



ORIENTAL HOLDINGS BERHAD

(Registration No. 196301000446 (5286-U))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting (“EGM”) of Oriental Holdings Berhad (“OHB” or the “Company”) will be conducted at Plenitude Grand Ballroom, Level 3, Ascott Gurney Penang, No. 18, Gurney Drive, 10250 George Town, Penang, Malaysia on Friday, 13 February 2026 at 2.30 p.m., or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification, the following resolution:

ORDINARY RESOLUTION

- (I) **PROPOSED ACQUISITION BY OHB OF 100% EQUITY INTEREST IN NORTHAM GEORGETOWN SDN BHD FROM BOON SIEW SDN BERHAD FOR A CASH CONSIDERATION OF RM167.00 MILLION;**
- (II) **PROPOSED ACQUISITION BY FARQUHAR PROPERTIES SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF OHB, OF BAYVIEW HOTEL GEORGETOWN AND WISMA BOON SIEW FROM BOON SIEW SDN BERHAD FOR A CASH CONSIDERATION OF RM153.00 MILLION; AND**
- (III) **PROPOSED ACQUISITION BY NORTHAM LANGKAWI SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF OHB, OF BAYVIEW HOTEL LANGKAWI FROM BOON SIEW DEVELOPMENT SDN BHD FOR A CASH CONSIDERATION OF RM91.00 MILLION,**

WHICH TOTAL CASH CONSIDERATION SHALL AMOUNT TO RM411.00 MILLION

(COLLECTIVELY REFERRED TO AS THE “PROPOSALS”)

“**THAT**, subject to the approvals of all relevant authorities or parties being obtained (where required), the Company be and is hereby authorised to proceed with the Proposals (the details of which are set out in the circular to stockholders of OHB dated 29 January 2026 (“**Circular**”)) in accordance with the terms and conditions as stipulated in the share subscription agreement dated 7 November 2025 entered into between OHB, Boon Siew Sdn Berhad (“**BSSB**”) and Northam Georgetown Sdn Bhd (“**NGSB**”) in respect of the subscription of ordinary shares in NGSB, which upon allotment and issuance represent 96.84% equity interest in NGSB (“**Share Subscription Agreement**”), the share sale agreement to be entered into between OHB and BSSB following the completion of the Share Subscription Agreement in respect of the acquisition of the remaining 3.16% equity interest in NGSB (“**SSA**”), the sale and purchase agreement dated 7 November 2025 entered into between Farquhar Properties Sdn Bhd, a wholly-owned subsidiary of OHB, and BSSB in respect of the acquisition of Bayview Hotel Georgetown and Wisma Boon Siew (“**SPA 1**”) and the sale and purchase agreement dated 7 November 2025 entered into between Northam Langkawi Sdn Bhd, a wholly-owned subsidiary of OHB, and Boon Siew Development Sdn Bhd in respect of the acquisition of Bayview Hotel Langkawi (“**SPA 2**”) (the salient terms of which are set out in **Appendices II(A), II(B), II(C) and II(D)** of the Circular, respectively).

THAT, the Company shall hereby be authorised to enter into the SSA to acquire 5,000,002 ordinary shares in NGSB representing the remaining 3.16% equity interest in NGSB, following the completion of the Share Subscription Agreement and in accordance with the terms and conditions stipulated in the Share Subscription Agreement.

AND THAT the Board of Directors of the Company (“**Board**”) (save for the interested directors, as set out in the Circular) be and is hereby authorised to give effect to the Proposals with full power (i) to assent to any condition, modification, variation and/or amendment in any manner as may be required by the relevant authorities; (ii) to deal with all matters relating to the Share Subscription Agreement, SSA, SPA 1 and/or SPA 2, including but not limited to, authorising the completion of each agreement as and when the Board deems fit; and (iii) to do all such acts and things as they may consider necessary or expedient to implement, finalise and give full effect to the Proposals.”

By order of the Board,
ORIENTAL HOLDINGS BERHAD

TAI YIT CHAN (MAICSA 7009143) (SSM PC No.: 202008001023)
ONG TZE-EN (MAICSA 7026537) (SSM PC No.: 202008003397)

JOINT COMPANY SECRETARIES

Date: 29 January 2026

Notes on appointment of proxy and voting:

1. *The EGM will be held at **Plenitude Grand Ballroom, Level 3, Ascott Gurney Penang, No. 18, Gurney Drive, 10250 George Town, Penang, Malaysia**. The Notice of EGM of the Company and the Form of Proxy are published on the Company's corporate website at www.ohb.com.my.*
2. *A proxy may but need not be a member of the Company.*
3. *The instrument appointing a proxy must be deposited / submitted via the following ways not less than forty-eight (48) hours before the time set for holding the EGM or at any adjournment thereof:*
 - (i) **By hardcopy form**
The Form of Proxy must be deposited with the Poll Administrator at Boardroom Share Registrars Sdn Bhd, 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia.
 - (ii) **By electronic form**
The Form of Proxy can be electronically submitted with the Poll Administrator through the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. Please refer to the Administrative Guide available on the Company's corporate website for the procedures on electronic lodgement of Form of Proxy.
4. *A member entitled to attend and vote is entitled to appoint not more than two (2) proxies to attend and vote in his stead. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.*
5. *Where a member of the Company is an authorised nominee as defined under the Securities Industries (Central Depositories) Act 1991 (“**SICDA**”), it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary stocks of the Company standing to the credit of the said securities account.*
6. *Where a member of the Company is an exempt authorised nominee which holds ordinary stocks in the Company for multiple beneficial owners in one (1) securities account (“**omnibus account**”), there shall be 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 which is exempted from compliance with the provisions of subsection 25A(1) of the SICDA.*
7. *If the appointer is a corporation, the Form of Proxy must be executed under the corporation's common seal or under the hand of an officer or an attorney duly authorised.*
8. *In respect of deposited securities, only a Depositor whose name appears on the Record of Depositors on **5 February 2026** (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint a proxy to attend and/or vote on his/her behalf.*