

MALAYSIAN GENOMICS RESOURCE CENTRE BERHAD

Registration No. 200401014287 (652790-V)

(Incorporated in Malaysia)

NOTICE OF THE TWENTY-FIRST ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty-First (“21st”) Annual General Meeting of Malaysian Genomics Resource Centre Berhad (“MGRC” or “the Company”) will be held at Westside Room 1, Level 8, St. Giles Boulevard, Mid Valley City, Lingkaran Syed Putra, 59200 Kuala Lumpur, Wilayah Persekutuan on Monday, 22 June 2026 at 11.00 a.m. or any adjournment thereof for the purpose of transacting the following businesses:

AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. *(Please refer to Explanatory Note 1)*

2. To approve the payment of Directors’ fees and other benefits payable up to RM350,000 to be divided amongst the Directors in such manner as the Directors may determine for the period commencing from the conclusion of the 21st AGM until the conclusion of the next AGM of the Company in the year 2027. *(Ordinary Resolution 1)*

3. To re-elect the following Directors who are retiring in accordance with Clause 123 of the Company’s Constitution and being eligible, offered themselves, for re-election:
 - i. Yap Kok Wei *(Ordinary Resolution 2)*
 - ii. Tan Yiing Fung *(Ordinary Resolution 3)*

4. To re-appoint Messrs Jamal, Amin & Partners (AF1067) as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. *(Ordinary Resolution 4)*

AS SPECIAL BUSINESS:

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

5. **AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016** *(Ordinary Resolution 5)*

“THAT pursuant to Sections 75 and 76 of the Act and subject to the approvals of the relevant governmental/ regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time and upon such terms and conditions and for such purposes as the Directors, may in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company or such higher percentage as Bursa Malaysia Securities Berhad (“Bursa Securities”) allowed for the time being and that the Directors be and are hereby also empowered to obtain approval from the Bursa Securities for the listing and quotation of the additional shares so issued.

AND THAT such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company, unless revoked or varied by ordinary resolution of the Company at a general meeting.

AND THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that which may be declared, made or paid before the date of allotment of such new shares.”

6. To transact any other business of which due notice shall have been given in accordance with the Act.

BY ORDER OF THE BOARD

TAN TONG LANG (SSM PC NO. 202208000250 / MAICSA 7045482)

THIEN LEE MEE (SSM PC No. 201908002254 / LS0010621)

Company Secretaries

Dated: 30 April 2026

Notes:-

- (i) In respect of deposited securities, only members whose names appear in the Record of Depositors as at 12 June 2026 ("General Meeting Record of Depositors") shall be eligible to participate and vote at the 21st AGM of the Company.
- (ii) A member of the Company who is entitled to participate at the 21st AGM shall be entitled to appoint not more than two (2) proxies to participate and vote on his/her behalf at the same meeting. Where a member appoints more than one (1) proxy, such appointment shall be invalid unless the member specifies the proportion of his/her shareholding to be represented by each proxy. A proxy may but need not be a member of the Company, and a member may appoint any person to be his/her proxy.
- (iii) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), he/she may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. The appointment of two (2) proxies in respect of any securities account shall be invalid unless the authorised nominee specifies the proportion of his/her shareholding to be represented by each proxy.
- (iv) 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 as 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.
- (v) The instrument appointing a proxy and the power of attorney or other authority, if any, shall be in writing under the hand of the appointer or a copy of that power of attorney, certified by an advocate and solicitor, or where the member is a body corporate, either under its seal or by the hand of an officer or attorney duly authorised. Any alteration in the form of proxy must be initiated.
- (vi) The instrument appointing a proxy, a power of attorney or other authorities, where it is signed or certified shall be deposited at the Company's Share Registrar's Office, Aldpro Corporate Services Sdn Bhd at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan, not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid.
- (vii) Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in this Notice of Meeting shall be put to vote by poll.

