

THIS STATEMENT 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 any other professional adviser immediately.

Bursa Malaysia Securities Berhad (“Bursa Securities”) has not perused this Statement prior to its issuance as it is an exempt document pursuant to Practice Note 18 of the Main Market Listing Requirements of Bursa Securities.

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TSH RESOURCES BERHAD

Registration no. 197901005269 (49548-D)

(Incorporated in Malaysia)

**STATEMENT IN RELATION TO
PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK**

The resolution in respect of the above proposal will be tabled as a special business at the Forty-Sixth Annual General Meeting (“46th AGM”) of our Company to be held at Ballroom 2, LG Level, Petaling Jaya Marriott Hotel, 13, Section 16/11, Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 20 May 2026 at 10.00 a.m..

Notice of the 46th AGM together with the Proxy Form, Administrative Guide and this Statement are available on our Company’s website at [https://www.tsh.com.my/investor relations](https://www.tsh.com.my/investor%20relations).

A member of our Company who is entitled to attend and vote at the meeting, can appoint not more than two proxies to attend and vote in his stead. Where a member appoints two proxies, the appointments shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy. A proxy may but need not be a member of our Company. If no names are inserted in the space for the name of proxy, the Chairman of the meeting will act as proxy.

If our members wish to appoint a proxy to attend and vote on their behalf at the 46th AGM, they may deposit the duly completed and signed Proxy Form at the office of our Company’s share registrar and poll administrator, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not later than 48 hours before the time appointed for holding this meeting or adjourned meeting. Alternatively, our members may lodge their Proxy Form electronically through Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not later than 48 hours before the time appointed for holding this meeting or adjourned meeting. Please refer to the Administrative Guide for the procedures relating to lodgement of Proxy Form and revocation of proxy.

Last date and time for lodging Proxy Form : Monday, 18 May 2026 at 10.00 a.m.

Date and time of the 46th AGM : Wednesday, 20 May 2026 at 10.00 a.m.

This Statement is dated 21 April 2026

DEFINITIONS

Unless where the context otherwise requires, the following definitions shall apply throughout this Statement:

“Act”	: Companies Act 2016, as amended from time to time including any re-enactment thereof
“AGM”	: Annual General Meeting
“Board”	: The Board of Directors of TSH
“Bursa Securities”	: Bursa Malaysia Securities Berhad
“Director(s)”	: The directors of TSH, and shall have the same meaning given in Section 2(1) of the Capital Markets and Services Act 2007
“EPS”	: Earnings per share
“Listing Requirements”	: Bursa Securities Main Market Listing Requirements including any amendments to the same that may be made from time to time
LPD	31 March 2026, being the latest practicable date prior to printing of this Statement
“NA”	: Net assets attributable to ordinary equity holders of TSH
“Prevailing Laws”	: Any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities including but not limited to the Listing Requirements
“Proposed Renewal of Share Buy-Back Authority” or “Proposed Share Buy-Back”	: Proposal to enable TSH to purchase and hold its own shares of up to ten percent (10%) of its issued share capital at any point in time
“Purchased Shares”	: TSH Shares purchased pursuant to the Proposed Share Buy-Back
“Rules”	: Rules on Take-Overs, Mergers and Compulsory Acquisitions 2016 as amended from time to time including any re-enactment thereof
“Substantial Shareholders”	: Meaning given in Section 136 of the Act
“TSH” or “our Company”	: TSH Resources Berhad
“TSH Group” and “our Group”	: TSH and its subsidiaries
“TSH Shares” or “shares”	: Ordinary shares in TSH
“Share Buy-Back Statement” or “this Statement”	Statement in relation to the Proposed Renewal of Share Buy-Back Authority

Currencies

"RM" and "sen" : Ringgit Malaysia and sen respectively

In this Statement, words importing the singular shall, where applicable, include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Reference to persons shall include corporations, unless otherwise specified.

Any reference in this Statement to any statutes, rules, regulations, enactments or rules of stock exchange is a reference to such statutes, rules, regulations, enactments or rules of stock exchange that are currently in force and as may be amended from time to time and any re-enactment thereof.

Any reference to a time of day and date in this Statement shall be a reference to Malaysian time of day and date, unless otherwise specified.

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1. INTRODUCTION

At the 45th AGM held on 21 May 2025, our Company had obtained shareholders' approval for our Company to purchase and hold up to a maximum of 10% of its total issued share capital at any point in time.

The above-mentioned authorisation will lapse at the conclusion of our Company's forthcoming 46th AGM scheduled for 20 May 2026, unless it is renewed.

On 25 February 2026, our Company announced that it will seek shareholders' approval for the Proposed Renewal of Share Buy-Back Authority at the forthcoming 46th AGM.

The purpose of this Statement is to provide shareholders with details of the Proposed Renewal of Share Buy-Back Authority and to seek their approval for the ordinary resolution pertaining thereto, which will be tabled as special business at our Company's forthcoming 46th AGM.

