



JENTAYU SUSTAINABLES BERHAD
[Registration No. 197501000834 (22146-T)]
(Incorporated in Malaysia)

12 November 2025

Dear Valued Shareholders,

NOTIFICATION TO SHAREHOLDERS OF THE FIFTIETH ANNUAL GENERAL MEETING

We wish to invite you to the Fiftieth Annual General Meeting (“**50th AGM**”) of Jentayu Sustainables Berhad (“**Company**”), which will be held as below, to consider the agenda items as stated in the Notice of the 50th AGM dated 12 November 2025:-

Day and Date : Thursday, 4 December 2025
Time : 10.30 a.m.
Venue : Unit 25.01, Level 25, Menara FELDA, 11 Persiaran KLCC, 50088 Kuala Lumpur, W.P. Kuala Lumpur

In our efforts of going green and in preserving the environment, the following documents of the Company are available for download at <https://www.jentayu-sustainables.com> or from Bursa Malaysia Securities Berhad at <https://www.bursamalaysia.com> :-

- 1) Notice of the 50th AGM;
- 2) Form of Proxy for the 50th AGM;
- 3) Statement Accompanying Notice of 50th AGM;
- 4) Requisition Form;
- 5) Annual Report 2025;
- 6) Sustainability Report 2025; and
- 7) Corporate Governance Report 2025.

The appointment of a proxy may be made by completing the Form of Proxy in hard copy and depositing it with the Company’s Share Registrar, Boardroom Share Registrars Sdn. Bhd., at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.

Alternatively, the Form of Proxy may be submitted electronically via the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. Please log in and lodge your proxy form electronically not less than forty-eight (48) hours before the time appointed for the meeting, i.e., no later than Tuesday, 2 December 2025 at 10.30 a.m., or at any adjourned meeting.

Should you require any assistance on the above, kindly contact us at +603-9212 7878 or Boardroom Share Registrars Sdn. Bhd. at +603-7890 4700 or bsr.helpdesk@boardroomlimited.com.

Submission of Questions prior to the 50th AGM

The shareholders may submit question(s) to the Board of Directors in advance of the 50th AGM. Questions can be submitted to the following person on all investor-related matters:

Name : Qarin Irfan Razak Lokman Razani
Tel. No. : +603-9212 7878
Email : irfanqarin@jentayu-sustainables.com

All relevant questions submitted will be answered by the Board of Directors during the 50th AGM and published on the corporate website.

Thank you for your continued support of our Company.

Yours faithfully,
For and on behalf of the Board of Directors of
JENTAYU SUSTAINABLES BERHAD

DATUK HAJI BEROZ NIKMAL BIN MIRDIN
Group Managing Director



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NOTICE IS HEREBY GIVEN THAT the Fiftieth (“**50th**”) Annual General Meeting (“**AGM**”) of **JENTAYU SUSTAINABLES BERHAD** (“**Company**”) will be held at Unit 25-01, Level 25, Menara FELDA, 11 Persiaran KLCC, 50088 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia on Thursday, 4 December 2025 at 10:30 a.m. for the following purposes:

AGENDA

- | | | |
|----|--|--------------------------------------|
| 1. | To receive the Audited Financial Statements for the financial year ended 30 June 2025 and the Reports of the Directors and Auditors thereon. | (Please refer to Explanatory Note A) |
| 2. | To approve the payment of Directors’ fees of up to an aggregate amount of RM540,000.00 for the financial year ending 30 June 2026. | Ordinary Resolution 1 |
| 3. | To approve the allowances amounting to RM102,000.00 due to the Non-Executive Directors for the period from 4 December 2024 until the Fiftieth AGM of the Company. | Ordinary Resolution 2 |
| 4. | To approve the payment of Directors’ allowances (other than Directors’ fees) payable to the Non-Executive Directors up to an amount of RM180,000.00 for the period from 5 December 2025 until the next AGM of the Company in 2026. | Ordinary Resolution 3 |
| 5. | The following Directors are retiring by rotation pursuant to Article 145 of the Company’s Constitution: | |
| | 5.1 Dato’ Amiruddin Bin Abdul Satar | |
| | 5.2 Kung Chin Woon | |
| | Dato’ Amiruddin Bin Abdul Satar and Ms. Kung Chin Woon have indicated their intention not to seek re-election. Accordingly, Dato’ Amiruddin and Ms. Kung will retain office until the conclusion of the 50th Annual General Meeting. | |
| 6. | To re-elect the following Directors who were appointed during the year and are retiring pursuant to Article 138 of the Company’s Constitution: | |
| | 6.1 Dato’ Azra Bin Kamarudin | Ordinary Resolution 4 |
| | 6.2 Dato’ Sri Mohd Kamarudin Bin Md Din | Ordinary Resolution 5 |
| 7. | To re-appoint KPMG PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. | Ordinary Resolution 6 |

