



BWYS GROUP BERHAD

REGISTRATION NO.: 202301000310 (1494229-W)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting ("EGM") of BWYS Group Berhad ("BWYS" or the "Company") will be held at De.Wan 1958 by Chef Wan @ Bangsar Shopping Centre, F1 & F6, Level 1, Bangsar Shopping Centre, 285, Jalan Maarof, Bangsar, 59000 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur on Thursday, 22 January 2026 at 2.30 p.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED DISPOSAL OF A PARCEL OF LEASEHOLD INDUSTRIAL LAND WITH 3 BLOCKS OF FOUR STOREY OFFICE BUILDING AND 3 BLOCKS OF SINGLE STOREY DETACHED FACTORY AND ANCILLARY BUILDING HELD UNDER H.S.(M) 20681, PT 404, SEKSYEN 2, PEKAN BUKIT CHANGGANG, TEMPAT OLAK LEMPIT, DAERAH KUALA LANGAT, NEGERI SELANGOR DARUL EHSAN ("CHANGGANG PROPERTY") BY BW SCAFFOLD INDUSTRIES SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF BWYS TO YUSIN MACHINERY (MALAYSIA) SDN BHD FOR A TOTAL DISPOSAL CONSIDERATION OF APPROXIMATELY RM67.00 MILLION ("PROPOSED CHANGGANG PROPERTY DISPOSAL")

"**THAT** subject to approvals of all relevant authorities being obtained, approval be hereby given for the Company to proceed with, carry out and implement the Proposed Changgang Property Disposal in accordance with the terms and conditions of the conditional sale and purchase agreement dated 1 August 2025, entered into between a wholly-owned subsidiary of BWYS, BW Scaffold Industries Sdn Bhd ("**BW Scaffold**") and Yusin Machinery (Malaysia) Sdn Bhd ("**Yusin**") for the Proposed Changgang Property Disposal ("**SPA**", upon fulfilment of the conditions, for BW Scaffold to dispose of the Changgang Property to Yusin for a cash consideration of RM67.00 million, in accordance with the terms and conditions of the SPA including any modifications, variations, amendments and/or additions thereto;

THAT the proceeds arising from the Proposed Changgang Property Disposal be utilised for the purposes set out in Section 2.8 of the circular to shareholders dated 22 December 2025 , and the Board of Directors of the Company ("**Board**") be and is hereby empowered and authorised with full powers to vary the manner and/or purposes of utilisation of such proceeds in such manner as the Board may deem fit, necessary, expedient and/or appropriate in the best interest of the Company and its subsidiaries;

AND THAT the Board be hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and complete the Proposed Changgang Property Disposal with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to complete the Proposed Changgang Property Disposal."

ORDINARY RESOLUTION 2

PROPOSED ACQUISITION OF A PARCEL OF FREEHOLD INDUSTRIAL LAND HELD UNDER H.S.(D) 50254, PT 53925, MUKIM OF TANJONG DUABELAS, DISTRICT OF KUALA LANGAT, STATE OF SELANGOR DARUL EHSAN ("DUABELAS LAND") BY BW SCAFFOLD INDUSTRIES SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF BWYS FROM COMPASS IP SDN BHD FOR A TOTAL CASH CONSIDERATION OF RM94,479,631.50 ("PROPOSED DUABELAS LAND ACQUISITION")

"**THAT** subject to approvals of all relevant authorities being obtained, approval be hereby given to BW Scaffold Industries Sdn Bhd ("**BW Scaffold**") to acquire the Duabelas Land, for a total cash consideration of RM94,479,631.50, in accordance with the terms and conditions as stated in the conditional sale and purchase agreement dated 22 October 2025 entered into between BW Scaffold and Compass IP Sdn Bhd in respect of the Proposed Duabelas Land Acquisition;

AND THAT the Board be hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and complete the Proposed Duabelas Land Acquisition with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to complete the Proposed Duabelas Land Acquisition."

BY ORDER OF THE BOARD

REBECCA KONG SAY TSUI (SSM PC NO. 202008001003) (MAICSA 7039304)
YENG SHI MEI (SSM PC NO. 202008001282) (MAICSA 7059759)

Company Secretaries
Petaling Jaya, Selangor Darul Ehsan
22 December 2025

Notes:

- For the purpose of determining who shall be entitled to participate in this EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a **Record of Depositors as at 14 January 2026**. Only a member whose name appears on this Record of Depositors shall be entitled to participate in this EGM.
- A member entitled to participate in this EGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate and vote in his/her place. A proxy may but need not be a member of the Company.
- A member of the Company who is entitled to participate and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate and vote instead of the member at the EGM.
- If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.
- Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("**Central Depositories Act**"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one 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 Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote:
 - In hard copy form**
In the case of an appointment made in hard copy form, the proxy form must be deposited at the registered office of the Company at Office Suite No. 603 Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan.
 - By electronic means (for individual members only)**
The proxy form can be electronically lodged with the Share Registrar of the Company via **Dvote Online** website at <https://www.dvote.my>.
- Please ensure **ALL** the particulars as required in the form of proxy is completed, signed and dated accordingly.
- Last date and time for lodging the form of proxy is **Tuesday, 20 January 2026 at 2.30 p.m.**
- Please bring an **ORIGINAL** of the following identification papers (where applicable) and present it to the poll administrator and/or scrutineers for verification upon request:
 - National Registration Identity Card ("**NRIC**") (Malaysian); or
 - police report (for loss of NRIC) / temporary NRIC (Malaysian); or
 - passport (foreigner).
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the registered office of the Company at Office Suite No. 603 Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for holding the annual general meeting or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative at the registered office of the Company at Office Suite No. 603 Block C, Pusat Dagangan Phileo Damansara 1, No. 9, Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor Darul Ehsan. The certificate of appointment of authorised representative should be executed in the following manner:
 - If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
 - If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - at least two (2) authorised officers, of whom one shall be a director; or
 - any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

Personal Data Privacy

By registering for the meeting and/or submitting an instrument appointing proxy(ies) and/or representatives to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company: (i) consents to the processing of the member's personal data by the Company (or its agents); (a) for processing and administration of proxies and representatives appointed for the EGM; (b) for preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (which includes any adjournments thereof); and (c) for the Company's (or its agents') compliance with any applicable laws, listing rules, regulations and/or guidelines (collectively "**the Purpose**"); (ii) warrants that he/she has obtained such proxy(ies) and/or representative(s)' prior consent for the Company's (or its agents') processing of such proxy(ies) and/or representative(s)' personal data for the Purposes; and (iii) agrees that the member will indemnify the Company for any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Note: The term "processing" and "personal data" shall have the meaning as defined in the Personal Data Protection Act, 2010.