2. DETAILS OF THE PROPOSED SHARE BUY-BACK

Our Company proposes to seek shareholders' approval for a renewal of the authority to purchase and hold up to 10% of its total issued share capital at any point in time, subject to the Act, Listing Requirements and any Prevailing Laws, rules, regulations and guidelines issued by the relevant authorities at the time of purchase through its appointed stockbroker, which had previously been approved by Bursa Securities.

For illustration purposes, the maximum number of TSH Shares that may be purchased by our Company based on its issued share capital and the number of treasury shares held as at the LPD are as follows:

	<u>No. of shares</u>
Issued share capital	<u>1,281,802,509</u>
Proposed Share Buy-Back (10% thereof)	128,180,250
Less: Number of shares bought back and held as treasury shares	(26,427,900)
Maximum number of shares that may be further bought back from the market	<u>101,752,350</u>

The authority for the Proposed Share Buy-Back will take effect immediately upon approval of the ordinary resolution and will remain valid until the conclusion of our Company's next AGM, unless it is earlier revoked or varied by an ordinary resolution passed at a general meeting.

Set out below are the details of the Proposed Share Buy-Back:

2.1. Funding

A sum of not exceeding our Company's audited retained profits will be allocated for the Proposed Share Buy-Back. Based on the latest audited financial statements as at 31 December 2025, our Company's retained profits amounted to RM271,190,000.

The Proposed Share Buy-Back will allow our Company to exercise the power to purchase and hold its own shares at any time within the abovementioned validity period using the internally generated funds of our Company and/or bank borrowings. The actual number of shares to be purchased and held will depend on the prevailing equity market conditions and sentiments as

well as the retained profits, financial resources and bank borrowings as well as the repayment capabilities of our Company at the time of purchase(s). In the event that our Company decides to utilise bank borrowings to finance the Proposed Share Buy-Back, it will ensure that it has sufficient financial capability to repay the bank borrowings and that the bank borrowings are not expected to have a material impact on the cash flows of our Company.

2.2. Treatment of Purchased Shares

The TSH Shares purchased by our Company will be dealt with by the Directors in accordance with Section 127 of the Act, in the following manner:

- (a) cancel the shares so purchased; or
- (b) retain the shares so purchased as treasury shares and held by our Company; or
- (c) retain part of the shares so purchased as treasury shares and cancel the remainder; or
- (d) distribute the treasury shares as dividends to our shareholders and/or resell them on Bursa Securities and/or cancel all or part of them; or
- (e) transfer all or part of the treasury shares for the purposes of an employees' share scheme and/or as purchase consideration; or

in any other manner as prescribed by the Act, rules, regulations and guidelines pursuant to the Act, the Listing Requirements and other relevant guidelines issued by Bursa Securities and any other relevant authority for the time being in force.

While the Purchased Shares are held as treasury shares, the rights attached to them in relation to voting, dividends and participation in other distribution and otherwise are suspended, and the Purchased Shares shall not be taken into account in calculating the number or percentage of shares or of a class of shares in our Company for any purposes including substantial shareholdings, takeovers, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on a resolution at a meeting.

2.3. Purchase Price

Our Company may only purchase its own shares on Bursa Securities at a price which is not more than 15% above the weighted average market price of TSH Shares for the five market days immediately before the date of the purchase(s).

2.4. Resale or Transfer Price

Our Company may only resell the Purchased Shares held as treasury shares or transfer the treasury shares pursuant to Section 127(7) of the Act at:

- (a) a price which is not less than the weighted average market price of TSH Shares for the five market days immediately before the resale or transfer; or
- (b) a discounted price of not more than 5% to the weighted average market price of TSH Shares for the five market days immediately before the date of resale or transfer provided that:
 - (i) the resale or transfer takes place not earlier than 30 days from the date of purchase; and
 - (ii) the resale or transfer price is not less than the cost of purchase of the shares being resold or transferred.

2.5. Public Shareholding Spread

The public shareholding spread of our Company as at the LPD is 55.66% held by 7,897 public shareholders. Assuming that the Proposed Share Buy-Back is implemented up to 10% of the issued share capital our Company, the public shareholding spread of our Company is expected to be at 51.73%.

Notwithstanding the above, our Board, in implementing the Proposed Share Buy-Back, will be mindful in ensuring that the minimum public shareholding spread of 25% is met and maintained.

2.6. Potential Advantages and Disadvantages of the Proposed Share Buy-Back

The Proposed Share Buy-Back will reduce the financial resources of our Company. As a result, our Company may forgo other investment opportunities that may arise in the future and may also experience a reduction in the financial resources available for distribution to shareholders in the form of cash dividends.

