



NOTICE OF SIXTY-THIRD ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Sixty-Third (“**63rd**”) Annual General Meeting (“**AGM**”) (“**Meeting**”) of Southern Steel Berhad (“**the Company**”) will be held at Training Room C, Level 1, Southern Steel Berhad, No. 2723, Lorong Perusahaan 12, Prai Industrial Estate, 13600 Prai, Pulau Pinang, Malaysia on Thursday, 26 February 2026 at 10:00 a.m. for the following purposes: -

AGENDA

- To receive the Audited Financial Statements for the financial period from 1 July 2024 to 30 September 2025 (“**FPE 2025**”) together with the Reports of the Directors and the Auditors thereon. [Please refer to Explanatory Note (i)]
- To approve the payment of Directors’ fees amounting to RM599,801/- for FPE 2025. (Ordinary Resolution 1)
- To re-elect the following Directors, who are due to retire pursuant to Clause 92 of the Company’s Constitution, and being eligible, have offered themselves for re-election:- (Ordinary Resolution 2)
 - Mr. Seah Kiin Peng; and
 - Mr. Zhang Cheng. (Ordinary Resolution 3)
- To re-elect Ms. Chin Siew Siew, who is due to retire by rotation pursuant to Clause 113 of the Company’s Constitution, and being eligible, has offered herself for re-election. (Ordinary Resolution 4)
- To re-appoint Messrs. KPMG PLT as External Auditor of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. (Ordinary Resolution 5)
- To transact any other ordinary business of which due notice shall have been given.

By Order of the Board

YEOW SZE MIN (SSM PC No.: 201908003120) (MAICSA 7065735)

LOW SEOW WEI (SSM PC No.: 202008000437) (MAICSA 7053500)

TAN ROU YING (SSM PC No.: 202508000303) (MAICSA 7072411)

Company Secretaries

Kuala Lumpur

Dated: 26 January 2026

Notes:-

- The Company has changed its financial year end from 30 June 2025 to 30 September 2025 as previously announced to Bursa Malaysia Securities Berhad (“Bursa Securities”) on 28 May 2025. Section 340(1) of the Companies Act 2016 (“the Act”) stipulates that an AGM must be held once in every calendar year. The Companies Commission of Malaysia had granted its approval for an extension of time until 31 March 2026 for the Company to hold its AGM in respect of the calendar year 2025, and hence, the Company did not hold any AGM in the calendar year 2025. This 63rd AGM deemed to be held for the calendar year 2025 will be held to table the 15-month Audited Financial Statements for FPE 2025 as well as other ordinary businesses.**
- For the purpose of determining members’ eligibility to attend the 63rd AGM, only members whose names appear in the record of depositors as at 19 February 2026 shall be entitled to attend the 63rd AGM or appoint proxy(ies) to attend and vote on their behalf.
- A member entitled to attend and vote at the 63rd AGM is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote in his stead. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy in the instrument appointing the proxies. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the 63rd AGM shall have the same rights as the member to speak at the 63rd AGM.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account (“**Omnibus Account**”) as defined under the Securities Industry (Central Depositories) Act 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
- The instrument appointing a proxy shall be in writing under the hand of the appointor or if such appointor be a corporation, under its common seal or under the hand of an officer or attorney of the corporation duly authorised.
- The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, must be deposited at the Company’s Registered Office at Level 7, Menara Milenium, Jalan Damanela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan or lodged electronically via email at info@sshsb.com.my, not less than forty-eight (48) hours before the time appointed for holding the 63rd AGM or any adjournment thereof. All resolutions set out in the Notice of the 63rd AGM are to be voted by poll.
- Any notice of termination of authority to act as proxy must be received by the Company before the commencement of the 63rd AGM or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Act:-
 - the constitution of the quorum at such meeting;
 - the validity of anything he did as chairman of such meeting;
 - the validity of a poll demanded by him at such meeting; or
 - the validity of the vote exercised by him at such meeting.

Explanatory Notes to Ordinary Businesses:-

(i) Audited Financial Statements for the FPE 2025

This Agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Act does not require the formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting.

(ii) Ordinary Resolution 1 - Payment of Directors’ Fees

Section 230(1) of the Act provides, amongst others, that the fees of the Directors and any benefits payable to the Directors of a listed company shall be approved at a general meeting.

The proposed Ordinary Resolution 1, if passed, will give authority to the Company to pay the Directors’ Fees to the Non-Executive Directors for their services rendered to the Company for FPE 2025.

(iii) Ordinary Resolutions 2 to 4 – Re-election of Directors

The Nominating Committee (“**NC**”) had assessed the performance and contribution of the Directors, who are retiring by rotation and seeking for re-election at the 63rd AGM, as well as the independence of the retiring Independent Non-Executive Director (“**ID**”). Based on the results of the Board Annual Assessment conducted for FPE 2025, the Board of Directors (“**Board**”) was satisfied with the performance of the following Directors (“**Retiring Directors**”) who are standing for re-election at the 63rd AGM:-

- Mr. Seah Kiin Peng;
- Mr. Zhang Cheng; and
- Ms. Chin Siew Siew.

The NC further assessed the Retiring Directors in terms of their quality and integrity, in compliance with Paragraph 2.20A of the Main Market Listing Requirements (“**Main LR**”) of Bursa Securities.

Based on the results of the Fit and Proper Assessment and Independence Assessment conducted for FPE 2025, the Board was satisfied that the Retiring Directors are fit and proper, and that the retiring ID complies with the independence criteria required under the Main LR of Bursa Securities.

The Board has endorsed the recommendation of the NC for the re-election of the Retiring Directors. The respective Retiring Directors abstained from deliberations and decisions in respect of their own re-election during the NC and Board meetings, where relevant.

In view of the foregoing, the Board recommends to the shareholders the proposed re-election of the Retiring Directors at the 63rd AGM under Ordinary Resolutions 2 to 4. The profiles of the Retiring Directors are set out in the Annual Report 2025.

(iv) Ordinary Resolution 5 – Re-appointment of External Auditor

The Board, through the Board Audit & Risk Management Committee, after having considered the effectiveness and independence of the External Auditor, is satisfied that the External Auditor is suitable, objective and independent to be re-appointed. Accordingly, the Board recommends to the shareholders the proposed re-appointment of Messrs. KPMG PLT as External Auditor of the Company at the 63rd AGM under Ordinary Resolution 5.