KHONG GUAN
LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("**AGM**") of KHONG GUAN LIMITED ("the **Company**") will be held at the Company's office at 2 MacTaggart Road #04-01, Khong Guan Building, Singapore 368078 on Tuesday, 24 November 2026 at 11.00 a.m. to transact the following business:

Ordinary Business

1. To receive and adopt the audited financial statements of the Company for the financial year ended 31 July 2026 together with the Statement by Directors and the Independent Auditors Report thereon. **(Resolution 1)**

2. To approve the payment of Directors' fees of S$104,125 (2025: S$106,000) for the financial year ended 31 July 2026. **(Resolution 2)**

3. To re-elect Mr Hew Moh Yung, a Director who is retiring pursuant to Article 105(B) of the Company's Constitution. *[See Explanatory Note (i)]* **(Resolution 3)**

4. To re-elect Ms Lim Siew Li, a Director who is retiring pursuant to Article 110(a) of the Company's Constitution. *[See Explanatory Note (ii)]* **(Resolution 4)**

5. To note the retirement of Mr Yeo Jih-Shian, a Director who is retiring pursuant to Article 105(B) of the Company's Constitution and who will not be seeking re-election and will retire at the conclusion of the AGM. *[See Explanatory Note (iii)]*

6. To re-appoint Forvis Mazars LLP as Independent Auditors of the Company for the financial year ending 31 July 2027 and to authorise the Directors to fix their remuneration. **(Resolution 5)**

7. To transact any other ordinary business.

Special Business

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions with or without any modifications:

8. **Renewal of shareholders' mandate for interested person transactions** **(Resolution 6)**

"That:

(a) approval be and is hereby given, for the purposes of Chapter 9 of the Listing Manual of Singapore Exchange Securities Trading Limited ("**SGX-ST**"), for the renewal of the mandate (the "**Shareholders' Mandate**") which has been amended to incorporate certain changes including the revised Individual and Aggregate Thresholds, particulars of which are set out in the Appendix to this Notice of AGM for the Company and its subsidiaries or any of them to enter into any of the transactions falling within the types of the interested person transactions described in the said Appendix;

(b) the Shareholders' Mandate shall, unless revoked or varied by the Company in general meeting, continue to be in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier; and

(c) the Directors of the Company be and are 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 or in the interests of the Company to give effect to this Resolution." *[See Explanatory Note (iv)]*

9. **Share Issue Mandate** **(Resolution 7)**

"That pursuant to Section 161 of the Companies Act 1967 (the "**Companies Act**"), and Rule 806 of the Listing Manual of the SGX-ST, authority be and is hereby given to the Directors of the Company to:

(a) (i) issue shares in the capital of the Company ("**shares**") whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require shares to be issued, including but not limited to the creation and issue of warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors while this Resolution was in force,

provided that:

(1) the aggregate number of shares to be issued pursuant to this Resolution (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution), does not exceed 50% of the total number of issued shares in the capital of the Company (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares to be issued other than on a pro rata basis to existing shareholders of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) does not exceed 20% of the total number of issued shares in the capital of the Company (excluding treasury shares and subsidiary shareholdings) (as calculated in accordance with sub paragraph (2) below);

(2) (subject to such manner of calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the percentage of issued shares shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company as at the date of the passing of this Resolution after adjusting for:

(a) new shares arising from the conversion of convertible securities;

(b) new shares arising from exercising share options or vesting of share awards, provided the options or awards were granted in compliance with Part VII of Chapter 8 of the Listing Manual of the SGX-ST; and

(c) any subsequent bonus issue, consolidation or subdivision of shares;

Adjustments in accordance to sub-paragraph 2(a) and 2(b) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution.

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual of SGX-ST for the time being in force (unless such compliance has been waived by SGX-ST) all applicable legal requirements under the Companies Act and the Constitution for the time being of the Company; and

(4) (unless revoked or varied by the Company in general meeting) the authority conferred by this Resolution shall continue to be in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier." *[See Explanatory Note (v)]*

By Order of the Board

Nor Hafiza Alwi
Company Secretary

Singapore, 6 November 2026

Notice of Annual General Meeting

Explanatory Notes:

(i) Ordinary Resolution 3 - Mr Hew Moh Yung will, upon re-election as a Director, remain as an Independent Director, Chairman of the Remuneration Committee and a member of the Audit Committee and Nominating Committee. Mr Hew Moh Yung is considered independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST. Mr Hew Moh Yung does not have any relationship (including immediate family relationship) with the other Directors of the Company, the Company or the substantial shareholders, which may affect his independence. Detailed information on Mr Hew Moh Yung can be found in the Annual Report 2026.

(ii) Ordinary Resolution 4 - Ms Lim Siew Li will, upon re-election as a Director, remain as an Independent Director, and a member of Audit Committee and Remuneration Committee. Ms Lim Siew Li is considered independent for the purposes of Rule 704(8) of the Listing Manual of the SGX-ST. Ms Lim Siew Li does not have any relationship (including immediate family relationship) with the other Directors of the Company, the Company, or the substantial shareholders, which may affect her independence. Detailed information on Ms Lim Siew Li can be found in the Annual Report 2026.