However, the financial resources of our Company will increase upon the resale of the Purchased Shares that are held as treasury shares, at prices higher than the purchase price. Our Board undertakes to buy back TSH Shares only after due consideration of the potential impact on our Group's earnings and financial position, and only if it is of the opinion that such buy-back would be in the best interests of our Company.

2.7. Implications relating to the Rules

The Proposed Share Buy-Back may trigger an obligation by our substantial shareholders and/or persons acting in concert with them to undertake a mandatory offer under the Rules.

Nevertheless, our Board will be mindful of the potential implications under the Rules. In the event that the Proposed Share Buy-Back is expected to trigger an obligation to undertake a mandatory offer, which arises from actions outside the Board's direct participation, the affected parties shall apply to the Securities Commission for an exemption from undertaking such a mandatory offer under the Rules prior to any share buy-back.

2.8. Purchases of shares and resale, transfers and/or cancellations of treasury shares made in the previous 12 months

During the previous 12 months up to the LPD, our Company had purchased 82,757,700 of its issued shares from the open market and retained as treasury shares. Details of the TSH Shares bought back are set out below:

Date of Purchase	No. of TSH Shares Purchased & Retained as Treasury Shares	Lowest Purchase Price per TSH Share (RM)	Highest Purchase Price per TSH Share (RM)	Average Price per TSH Share (RM)	Total Consideration (RM)(including transaction cost)
02/04/2025	330,000	1.180	1.200	1.198	395,500.60
03/04/2025	290,000	1.180	1.200	1.198	347,356.49
04/04/2025	360,000	1.170	1.190	1.183	425,870.54
07/04/2025	1,600,000	1.060	1.140	1.084	1,734,442.15
08/04/2025	700,000	1.050	1.090	1.070	748,718.36
09/04/2025	1,400,000	1.000	1.050	1.039	1,454,803.54
10/04/2025	1,200,000	1.070	1.100	1.087	1,304,333.92
11/04/2025	860,000	1.070	1.090	1.086	933,613.18

Date of Purchase	No. of TSH Shares Purchased & Retained as Treasury Shares	Lowest Purchase Price per TSH Share (RM)	Highest Purchase Price per TSH Share (RM)	Average Price per TSH Share (RM)	Total Consideration (RM)(including transaction cost)
14/04/2025	1,200,000	1.090	1.120	1.111	1,333,243.36
15/04/2025	500,000	1.100	1.120	1.121	560,711.16
16/04/2025	680,000	1.090	1.120	1.114	757,229.19
17/04/2025	500,000	1.080	1.100	1.097	548,585.30
18/04/2025	320,000	1.090	1.110	1.109	354,860.42
21/04/2025	230,000	1.090	1.100	1.101	253,179.47
22/04/2025	250,000	1.090	1.090	1.098	274,489.75
23/04/2025	800,000	1.090	1.100	1.098	878,218.42
24/04/2025	350,000	1.090	1.090	1.098	384,285.45
25/04/2025	1,100,000	1.090	1.100	1.097	1,206,654.15
28/04/2025	850,000	1.090	1.100	1.097	932,422.91
29/04/2025	560,000	1.090	1.100	1.097	614,358.72
30/04/2025	220,000	1.090	1.090	1.098	241,550.74
02/05/2025	480,000	1.090	1.100	1.100	527,800.83
05/05/2025	600,000	1.090	1.100	1.097	658,181.52
06/05/2025	100,000	1.090	1.090	1.098	109,795.70
07/05/2025	1,880,000	1.090	1.110	1.104	2,074,692.69
08/05/2025	50,000	1.090	1.090	1.099	54,952.85
09/05/2025	60,000	1.090	1.090	1.099	65,943.42
13/05/2025	250,000	1.090	1.110	1.109	277,234.92
14/05/2025	230,000	1.110	1.120	1.123	258,276.35
15/05/2025	330,000	1.120	1.140	1.141	376,619.51
16/05/2025	120,000	1.110	1.130	1.127	135,248.90
19/05/2025	130,000	1.100	1.110	1.114	144,790.58
20/05/2025	150,000	1.110	1.110	1.118	167,715.95
21/05/2025	470,000	1.120	1.140	1.135	533,310.86
22/05/2025	60,000	1.110	1.120	1.126	67,559.12
23/05/2025	170,000	1.110	1.120	1.120	190,334.42
26/05/2025	70,000	1.100	1.110	1.112	77,844.59
27/05/2025	170,000	1.100	1.100	1.108	188,365.10
28/05/2025	280,000	1.100	1.110	1.117	312,899.98
29/05/2025	330,000	1.090	1.110	1.107	365,450.66
30/05/2025	200,000	1.080	1.100	1.099	219,854.04
03/06/2025	670,000	1.060	1.080	1.082	724,990.40
04/06/2025	400,000	1.070	1.090	1.083	433,260.76
05/06/2025	400,000	1.070	1.090	1.086	434,590.08
06/06/2025	110,000	1.080	1.100	1.097	120,675.76
09/06/2025	310,000	1.080	1.100	1.099	340,554.95
10/06/2025	80,000	1.080	1.100	1.098	87,868.16
11/06/2025	290,000	1.090	1.100	1.102	319,518.38
12/06/2025	220,000	1.070	1.090	1.087	239,246.33
13/06/2025	360,000	1.060	1.070	1.078	387,904.08
16/06/2025	250,000	1.070	1.090	1.086	271,467.85
17/06/2025	290,000	1.080	1.090	1.093	316,859.75
18/06/2025	130,000	1.080	1.090	1.089	141,530.18
19/06/2025	550,000	1.060	1.080	1.081	594,532.30
20/06/2025	240,000	1.060	1.080	1.080	259,255.48
23/06/2025	400,000	1.060	1.080	1.080	431,970.70