Explanatory Notes to Ordinary and Special Business:-

1. Item 1 of the Agenda

Agenda No. 1 is meant for discussion only as Section 340(1)(a) of the Companies Act, 2016 provides that the audited financial statements are to be laid in the general meeting and do not require a formal approval of the shareholders. Hence, this Agenda item is not put forward for voting.

2. Ordinary Resolution 1: To approve the payment of Directors' Fees and other benefits payable

Pursuant to Section 230(1) of the Act, fees and benefits payable to the Directors of a public company or a listed company and its subsidiaries shall be approved by shareholders at a general meeting. The Directors' benefits payable include meeting attendance allowances and other claimable benefits.

In determining the estimated total amount of Directors' benefits, the Board has considered various factors, among others, the estimated claimable benefits and estimated number of meetings for the Board and Board Committees held for the period commencing from the conclusion of the 21st AGM until the next AGM of the Company in the year 2027.

In the event the proposed amount is insufficient (e.g. due to more meetings or enlarged Board size), approval will be sought at the next AGM for additional fees to meet the shortfall.

3. Ordinary Resolutions 2 to 3 – Re-elections of Directors in accordance with Clause 123 of the Company's Constitution

Clause 123 of the Company's Constitution states that an election of Directors shall take place each year. At the Annual General Meeting where one-third (1/3) of the Directors for the time being or if the number is not three (3) or a multiple of three (3) then the number nearest one-third (1/3) shall retire from office provided always that all Directors including a Managing Director shall retire from office once at least in each three (3) years but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

The Board, through Nomination Committee, carried out the necessary assessment of Mr. Yap Kok Wei and Ms. Tan Yiing Fung and concluded that they met the criteria as prescribed under Ace Market Listing Requirements of Bursa Securities on character, experience, integrity, competence and time commitment to effectively discharge their role as Director. The Board then recommended Mr. Yap Kok Wei and Ms Tan Yiing Fung for re-election to be tabled for shareholders' approval at the 21st Annual General Meeting. The information on her profiles is provided in the Company's Annual Report 2025.

4. Ordinary Resolution 4 – Re-appointment of Auditors

The Board, through the Audit and Risk Management Committee, conducted an assessment of the suitability, objectivity, and independence of Messrs Jamal, Amin & Partners (AF1067) for the financial year ended 31 December 2025. The Board was satisfied with the performance of Messrs. Messrs Jamal, Amin & Partners (AF1067) and recommended their re-appointment as the external auditors of the Company to hold office until the conclusion of the next Annual General Meeting, in accordance with Section 271 of the Act.

**5. Special Business - Ordinary Resolution 5
Authority to Issue and Allot Shares Pursuant to Sections 75 And 76 of the Act**

The proposed Ordinary Resolution 5, if passed, will grant a renewed general mandate and provide flexibility for the Company to empower the Directors of the Company, from the date of the above Annual General Meeting, to issue new ordinary shares of not more than 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being. In order to avoid any delay and costs involved in convening a general meeting to approve such issuance of ordinary shares, this renewal of general mandate will provide flexibility to the Company for any possible fund raising activities for purpose of financing future investments, major capital expenditure, acquisitions, and/or working capital purposes. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

The Company on 11 February 2026, issued and allotted 13,721,000 new shares at an issue price of RM0.1810 per placement share, pursuant to the general mandate obtained from the shareholders' approval at the 20th AGM held on 23 June 2025, which will lapse at the conclusion of the 21st AGM of the company. A total of approximately RM2,483,501.00 was raised from the Private Placement. The details and status of the utilization of the proceeds raised from the Private Placement are set out in the additional compliance information of this Annual Report.

**STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING
(pursuant to Rule 8.29 of AMLR of Bursa Securities)**

As at date of this notice, there are no individuals who are standing for election as Directors (excluding the above Directors who are standing for re-election) at this forthcoming 21st Annual General Meeting.

The Company will seek shareholders' approval at the general meeting for the issue of securities under Rule 6.04(3) of the AMLR of Bursa Securities. Please refer to the Proposed Ordinary Resolution 5 as stated in the Notice of the 21st AGM of the Company for details.