By Order of the Board

CYNTHIA GLORIA LOUIS (MAICSA 7008306) (SSM PC NO. 201908003061)
CHEW MEI LING (MAICSA 7019175) (SSM PC NO. 201908003178)
Company Secretaries

Kuala Lumpur
Dated: 12 November 2025

NOTES:

1. In respect of deposited securities, only Members whose names appear in the Record of Depositors as at 28 November 2025 (“General Meeting Record of Depositors”) shall be eligible to participate and vote at the meeting.
2. Where a Member is an authorised nominee as defined under the securities industry (central depositories) act, 1991, he 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.
3. Where a Member of the Company is an Exempt Authorised Nominee who 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.
4. A Member may appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote at a meeting of Members of the Company but shall not be entitled to appoint more than two (2) proxies to attend the same meeting. where a Member appoints two (2) proxies, he shall specify the proportion of his shareholdings to be represented by each proxy. a proxy appointed to attend and vote at the meeting of the Company shall have the same rights as the Members to speak at the meeting.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing (or such appointor be a corporation, under its common seal or under the hand of an officer or attorney duly authorised or in some other manner approved by directors). an instrument appointing a proxy to vote at a meeting shall be deemed to include the power to demand or concur in demanding a poll on behalf of the appointor.
6. The instrument appointing the proxy must be deposited with the Company’s share registrar, Boardroom Share Registrars Sdn Bhd at 11th floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia not less than forty-eight (48) hours before the time appointed for holding the 50th AGM or any adjournment thereof.
7. Alternatively, the proxy form can be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Online Portal at <https://investor.boardroomlimited.com> to login and deposit your proxy form electronically not less than forty-eight (48) hours before the time appointed for holding the meeting or at any adjournment thereof.

EXPLANATORY NOTES ON ORDINARY BUSINESS

A. Audited Financial Statements for the financial year ended 30 June 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.

1. Ordinary Resolution 1 – Directors’ fees

Section 230(1) of the Companies Act 2016 provides amongst others, that 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. The Executive Directors do not receive any fees as Directors, but they are remunerated with salary, benefits and other emoluments by virtue of their contract of service or employment which do not require approval by the shareholders.

Payment of the Directors’ fees for the financial year ending 30 June 2026 amounting to RM540,000.00 will be made by the Company if the proposed Ordinary Resolution 1 is passed at the 50th Annual General Meeting of the Company.

This Resolution is to facilitate payment of the Directors' fees during the current financial year and to be payable on a monthly basis in arrears after each month of completed service of the Directors. In the event the Directors' fees as proposed is insufficient due to an enlarged Board size, approval will be sought at the next Annual General Meeting for additional fees to meet the shortfall.

2. Ordinary Resolution 2 – Approval for payment of Directors' Allowances

The Company is seeking shareholders' approval for payment of Directors' allowances (excluding Directors' fees) to the Directors of the Company for the period from 4 December 2024 to Fiftieth AGM of the Company in 2025.

At the Forty-Ninth AGM of the Company held on 3 December 2024, the shareholders of the Company approved RM70,000.00 as a total Directors' allowances payable to the Directors of the Company for the period from 4 December 2024 until the conclusion of the next AGM of the Company in the year 2025.

The total Directors' allowances payable incurred amounting to RM172,000.00. The request for the additional amount of RM102,000.00 in excess of RM70,000 is required due to the Company incurring additional Directors' allowances payable resulting from the additional meetings and meeting allowances incurred during the period from 4 December 2024 until the conclusion of the next AGM.