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24/06/2025	290,000	1.070	1.080	1.083	314,113.58
25/06/2025	200,000	1.070	1.080	1.085	216,973.02
26/06/2025	200,000	1.080	1.090	1.093	218,523.73
30/06/2025	1,350,000	1.100	1.130	1.129	1,524,572.67
01/07/2025	180,000	1.110	1.120	1.120	201,567.68
02/07/2025	470,000	1.120	1.140	1.140	535,818.06
03/07/2025	180,000	1.120	1.130	1.137	204,577.49
04/07/2025	195,000	1.120	1.130	1.136	221,604.99
07/07/2025	140,000	1.120	1.130	1.135	158,946.10
08/07/2025	580,000	1.120	1.140	1.138	659,879.47
09/07/2025	370,000	1.120	1.130	1.136	420,370.14
10/07/2025	600,000	1.130	1.150	1.149	689,275.29
11/07/2025	160,000	1.140	1.150	1.155	184,844.08
14/07/2025	260,000	1.140	1.160	1.156	300,554.78
15/07/2025	400,000	1.130	1.150	1.143	457,112.94
16/07/2025	550,000	1.130	1.160	1.152	633,828.26
17/07/2025	160,000	1.140	1.140	1.148	183,732.12
18/07/2025	350,000	1.140	1.150	1.154	403,781.39
21/07/2025	370,000	1.150	1.160	1.160	429,315.09
22/07/2025	370,000	1.130	1.150	1.149	425,178.21
23/07/2025	400,000	1.140	1.150	1.154	461,424.91
24/07/2025	650,000	1.150	1.170	1.174	763,198.63
25/07/2025	370,000	1.150	1.170	1.169	432,594.59
28/07/2025	1,200,000	1.130	1.150	1.145	1,373,957.49
29/07/2025	300,000	1.130	1.140	1.145	343,590.93
30/07/2025	550,000	1.130	1.140	1.141	627,408.45
31/07/2025	550,000	1.150	1.170	1.166	641,355.91
01/08/2025	640,000	1.170	1.200	1.191	762,148.10
04/08/2025	140,000	1.160	1.170	1.171	163,994.69
05/08/2025	240,000	1.140	1.160	1.162	278,861.10
06/08/2025	350,000	1.140	1.150	1.149	402,160.25
07/08/2025	250,000	1.140	1.150	1.149	287,232.45
08/08/2025	330,000	1.140	1.150	1.157	381,872.36
11/08/2025	630,000	1.140	1.170	1.154	726,719.51
12/08/2025	230,000	1.150	1.160	1.161	267,034.12
13/08/2025	360,000	1.150	1.180	1.172	421,809.14
14/08/2025	140,000	1.150	1.160	1.168	163,487.51
15/08/2025	240,000	1.150	1.160	1.165	279,586.63
18/08/2025	620,000	1.160	1.180	1.180	731,467.51
19/08/2025	410,000	1.160	1.170	1.175	481,798.34
20/08/2025	400,000	1.160	1.170	1.1689	467,508.96
21/08/2025	1,000,000	1.190	1.240	1.215	1,215,397.24
22/08/2025	520,000	1.180	1.190	1.193	620,135.14
25/08/2025	500,000	1.190	1.200	1.203	601,264.75
26/08/2025	600,000	1.150	1.190	1.175	704,732.70
27/08/2025	380,000	1.150	1.160	1.167	443,329.74
28/08/2025	470,000	1.150	1.160	1.159	544,898.89
29/08/2025	360,000	1.130	1.150	1.147	412,743.44