(iii) Mr Yeo Jih-Shian, who was first appointed to the Board on 1 February 2018 will have served on the Board for an aggregate period of nine years on 1 February 2027. To facilitate progressive Board renewal, he will not seek re-election and will retire as a Director of the Company at the conclusion of the AGM. He will concurrently cease as Chairman of the Nominating Committee and a member of the Audit Committee.

(iv) Ordinary Resolution 6 - if passed, will renew the IPT Mandate to enable the Company, its subsidiaries and associated companies which are entities at risk as defined under Chapter 9, or any of them, to enter into any of the transactions falling within the types of interested person transactions between the Group and the classes of Interested Persons as described in the Appendix to the Notice of the AGM dated 6 November 2026. The authority under the renewed IPT Mandate will, unless revoked or varied by the Company in general meeting, expire at the conclusion of the next AGM of the Company, or the date by which the next AGM is required by law to be held, whichever is the earlier.

(v) Ordinary Resolution 7 - if passed, will empower the Directors of the Company to issue shares and convertible securities in the Company up to a maximum of fifty percent (50%) of the issued share capital of the Company (of which the aggregate number of shares and convertible securities to be issued other than on a pro rata basis to existing shareholders shall not exceed twenty percent (20%) of the issued share capital of the Company) for such purposes as they consider would be in the interests of the Company. This authority will continue in force until the next AGM of the Company or the expiration of the period within which the next AGM is required by law to be held, whichever is the earlier, unless the authority is previously revoked or varied at a general meeting.

IMPORTANT INFORMATION:

1. The AGM will be held, in a wholly physical format, at the venue, date and time stated above. Members, including CPF and SRS investors, and (where applicable) duly appointed proxies or representatives will be able to ask questions and vote at the AGM by attending the AGM in person. There will be no option for shareholders to participate virtually.

2. Printed copies of this Notice of AGM, the Proxy Form and Request Form will be sent by post to members. These documents will also be published on the SGXNet at the URL https://www.sgx.com/securities/company-announcements.

3. A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such member appoints two (2) proxies, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be presented by each proxy in the instrument appointing a proxy or proxies.

4. A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy or proxies. A proxy need not to be a member of the Company.

   "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967.

5. For investors who hold shares through relevant intermediaries, including Central Provident Fund Investment Schemes ("**CPF Investors**") and/or Supplementary Retirement Scheme ("**SRS Investors**") should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least 7 working days before the AGM (ie. on 12 November 2026). CPF/SRS Investors should contact their respective CPF Agent Banks or SRS Operators for any queries they may have with regard to the appointment of proxy for the AGM.

6. The instrument appointing a proxy or proxies must be under the hand of the appointor or by his/her attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.

7. The instrument appointing a proxy or proxies must be submitted either:

   (a) by post and deposited at the Company's Share Registrar, B.A.C.S. Private Limited at 77 Robinson Road #06-03, Robinson 77, Singapore 068896; or

   (b) via email to main@zicoholdings.com

   not less than 48 hours before the time appointed for the AGM (i.e. by 11.00 a.m. on 22 November 2026).

8. The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of shares entered in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore), the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have shares entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the AGM (i.e. by 11.00 a.m. on 20 November 2026), as certified by The Central Depository (Pte) Limited to the Company**.**

9. Members may submit their questions in relation to the resolutions of the AGM by email to:

   (a) email to: main@zicoholdings.com; or

   (b) in hard copy by sending personally or by post to the Company's Share Registrar, B.A.C.S. Private Limited at 77 Robinson Road #06-03, Robinson 77, Singapore 068896

   Members submitting questions are required to provide their particulars as follows:

   (a) Full name (for individuals)/company name (for corporates) as per CDP/SRS account records;
   (b) NRIC/FIN/Passport No./Company Registration No.;
   (c) Number of shares in the capital of the Company held;
   (d) Contact Number; and
   (e) Email Address.

   All questions must be submitted within 7 calendar days from the date of this Notice of AGM, i.e. by 13 November 2026 ("**Cut-Off Time**").

   The Company will endeavor to address all substantial and relevant questions and received from members whose identities can be verifiable against the Depository Register or the Register of Members. The Company's responses to members' questions will be published on SGXNet at https://www.sgx.com/securities/company-announcements by 11.00 a.m. on 20 November 2026, not later than 48 hours before the deadline for the lodgement of the Proxy Forms, at 11.00 a.m. on 22 November 2026.

   Verified members and Proxy(ies) attending the Physical Meeting will be able to ask questions in person at the AGM venue. The Company will, within one month after the date of the AGM, publish the minutes of the AGM on SGXNet and the minutes will include the responses to the questions referred to above.

   Members are strongly encouraged to submit questions and Proxy Forms electronically via email.

Personal data privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines.