shares Pursuant to Sections 75 and 76 of the Companies Act, 2016 (“the Act”)**
- “THAT subject always to the Act, the Constitution of the Company and approvals from Bursa Malaysia Securities Berhad (“Bursa Securities”) and any other Governmental/Regulatory Authorities, where such approval is necessary, authority 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 at any time and upon such terms and conditions and for such purposes as the Directors of the Company 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 of the Company be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Securities AND FURTHER THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company.”
- Ordinary Resolution 6**

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7. Proposed Renewal of Existing Shareholders' Mandates for Recurrent Related Party Transactions of a Revenue or Trading Nature

"THAT, subject always to the Act, the Constitution of the Company and the Main Market Listing Requirements ("MMLR") of Bursa Securities, approval be and is hereby given to the Company and/or its subsidiaries (the Group) to enter into all transactions involving the interests of Directors, major shareholders or persons connected with Directors and/or major shareholders of the Group (Related Parties) as described in the Part A and Part B of the Circular to Shareholders dated 28 April 2026 (Recurrent RPTs) provided that such transactions are:-

- (i) recurrent transactions of a revenue or trading nature;
- (ii) necessary for the day-to-day operations;
- (iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (iv) are not to the detriment of the minority shareholders.

(RRPT Mandates).

AND THAT such approval shall continue to be in force until: -

- (a) the conclusion of the next AGM of the Company, at which time it will lapse, unless by a resolution passed at that meeting, the authority is renewed; or
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340 of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by shareholders in a general meeting

AND FURTHER THAT the Directors of the Company be and are hereby authorised to complete and do all such acts, deeds and things as they may consider expedient or necessary (including executing all such documents as may be required) to give effect to the Proposed Renewal of Existing Shareholders' Mandates."

Ordinary Resolution 7

8. Proposed to Build and Sublease Land Owned by Tawau Healthcare Sdn. Bhd. through development of an Extension of Five (5) Storey Hospital Building of 59 Beds for KMI Tawau Medical Centre Sdn. Bhd. ("Project")

"THAT, subject to fulfilment of the conditions precedent and approvals of all relevant authorities and/or parties (where required) being obtained, approval be and is hereby given to the Company and/or its subsidiaries (the Group) to enter into an Agreement to Build and Sublease ("ATBSL") with Tawau Healthcare Sdn. Bhd. ("THSB") (Company No. 200901041269 (884419-D)) for the purpose of building and subleasing the land owned by THSB through development of an extension of five (5) storey hospital building of 59 Beds for KMI Tawau Medical Centre Sdn. Bhd. ("KMITMC") (Company No. 202101010833 (1411132-A)), a subsidiary of Kumpulan Medic Iman Sdn. Bhd. ("KMI") (Company No. 201301032521 (1062350-H)) in accordance with the terms and conditions of the ATBSL dated 14 April 2026 as described in the Circular to Shareholders dated 28 April 2026.

AND THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things and to execute, sign and deliver on behalf of the Company all such documents and/or agreements the Directors may deem necessary and/or expedient to finalise, implement and to give full effect to complete the ATBSL including without limitation, with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities and/or parties in connection with the ATBSL."

Ordinary Resolution 8

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

BY ORDER OF THE BOARD

Wan Muhammad Akmal bin Wan Zawawi

(MACS 01702)

(SSM PC No. 201908000307)

Company Secretary

Kuala Terengganu

Dated: 28 April 2026

Notes:-

- A Member of the Company entitled to attend and vote at the meeting is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a Member of the Company. A Member shall appoint not more than two (2) proxies to attend and vote instead of the Member at the general meeting, provided that the Member specifies the proportion of the Member's shareholdings to be represented by each proxy.
- Where a Member is an Authorised Nominee, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each Securities Account it holds to which shares in the Company standing to the credit of the said account.
- Where a Member of the Company is an Exempt Authorised Nominee which holds Deposited Securities 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.
- Pursuant to Paragraph 8.29(A)(1) of the MMLR of Bursa Securities, all resolutions set out on the Notice of 61st AGM will be put to vote by poll. Poll Administrator and Independent Scrutineer will be appointed to conduct the polling/e-polling process and verify the results of the poll respectively.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, either under its common seal, or under the hand of two (2) authorised officers, one of whom shall be a Director or of its attorney duly authorised in writing. The Directors may but shall not be bound to require evidence of any such attorney or officer.
- The original signed instrument appointing a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative must be deposited at the office of the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan or alternatively, Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Wilayah Persekutuan **not less than 48 hours before the time of holding the AGM.**
- For the purpose of determining a Member who shall be entitled to attend and vote at the 61st AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Section 34(1) of the Securities Industry (Central Depositories) Act 1991 to issue a General Meeting Record of Depositors as at 15 June 2026. **Only a depositor whose name appears on the Record of Depositors as at 15 June 2026 shall be entitled to attend the said AGM or appoint proxies to attend and vote in his/her stead.**

EXPLANATORY NOTES TO THE AGENDA: -

Item 1 of the Agenda

This item is meant for discussion only. The provisions of Section 340 (1) of the Act require that the Audited Financial Statements and the Reports of the Directors and Auditors thereon be laid before the Company at its AGM. As such, this Agenda item is not a business which requires a resolution to be put forward for voting.