Date of Purchase	No. of TSH Shares Purchased & Retained as Treasury Shares	Lowest Purchase Price per TSH Share (RM)	Highest Purchase Price per TSH Share (RM)	Average Price per TSH Share (RM)	Total Consideration (RM)(including transaction cost)
02/09/2025	450,000	1.140	1.170	1.165	524,066.17
03/09/2025	430,000	1.160	1.180	1.176	505,664.24
04/09/2025	230,000	1.160	1.170	1.177	270,763.46
08/09/2025	510,000	1.170	1.190	1.182	602,717.41
09/09/2025	150,000	1.170	1.170	1.179	176,781.65
10/09/2025	380,000	1.160	1.170	1.175	446,621.32
11/09/2025	330,000	1.160	1.170	1.175	387,622.33
12/09/2025	290,000	1.160	1.180	1.180	342,069.42
17/09/2025	510,000	1.170	1.190	1.185	604,565.14
18/09/2025	400,000	1.170	1.170	1.179	471,416.40
19/09/2025	950,000	1.150	1.170	1.163	1,105,185.03
22/09/2025	370,000	1.150	1.160	1.160	429,352.32
23/09/2025	380,000	1.140	1.150	1.151	437,205.44
24/09/2025	330,000	1.140	1.150	1.149	379,113.10
25/09/2025	460,000	1.150	1.160	1.160	533,675.78
26/09/2025	550,000	1.150	1.160	1.160	638,090.71
29/09/2025	300,000	1.150	1.150	1.158	347,518.50
30/09/2025	430,000	1.140	1.150	1.152	495,381.29
01/10/2025	340,000	1.150	1.160	1.160	394,505.38
02/10/2025	690,000	1.160	1.190	1.185	817,386.03
03/10/2025	260,000	1.160	1.170	1.175	305,426.24
06/10/2025	290,000	1.160	1.170	1.169	339,060.61
07/10/2025	290,000	1.150	1.160	1.168	338,768.78
08/10/2025	430,000	1.150	1.160	1.162	499,626.84
09/10/2025	860,000	1.160	1.200	1.190	1,023,368.29
10/10/2025	530,000	1.200	1.220	1.214	643,207.66
13/10/2025	320,000	1.190	1.200	1.203	384,902.31
14/10/2025	650,000	1.200	1.220	1.219	792,240.59
15/10/2025	590,000	1.210	1.270	1.241	731,994.29
16/10/2025	260,000	1.240	1.260	1.267	329,442.44
17/10/2025	790,000	1.250	1.290	1.274	1,006,764.44
21/10/2025	920,000	1.260	1.320	1.308	1,203,207.10
22/10/2025	450,000	1.300	1.320	1.309	589,229.37
23/10/2025	620,000	1.300	1.310	1.313	814,198.23
24/10/2025	580,000	1.290	1.320	1.309	759,275.97
27/10/2025	230,000	1.280	1.300	1.298	298,611.62
28/10/2025	210,000	1.270	1.290	1.290	270,804.71
29/10/2025	90,000	1.270	1.290	1.291	116,177.62
30/10/2025	160,000	1.290	1.310	1.309	209,518.40
31/10/2025	430,000	1.320	1.360	1.350	580,479.29
03/11/2025	340,000	1.330	1.370	1.364	463,755.48
04/11/2025	320,000	1.360	1.390	1.384	442,761.18
05/11/2025	320,000	1.340	1.370	1.362	435,863.04
06/11/2025	160,000	1.340	1.370	1.362	217,932.02
07/11/2025	160,000	1.340	1.360	1.352	216,352.14
10/11/2025	130,000	1.340	1.350	1.358	176,480.78
11/11/2025	100,000	1.340	1.360	1.363	136,308.52
12/11/2025	150,000	1.340	1.380	1.375	206,290.21
13/11/2025	130,000	1.360	1.380	1.381	179,505.69

