LYC HEALTHCARE BERHAD
(Registration No. 200401009170 (647673-A))
(Incorporated in Malaysia)

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Twenty-Second Annual General Meeting ("**22nd AGM**") of LYC Healthcare Berhad ("**LYC**" or "**Company**") will be conducted at Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur on Monday, 28 September 2026 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications the resolutions set out in this Notice.

AGENDA

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 March 2026 together with the Reports of the Directors and Auditors thereon. — **Please refer Note 1**
2. To approve the payment of Directors' fees and benefits payable to the Directors of the Company up to RM850,000.00 for the period from 29 September 2026 until the conclusion of the next Annual General Meeting of the Company. — **Ordinary Resolution 1**
3. To re-elect the following Directors retiring in accordance with the Constitution of the Company, and who being eligible, offered themselves for re-election:-
   a) Mohd Khasan Bin Ahmad (Clause 104(1)) — **Ordinary Resolution 2**
   b) Zalina Binti Jaflus (Clause 111) — **Ordinary Resolution 3**
4. To re-appoint Messrs SBY Partners PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. — **Ordinary Resolution 4**

As Special Business

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

5. **AUTHORITY TO ALLOT AND ISSUE SHARES BY THE DIRECTORS AND WAIVER OF PREEMPTIVE RIGHTS PURSUANT TO THE COMPANIES ACT 2016** — **Ordinary Resolution 5**

   "THAT pursuant to Section 75 and Section 76 of the Companies Act 2016 ("**the Act**"), the Directors be and are hereby empowered to allot and issue shares in the Company, at any time, at such price, upon such terms and conditions, for such purpose and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued share/ total number of voting shares of the Company (excluding treasury shares) at the time of issue.

   THAT pursuant to Section 85 of the Act, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued Company's shares arising from any issuance of new Company's shares pursuant to Sections 75 and 76 of the Act.

   THAT the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares to be issued on Bursa Malaysia Securities Berhad and THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

6. **PROPOSED CONTINUATION IN OFFICE OF MOHD KHASAN BIN AHMAD AS INDEPENDENT NON-EXECUTIVE DIRECTOR** — **Ordinary Resolution 6**

   "THAT approval be and is hereby given to Mohd Khasan Bin Ahmad who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting in accordance with the Malaysian Code on Corporate Governance."

7. To transact any other business for which due notice shall have been given.

By Order of the Board

CHIN WAI YI (MAICSA 7069783) (SSM PC No. 202008004409)
LIM ZHI XUAN (MAICSA 7076624) (SSM PC No. 202408000432)
Company Secretaries

Kuala Lumpur
Date: 5 August 2026

Explanatory Notes on Ordinary and Special Businesses:

1. **Item 1 of the agenda**

   Agenda item no. 1 is meant for discussion only as the provisions of Section 340 of the Companies Act 2016, it does not require a formal approval of shareholders for the Audited Financial Statements. Hence, this item on the Agenda is **not put forward for voting**.

2. **Item 2 of the Agenda**

   Pursuant to Section 230(1) of the Companies Act 2016, the fees of the directors and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting.

   Resolution 1 is to seek shareholders' approval to allow the Company to pay Directors' fees and benefits on a current financial year basis and calculated based on the current Board size and number of scheduled Board and Board Committee meetings for the period from this 22nd Annual General Meeting ("**AGM**") until the next AGM. In the event the proposed amount is insufficient (e.g. due to enlarged Board size or increased responsibility), approval will be sought at the next AGM for the shortfall.

3. **Item 3 of the Agenda**

   The Nomination Committee ("**NC**") have considered the performance and contribution of each of the retiring Directors and have also assessed the independence of the Independent Non-Executive Directors seeking for re-election. Based on the results of the Board Evaluation conducted for the financial year ended 31 March 2026, the performance of each of the retiring Directors was found to be satisfactory. In addition, each of the retiring Directors had provided their annual declaration/confirmation on their fitness and propriety as well as independence, where applicable.

   Based on the recommendation of the NC, the Board supports the re-election of the Directors based on the following justifications:

Mohd Khasan Bin Ahmad	:	Mohd Khasan Bin Ahmad fulfils the requirements of independence set out in Listing Requirements of Bursa Securities. He remains objective and independent in expressing his view and participating in Board's deliberations and decision-making process. Mohd Khasan Bin Ahmad has exercised his due care and carried out his professional duties proficiently during his tenure as Independent Non-Executive Director of the Company.
Zalina Binti Jaflus	:	Zalina Binti Jaflus fulfils the requirements of independence set out in Listing Requirements of Bursa Securities. She remains objective and independent in expressing her view and participating in Board's deliberations and decision-making process. Zalina Binti Jaflus has exercised her due care and carried out her professional duties proficiently during her tenure as Independent Non-Executive Director of the Company.