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Item 2 of the Agenda – Ordinary Resolutions 1 and 2

Clause 119 of the Constitution of the Company provides that an election of Directors shall take place each year. At the first AGM of the Company, all the Directors shall retire from office, and at the AGM in every subsequent year, 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 from office and be eligible for re-election PROVIDED ALWAYS that all Directors including Managing Director shall retire from office at least once every three (3) years but shall be eligible for re-election. A retiring Director shall retain office until the close of the general meeting at which he retires.

Dato' Haji Burhanuddin Hilmi bin Mohamed @ Harun and Dr Norhasiza binti Mat Jusoh are standing for re-election as Directors and being eligible, have offered themselves for re-election. The profiles of Dato' Haji Burhanuddin Hilmi bin Mohamed @ Harun and Dr Norhasiza binti Mat Jusoh are set out in the Profiles of the Board of Directors on pages 73 and 77 of the Company's Integrated Annual Report 2025 respectively.

The Board, through Nomination and Remuneration Committee ("NRC") has accessed Dato' Haji Burhanuddin Hilmi bin Mohamed @ Harun and Dr Norhasiza binti Mat Jusoh and recommended both of them for re-election at the forthcoming 61st AGM.

Item 3 and 4 of the Agenda – Ordinary Resolutions 3 and 4

Section 230 (1) of the Act provides amongst others, that "the fees" of the Directors and "any benefits" payable to the Directors shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the 61st AGM on the Directors' Fees and Benefits in two (2) separate resolutions.

The payment of the Directors' Fees for the period from 1 July 2026 until 30 June 2027 will only be made if the proposed Ordinary Resolution 3 has been approved at the 61st AGM of the Company.

In determining the estimated total amount of Directors' Benefits, the Board had considered various factors which include, amongst others, the number of scheduled and Special Board meetings, scheduled and Special Board Committee meetings as well as the number of Non-Executive Directors involved in these meetings.

The estimated sum of RM1,337,685.00 is for Directors' Benefits for the period from 1 July 2026 until 30 June 2027. The payment of the Directors' Benefits will be made on monthly basis and/or as and when incurred if the proposed Ordinary Resolution 4 has been passed at the 61st AGM. The Board is of the view that it is fair and equitable for the Directors to be paid on a monthly basis and/or as and when incurred, given that they have duly discharged their duties and responsibilities and provided their services to the Company throughout the said period.

Item 5 of the Agenda – Ordinary Resolution 5

The Board at its meeting held on 23 April 2026 endorsed for the re-appointment of Ernst & Young PLT as External Auditors of the Company for the financial year ending 31 December 2026 be presented to the shareholders for approval. Based on the annual assessment conducted by the Audit Committee of the Company on suitability, independence, objectivity and performance of external auditors, Ernst & Young PLT has met the criteria prescribed by Paragraph 15.21 of the Bursa Securities.

Item 6 of the Agenda – Ordinary Resolution 6

Authority to Issue Shares pursuant to Sections 75 and 76 of the Act

The Company had in its 60th AGM held on 17 June 2025, obtained its Shareholders' approval for the renewal of the general mandate for the issuance of shares pursuant to Sections 75 and 76 of the Act.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last AGM held on 17 June 2025 and will lapse at the conclusion of the 61st AGM.

The proposed Ordinary Resolution 6 is a renewal of the mandate to issue shares under Sections 75 and 76 of the Act. If passed, it will allow the Directors of the Company, from the date of the above AGM, authority to issue and allot shares from the unissued capital of the Company but not exceeding 10% of the issued share capital 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.

A renewal for the said mandate is sought to avoid any delay and cost involved in convening such a general meeting. Should the mandate be exercised, the Directors will utilise the proceeds raised for funding current and/or future investment projects, working capital, acquisition, issuance of shares as settlement of purchase consideration and/or such other applications they may in their absolute discretion deem fit.

Item 7 of the Agenda – Ordinary Resolution 7

Proposed Renewal of Shareholders' Mandates

The proposed Ordinary Resolution 7, if passed, will provide a mandate for the Company and/or its subsidiaries to enter into the Recurrent Related Party Transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations, subject to the transactions being in the ordinary course of business and 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 the Company.

These mandates shall lapse at the conclusion of the next AGM unless authority for the renewal is obtained from the shareholders of the Company at a general meeting.

Please refer to Part A and Part B of the Circular to Shareholders dated 28 April 2026 on the Proposed Renewal of Shareholders' Mandates for further information.

Item 8 of the Agenda – Ordinary Resolution 8

Proposed to Build and Sublease Land Owned by Tawau Healthcare Sdn. Bhd. through development of an Extension of Five (5) Storey Hospital Building of 59 Beds for KMI Tawau Medical Centre Sdn. Bhd. ("Project")

The proposed Ordinary Resolution 8 is to give authority to the subsidiary of the Company to enter into an Agreement to Build and Sublease ("ATBSL") with Tawau Healthcare Sdn. Bhd. ("THSB") (Company No. 200901041269 (884419-D)) for the purpose of building and subleasing the land owned by THSB through development of an extension of five (5) storey hospital building of 59 Beds for KMI Tawau Medical Centre Sdn. Bhd. ("KMITMC") (Company No. 202101010833 (1411132-A)), a subsidiary of Kumpulan Medic Iman Sdn. Bhd. ("KMI") (Company No. 201301032521 (1062350-H)) in accordance with the terms and conditions of the ATBSL dated 14 April 2026 as described in the Circular to Shareholders dated 28 April 2026.