Date of Purchase	No. of TSH Shares Purchased & Retained as Treasury Shares	Lowest Purchase Price per TSH Share (RM)	Highest Purchase Price per TSH Share (RM)	Average Price per TSH Share (RM)	Total Consideration (RM)(including transaction cost)
14/11/2025	140,000	1.330	1.370	1.360	190,437.06
17/11/2025	100,000	1.310	1.303	1.330	132,963.60
18/11/2025	150,000	1.320	1.350	1.349	202,391.83
19/11/2025	150,000	1.340	1.360	1.361	204,190.08
20/11/2025	220,000	1.370	1.390	1.391	306,015.93
21/11/2025	130,000	1.390	1.400	1.403	182,425.96
24/11/2025	100,000	1.380	1.400	1.399	139,914.07
25/11/2025	110,000	1.360	1.380	1.384	152,199.91
26/11/2025	110,000	1.350	1.360	1.364	150,082.67
27/11/2025	200,000	1.330	1.350	1.349	269,855.77
28/11/2025	160,000	1.290	1.310	1.306	209,019.28
01/12/2025	170,000	1.280	1.320	1.315	223,520.99
02/12/2025	120,000	1.320	1.330	1.336	160,366.99
03/12/2025	170,000	1.330	1.360	1.359	230,970.57
04/12/2025	80,000	1.330	1.340	1.347	107,781.10
05/12/2025	80,000	1.330	1.350	1.349	107,894.81
08/12/2025	300,000	1.300	1.330	1.317	395,023.61
09/12/2025	100,000	1.290	1.300	1.306	130,596.80
10/12/2025	80,000	1.280	1.300	1.299	103,905.86
11/12/2025	50,000	1.280	1.290	1.299	64,935.12
12/12/2025	70,000	1.280	1.290	1.292	90,442.80
15/12/2025	80,000	1.260	1.270	1.277	102,140.82
16/12/2025	120,000	1.230	1.250	1.248	149,741.54
17/12/2025	280,000	1.220	1.250	1.249	349,848.07
18/12/2025	220,000	1.230	1.240	1.247	274,282.45
19/12/2025	150,000	1.240	1.250	1.251	187,615.41
22/12/2025	120,000	1.220	1.230	1.232	147,819.52
23/12/2025	130,000	1.22	1.230	1.231	160,006.74
24/12/2025	140,000	1.21	1.230	1.230	172,145.66
26/12/2025	170,000	1.200	1.220	1.219	207,201.91
29/12/2025	160,000	1.210	1.220	1.224	195,787.53
30/12/2025	180,000	1.220	1.230	1.231	221,547.64
31/12/2025	150,000	1.220	1.230	1.236	185,439.80
02/01/2026	380,000	1.210	1.230	1.224	465,261.91
05/01/2026	600,000	1.190	1.220	1.212	727,373.95
06/01/2026	420,000	1.190	1.230	1.214	510,007.12
07/01/2026	270,000	1.210	1.240	1.236	333,681.96
08/01/2026	200,000	1.220	1.240	1.240	248,038.32
09/01/2026	350,000	1.220	1.240	1.236	432,620.76
12/01/2026	210,000	1.230	1.250	1.252	262,999.89
13/01/2026	210,000	1.240	1.250	1.250	262,407.19
14/01/2026	210,000	1.230	1.240	1.245	261,497.50
15/01/2026	410,000	1.230	1.250	1.242	509,210.92
16/01/2026	510,000	1.230	1.250	1.244	634,588.27
19/01/2026	320,000	1.220	1.240	1.244	398,053.57
20/01/2026	622,700	1.230	1.260	1.261	785,159.40
21/01/2026	160,000	1.240	1.250	1.258	201,266.80
22/01/2026	200,000	1.250	1.270	1.273	254,524.89

Date of Purchase	No. of TSH Shares Purchased & Retained as Treasury Shares	Lowest Purchase Price per TSH Share (RM)	Highest Purchase Price per TSH Share (RM)	Average Price per TSH Share (RM)	Total Consideration (RM)(including transaction cost)
23/01/2026	150,000	1.250	1.270	1.265	189,775.92
26/01/2026	120,000	1.240	1.250	1.256	150,696.51
27/01/2026	80,000	1.240	1.250	1.258	100,676.90
28/01/2026	80,000	1.230	1.240	1.250	99,975.81
29/01/2026	160,000	1.220	1.230	1.231	197,028.28
30/01/2026	110,000	1.230	1.240	1.247	137,141.73
03/02/2026	80,000	1.230	1.240	1.242	99,322.09
04/02/2026	130,000	1.230	1.250	1.247	162,128.01
05/02/2026	200,000	1.250	1.270	1.266	253,135.19
06/02/2026	200,000	1.230	1.240	1.241	248,299.95
09/02/2026	250,000	1.220	1.230	1.234	308,436.06
10/02/2026	90,000	1.220	1.230	1.234	111,100.86
11/02/2026	70,000	1.230	1.230	1.240	86,815.53
12/02/2026	80,000	1.230	1.240	1.241	99,265.68
13/02/2026	210,000	1.210	1.240	1.227	257,710.82
16/02/2026	80,000	1.220	1.220	1.230	98,410.48
19/02/2026	110,000	1.220	1.230	1.230	135,335.43
20/02/2026	330,000	1.200	1.210	1.219	402,115.98
23/02/2026	150,000	1.200	1.210	1.216	182,327.34
24/02/2026	300,000	1.200	1.210	1.218	365,438.58
25/02/2026	300,000	1.210	1.230	1.229	368,641.62
26/02/2026	310,000	1.210	1.230	1.229	381,055.25
27/02/2026	270,000	1.220	1.230	1.235	333,327.75
02/03/2026	340,000	1.210	1.230	1.228	417,417.67
03/03/2026	460,000	1.220	1.240	1.238	569,643.21
04/03/2026	400,000	1.210	1.230	1.222	488,863.52
05/03/2026	250,000	1.200	1.220	1.216	304,103.97
06/03/2026	220,000	1.210	1.220	1.223	269,052.75
09/03/2026	270,000	1.240	1.280	1.273	343,799.24
10/03/2026	170,000	1.240	1.250	1.257	213,641.18
11/03/2026	150,000	1.250	1.270	1.271	190,637.31
12/03/2026	210,000	1.260	1.300	1.288	270,551.12
13/03/2026	150,000	1.280	1.290	1.294	194,112.05
16/03/2026	110,000	1.280	1.290	1.294	142,327.16
17/03/2026	170,000	1.270	1.300	1.298	220,730.52
18/03/2026	220,000	1.290	1.310	1.305	287,091.57
19/03/2026	120,000	1.290	1.300	1.304	156,438.42
24/03/2026	190,000	1.260	1.280	1.282	243,559.30
25/03/2026	110,000	1.270	1.290	1.288	141,684.14
26/03/2026	260,000	1.300	1.320	1.321	343,479.24
27/03/2026	190,000	1.310	1.350	1.345	255,502.00
30/03/2026	280,000	1.340	1.390	1.380	386,316.16
31/03/2026	280,000	1.380	1.410	1.405	393,451.78