4. **Item 4 of the Agenda**

   The Board has through the Audit Committee assessed the suitability and independence of the External Auditors, Messrs SBY Partners PLT and considered the re-appointment of Messrs SBY Partners PLT as Auditors of the Company. The Board and Audit Committee collectively agreed and satisfied that Messrs SBY Partners PLT has the relevant criteria prescribed by Rule 15.21 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Board approved the Audit Committee's recommendation to seek the shareholders' approval for the re-appointment of Messrs SBY Partners PLT as Auditors of the Company.

5. **Item 5 of the Agenda**

   The Company had, during its Twenty First Annual General Meeting held on 29 September 2025, obtained its shareholders' approval for the general mandate for issuance of shares pursuant to Section 75 and Section 76 of the Companies Act 2016. The Company did not issue any shares pursuant to this mandate obtained.

   The Ordinary Resolution 5 proposed under item 5 of the agenda is a renewal of the general mandate for issuance of shares by the Company under Section 75 and Section 76 of the Companies Act 2016. The mandate, if passed, will provide flexibility for the Company and empower the Directors to allot and issue new shares speedily in the Company up to an amount not exceeding in total ten per centum (10%) of the total issued shares/ total number of voting shares of the Company capital for such purpose as the Directors consider would be in the interest of the Company. This would eliminate any delay arising from and cost involved in convening a general meeting to obtain approval of the shareholders for such issuance of shares. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next Annual General Meeting. The authority will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding investment project(s) and/or working capital.

   The waiver of pre-emptive rights pursuant to Section 85 of the Companies Act 2016 will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer new shares to all the existing shareholders of the Company prior to issuance of new shares in the Company under the general mandate.

6. **Item 6 of the Agenda**

   The Board had through the NC conducted an annual performance evaluation and assessment of Mohd Khasan Bin Ahmad, who will have served on the Board as an Independent Non-Executive Director ("**INED**") for a cumulative term of nine (9) years. The Board recommended that he shall continue to act as INED based on the following justifications:

   a) He fulfils the criteria under the definition of "Independent Director" as stated in the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, and thus, he would be able to function as a check and balance, bringing an element of objectivity to the Board;
   b) His tenure with the Company has neither impaired nor compromised his independent judgement and ability to act in the best interests of the Company. He continues to remain objective and is able to exercise his independent judgement in expressing his view and participating in the deliberations and decision-making of the Board and Board Committee in the best interest of the Company;
   c) He has vast experience in a diverse range of businesses and have a good understanding of the Company's business operations;
   d) He continues to exercise due care during his tenure as INED of the Company and carries out his professional duties in the interest of the Company and shareholders;
   e) He has devoted sufficient time and commitment to discharge his responsibilities and professional obligations as INED; and
   f) He does not have any business dealings with the Company.

Notes:-

1. A member of the Company who is entitled to attend, speak and vote at this 22nd AGM may appoint a proxy to attend, speak and vote on his(her) behalf. A proxy may but need not be a member of the Company, and a member may appoint any person to be his(her) proxy without limitation.
2. Where a member appoints more than one (1) proxy to attend and vote at the same 22nd AGM, the appointment shall be invalid unless he(she) specifies the proportion of his(her) holdings to be represented by each proxy.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depository) Act, 1991 ("**SICDA**"), he(she) may appoint one (1) proxy in respect of each security account it holds with ordinary shares of the Company standing to the credit of the said security account.
4. Where a member of the Company is an exempt authorised nominee holding ordinary shares 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.

   An exempt authorised nominee refers to an authorised nominee defined under the SICDA who is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
5. The instrument appointing a proxy shall be in writing by the appointer or an attorney duly authorised in writing or, if the appointer is a corporation, whether under its seal or by an officer or attorney duly authorised.
6. The instrument appointing either a proxy, a power of attorney or other authorities, where it is signed or certified by a notary as a true copy shall be deposited with GAP Advisory Sdn. Bhd. at E-10-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia or email to ir.shareregistry@gapadvisory.my not less than forty eight (48) hours before the time appointed for holding the 22nd AGM (no later than Saturday, 26 September 2026 at 10.00 a.m.) or at any adjournment thereof, and in default the instrument of proxy shall not be treated as valid.
7. The right of foreigners to vote in respect of deposited securities is subject to Sections 41(1)(e) and 41(2) of the Securities Industry (Central Depositories) Act, 1991; the Securities Industry (Central Depositories) (Foreign Ownership) Regulations 1996 and the Constitution of the Company.
8. In respect of deposited securities, only members whose names appear in the Record of Depositors on 21 September 2026 (General Meeting Record of Depositors) shall be eligible to attend, speak and vote at the 22nd AGM.
9. Any alteration in the Proxy Form must be initialed.
10. Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Securities, all the resolutions set out in the Notice of 22nd AGM will be put to the vote by poll.

Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 22nd AGM and/or any adjournment thereof, a member of the Company:

(i) consents to the collection, use and disclose 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 22nd AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 22nd AGM (including any adjournment thereof), and in order for the Company (or its agent) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**");
(ii) warrants that the member has obtained the prior consent of such proxy(ies) and/or representative(s) to the Company (or its agents), for the Purposes; and
(iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses, and damages as a result of the member's breach of warranty.