3. Ordinary Resolution 3 – Directors' Allowances

The Company is seeking shareholders' approval for payment of Directors' allowances (other than Directors' fees) to the Non-Executive Directors up to an amount of RM180,000.00 for the period from 5 December 2025 until the conclusion of the next AGM of the Company.

The aforesaid Directors' allowances are for payment of meeting attendance allowance to the Non-Executive Directors, which is computed based on the estimated number of scheduled meetings for Board, Board Committee meetings and general meetings, including a provisional sum as a contingency should there be new appointment of Non-Executive Director and additional Board or Committees' meetings to be held.

In the event the proposed amount is insufficient due to more meetings or enlarged Board size, approval will be sought at the next AGM for the shortfall.

4. Ordinary Resolutions 4 to 5 – Re-election of Directors

Dato' Azra bin Kamarudin and Dato' Sri Kamarudin bin Md Din, who retire in accordance with Article 138 of the Constitution (collectively referred to as "**Retiring Directors**"), being eligible, have offered themselves for re-election.

The Retiring Directors had provided the fit and proper declarations and the Board had through the Board Nomination and Remuneration Committee, carried out the assessment on the Retiring Directors and agreed that they met the criteria as prescribed by Paragraph 2.20A of the Main Market Listing Requirements of Bursa Securities on character, experience, integrity, competence and time to effectively discharge their role as Directors.

5. Ordinary Resolution 6 - Re-appointment of Auditors

The Board Audit Committee had assessed the suitability and independence of the Auditors and recommended the re-appointment of KPMG PLT as Auditors of the Company for the financial year ending 30 June 2026.

The Board, at the recommendation of the Board Audit Committee, endorsed the re-appointment of KPMG PLT as Auditors of the Company for the financial year ending 30 June 2026, to be presented to the shareholders for approval.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate, speak and vote at the 50th AGM and/or any adjournment thereof, a member of the Company (i) 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 (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) 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.

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STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

1. Details of persons who are standing for election as Directors (excluding Directors standing for re-election)

There is no individual seeking election as a Director at the 50th AGM of the Company.



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Number of Shares		CDS Account No.	
Contact No.		Email address	

FORM OF PROXY

*I/We _____
(FULL NAME IN BLOCK LETTERS)

NRIC/Passport/Registration/Company No. _____

of _____
(FULL ADDRESS)

being a member/members of **Jentayu Sustainable Berhad ("Company")**, hereby appoint:

Full Name (In Block)	NRIC/ Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address:-	Contact No.:-		

*and/or

Full Name (In Block)	NRIC/ Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address:-	Contact No.:-		

*and/or the Chairman of the Meeting as *my/our proxy(ies) to vote for *me/us and on *my/our behalf at the Fiftieth Annual General Meeting ("**50th AGM**") of the Company to be held at Unit 25-01, Level 25, Menara FELDA, 11 Persiaran KLCC, 50450 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia on Thursday, 4 December 2025 at 10:30 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications of the resolutions.

My/Our proxy(ies) *is/are to vote as indicated below (if no indication is given *my/our proxy(ies) will vote or abstain from voting at *his/her/their discretion):

	RESOLUTIONS	FOR	AGAINST
Ordinary Resolution 1	To approve the payment of Directors' fees of up to an aggregate amount of RM540,000.00 for the financial year ending 30 June 2026.		



	RESOLUTIONS	FOR	AGAINST
Ordinary Resolution 2	To approve the allowances amounting to RM102,000.00 due to the Non-Executive Directors for the period from 4 December 2024 until the Fiftieth AGM of the Company.		
Ordinary Resolution 3	To approve the payment of Directors' allowances (other than Directors' fees) payable to the Non-Executive Directors upto an amount of RM180,000.00 for the period from 5 December 2025 until the next AGM of the Company in 2026.		
Ordinary Resolution 4	To re-elect Dato' Azra Bin Kamarudin		
Ordinary Resolution 5	To re-elect Dato' Sri Kamaruddin Bin Md Din		
Ordinary Resolution 6	To re-appoint KPMG PLT as Auditors of the Company		

* *strike out whichever is not applicable.*

Dated this _____ day of _____ 2025

Signature/Seal

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AFFIX
STAMP

JENTAYU SUSTAINABLES BERHAD
c/o BOARDROOM SHARE REGISTRARS SDN. BHD.
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan

2nd Fold Here

Fold This Flap For Sealing