During the preceding 12 months, there were no resale or transfer of treasury shares. On 2 March 2026, our Company cancelled a total of 100,000,000 treasury shares, which resulted in its issued share capital reducing to 1,281,802,509 shares.

As at the LPD, the total number of TSH Shares held as treasury shares was 26,427,900.

2.9. Share Prices

The monthly highest and lowest prices of TSH Shares traded on Bursa Securities for the last 12 months are as follows:

	Highest	Lowest
	RM	RM
2025		
April	1.200	1.000
May	1.140	1.080
June	1.140	1.060
July	1.180	1.100
August	1.240	1.130
September	1.190	1.130
October	1.360	1.140
November	1.400	1.280
December	1.370	1.200
2026		
January	1.270	1.180
February	1.270	1.190
March	1.430	1.190
Last transacted price of TSH Shares on 25 February 2026 (being the last transacted price prior to the announcement of the Proposed Share Buy-Back)		RM1.220
Last transacted price of TSH Shares on the LPD		RM1.390

3. RATIONALE FOR THE PROPOSED SHARE BUY-BACK

The Proposed Share Buy-Back, if approved and exercised, is expected to potentially benefit our Company and our shareholders as follows:

- (a) earnings and NA per share of our Company may increase when the Purchased Shares are cancelled, thereby making TSH shares more attractive to investors; and
- (b) if the Purchased Shares are kept as treasury shares, it will give our Directors an option to subsequently resell the shares so purchased at a higher price and therefore, making an exceptional gain for our Company. Alternatively, the shares purchased can be distributed as share dividends to our shareholders.

4. EFFECTS OF THE PROPOSED SHARE BUY-BACK

The effects of the Proposed Share Buy-Back on the share capital, NA, working capital, earnings and shareholdings of our Directors and our substantial shareholders, as set out below, are based on the assumption that our Company purchases up to the maximum 10% of its issued share capital.

4.1 Share Capital

In the event that all the Purchased Shares are cancelled, the issued share capital of our Company as at the LPD, subsequent to the completion of the Proposed Share Buy-Back, will be reduced from 1,281,802,509 ordinary shares to 1,153,622,259 ordinary shares.

In the event that all the Purchased Shares are held as treasury shares, the Proposed Share Buy-Back will not have any effect on the issued share capital of our Company. However, the rights attaching to the treasury shares relating to voting, dividends and participation in other distributions and otherwise would be suspended.

4.2 NA

Purchase of Shares

The Proposed Share Buy-Back may increase or decrease the NA per share depending on the purchase price(s) of TSH Shares to be bought back pursuant to the Proposed Share Buy-Back. The NA per share is likely to increase if the purchase price is less than the NA per share and decrease if the purchase price exceeds the NA per share at the time when TSH Shares are purchased.

Resale of Treasury Shares

The resale of treasury shares may increase or decrease the NA per share depending on the resale price(s) of TSH Shares to be sold pursuant to the Proposed Share Buy-Back. The NA per share is likely to increase if the resale price of the shares so purchased is more than the prevailing NA per share and decrease if the resale price of the shares so purchased is less than the prevailing NA per share.

4.3 Working Capital

The Proposed Share Buy-Back is likely to reduce the working capital of our Group, the quantum of which depends on the purchase price of the shares, the number of shares purchased and the effective funding cost to our Company.

4.4 EPS

The effect of the Proposed Share Buy-Back on the EPS of our Group will depend on, inter alia, the number of shares purchased and the purchase price(s) of the shares.

4.5 Dividend

A first and final single-tier dividend of 5 sen per ordinary share for the financial year ended 31 December 2025 will be paid by our Company on 30 April 2026.

Assuming the Proposed Share Buy-Back is implemented in full, dividend would be paid on the remaining share capital of our Company (excluding the shares already purchased). The Proposed Share Buy-Back may have an impact on our Company's dividend policy for the financial year ending 31 December 2026 as it would reduce the cash available which may otherwise be used for dividend payments. Nonetheless, the treasury shares purchased may be distributed as dividends to our shareholders, if our Company decides.

5. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS

Our Directors, our Substantial Shareholders and person(s) connected with our Directors and/or our Substantial Shareholders have no direct or indirect interest in the Proposed Share Buy-Back and the resale or transfer of the treasury shares, if any.

Based on the Register of Directors' Shareholdings and Register of Substantial Shareholders as at the LPD and assuming our Company implements the Proposed Share Buy-Back in full and that the shares purchased are from our public shareholders, the effect of the Proposed Share Buy-Back on the shareholdings of our Directors and Substantial Shareholders are as follows:

Directors' Shareholdings

	<-----No. of ordinary shares held ----->							
	Before Proposed Share Buy-Back				After Proposed Share Buy-Back			
	Direct	%	Indirect*	%	Direct	%	Indirect*	%
Datuk Kelvin Tan Aik Pen	356,708,887	28.41	-	-	356,708,887	30.92 [#]	-	-
Dato' Jasmy bin Ismail	-	-	-	-	-	-	-	-
Natasha binti Mohd Zulkifli	-	-	-	-	-	-	-	-
Paul Lim Joo Heng	-	-	-	-	-	-	-	-
Ina Hasniza binti Ibrahim	-	-	-	-	-	-	-	-
Lim Fook Hin	3,962,000	0.32	500,000	0.04	3,962,000	0.34	500,000	0.04
Fong Ging Pang	-	-	102,000	0.01	-	-	102,000	0.01

Notes:

* Deemed interested by virtue of Section 59(11)(c) of the Act.

In the event that the Proposed Share Buy-Back is expected to trigger an obligation to undertake a mandatory offer, the affected parties shall apply to the Securities Commission for an exemption from undertaking such a mandatory offer under the Rules.

Substantial Shareholders' Interests

	<-----No. of ordinary shares held ----->							
	Before Proposed Share Buy-Back				After Proposed Share Buy-Back			
	Direct	%	Indirect	%	Direct	%	Indirect	%
Datuk Kelvin Tan Aik Pen	356,708,887	28.41	-	-	356,708,887	30.92	-	-
Tan Aik Yong	71,859,287	5.72	-	-	71,859,287	6.23	-	-

6. APPROVAL REQUIRED

The Proposed Share Buy-Back is subject to the approval of our shareholders at our Company's forthcoming AGM.

7. DIRECTORS' RECOMMENDATION

Our Directors, having considered all aspects of the Proposed Share Buy-Back, are of the opinion that the Proposed Share Buy-Back is in the best interests of our Company and our shareholders. Accordingly, our Directors recommend that our shareholders vote in favour of the ordinary resolution pertaining to the Proposed Share Buy-Back to be tabled at the forthcoming AGM.

8. AGM

The ordinary resolution for the Proposed Share Buy-Back will be tabled as special business at our Company's forthcoming 46th AGM to be held at Ballroom 2, LG Level, Petaling Jaya Marriott Hotel, 13, Section 16/11, Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan on Wednesday, 20 May 2026 at 10.00 a.m. or at any adjournment thereof.

Notice of the 46th AGM together with the Proxy Form and Administrative Guide are available on our Company's website at <https://www.tsh.com.my/investor-relations>. Please refer to the Administrative Guide for the procedures relating to among others, lodgement of Proxy Form, revocation of proxy, registration and voting at meeting.

If our shareholders are unable to participate at this AGM, they are encouraged to appoint the Chairman of the meeting or a proxy to attend and vote on their behalf. If our shareholders wish to do so, they shall complete, sign and return the Proxy Form according to the instructions printed thereon, and to arrive at our Company's share registrar and poll administrator, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5 Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not later than 48 hours before the time appointed for holding this meeting or adjourned meeting. Alternatively, our shareholders may lodge their Proxy Form electronically through Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not later than 48 hours before the time appointed for holding this meeting or adjourned meeting. Please refer to the Administrative Guide for lodgement of Proxy Form by electronic means.

9. FURTHER INFORMATION

Our shareholders are requested to refer to the attached Appendix I for further information.

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FURTHER INFORMATION**1. Responsibility Statement**

Our Directors have seen and approved this Statement and they, collectively and individually, accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable enquiries and to the best of their knowledge and belief, there are no misleading information or other facts which, if omitted, would make any statement herein misleading.

2. Documents Available for Inspection

Copies of the following documents may be inspected at our registered office at Level 10, Menara TSH, No 8 Jalan Semantan, Damansara Heights, 50490 Kuala Lumpur during normal office hours from Mondays to Fridays (except for public holidays) from the date of this Statement until the date of the AGM:

- (a) Our Constitution; and
- (b) Our audited financial statements for the past two financial years ended 31 December 2024 and 31 December 2025.