

OM HOLDINGS LIMITED
(ARBN 081 028 337)
(Malaysian Registration No. 202002000012 (995782-P))
Incorporated in Bermuda



No. of Pages Lodged: 17

15 April 2026

ASX Market Announcements
ASX Limited
4th Floor
20 Bridge Street
SYDNEY NSW 2000

Dear Sir/Madam

2026 ANNUAL GENERAL MEETING & EXPLANATORY STATEMENT

Please find attached the Company's 2026 Notice of Annual General Meeting and Explanatory Statement convening the meeting to be held at Hotel Indigo Singapore Katong, 86 East Coast Road, Katong Square, Joo Chiat Room, Level 7, Singapore 428788 on Thursday, 14 May 2026, commencing at 10.00am (Singapore SGT / Malaysia MYT / Perth AWST).

Yours faithfully

OM HOLDINGS LIMITED

Heng Siow Kwee/Julie Wolseley
Joint Company Secretary

Further enquiries please contact:

Ms Ng Ruiqi

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This ASX announcement was authorised for release by the Board of OM Holdings Limited.

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59200 Kuala Lumpur, Malaysia

ASX Code: OMH | Bursa Code: OMH (5298)



OM HOLDINGS LIMITED
ARBN 081 028 337
Malaysian Registration No. 202002000012
(Incorporated in Bermuda)

NOTICE OF ANNUAL GENERAL MEETING
EXPLANATORY STATEMENT
AND
PROXY FORM

Date of Meeting
Thursday, 14 May 2026

Time of Meeting
10.00am, (Perth AWST/ Malaysia MYT/ Singapore SGT)

Place of Meeting
Hotel Indigo Singapore Katong, 86 East Coast Road, Katong Square,
Joo Chiat Room, Level 7, Singapore 428788

All resolutions to be considered at the Annual General Meeting (“AGM”) will be decided by a poll to be conducted at the AGM.

Shareholders are strongly encouraged to lodge their completed Proxy Forms in accordance with the instructions in this Notice of AGM.

THIS NOTICE OF ANNUAL GENERAL MEETING AND EXPLANATORY STATEMENT SHOULD BE READ IN ITS ENTIRETY. IF SHAREHOLDERS ARE IN ANY DOUBT AS TO HOW THEY SHOULD VOTE, THEY SHOULD SEEK ADVICE FROM THEIR PROFESSIONAL ADVISORS WITHOUT DELAY.

OM HOLDINGS LIMITED
ARBN 081 028 337
Malaysian Registration No. 202002000012
(Incorporated in Bermuda)

NOTICE OF 2026 ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting ("**AGM**") of the Shareholders of OM Holdings Limited ARBN 081 028 337, Malaysian Registration No. 202002000012 ("**OMH**" or the "**Company**") will be held at Hotel Indigo Singapore Katong, 86 East Coast Road, Katong Square, Joo Chiat Room, Level 7, Singapore 428788 on Thursday, 14 May 2026 commencing at 10.00am (Perth AWST, Malaysia MYT, Singapore) ("**Meeting**"), for the purpose of transacting the following business.

ITEMS OF BUSINESS:

An explanatory statement containing information in relation to the following Resolutions accompanies this Notice ("**Explanatory Statement**").

RESOLUTION 1 – FINANCIAL STATEMENTS AND REPORTS

To consider and, if thought fit to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That the Company receive and consider the following documents:

- (a) the statement of financial position of the Company as at 31 December 2025;
- (b) the consolidated financial statements of the Company and its controlled entities as at and for the year ended 31 December 2025; and
- (c) the reports of the Directors and the report of the auditor of the Company ("**Auditor**") on the financial statements of the Company and on the consolidated financial statements of the Company and its controlled entities."

RESOLUTION 2 – RE-ELECTION OF MR ZAINUL ABIDIN BIN MOHAMED RASHEED AS A DIRECTOR

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That, in accordance with Bye-law 88 and ASX Listing Rule 14.4, Mr Zainul Abidin Bin Mohamed Rasheed retires and, being eligible for re-election, be re-elected as a Director."

RESOLUTION 3 – RESOLUTION 3 – RE-ELECTION OF DATO' ABDUL HAMID BIN SH MOHAMED AS A DIRECTOR

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That, in accordance with Bye-law 88 and ASX Listing Rule 14.4, Dato' Abdul Hamid Bin Sh Mohamed retires and, being eligible for re-election, be re-elected as a Director."

RESOLUTION 4 – APPROVAL OF RE-APPOINTMENT OF AUDITOR

To consider and, if thought fit, to pass, with or without amendment, the following Resolution as an **ordinary resolution**:

"That, in accordance with Bye-laws 155 and 157, Shareholders re-appoint Foo Kon Tan LLP as the Company's Auditor with a remuneration to be determined by the Directors."

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ITEMS OF OTHER BUSINESS:

To deal with any other business which may be brought forward at the Meeting in accordance with the Bye-laws or the Companies Act.


VOTING GUIDE

Shareholders may refer to the voting procedures detailed below provided by the Company's respective share registries on the lodgement of Proxy Forms and submission of votes.

Definitions

Certain abbreviations and other defined terms are used throughout this Notice and in the Explanatory Statement which accompanies this Notice. Defined terms are generally identifiable by the use of an upper case first letter. Details of the definitions and abbreviations are set out in the Glossary to the Explanatory Statement.

By order of the Board



Heng Siow Kwee/Julie Wolseley
JOINT COMPANY SECRETARY
Dated: 15 April 2026

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NOTES

- In accordance with Bye-law 47, it has been determined by the Board that the Shareholders entitled to attend and vote at the Annual General Meeting shall be those Shareholders recorded on the Company's Australian Share Register and Malaysian Share Register (in the form of the Record of Depositors of the Central Depository System "CDS") as at 10.00am (Perth AWST and Malaysia MYT) on **Thursday, 7 May 2026**. Only those Shareholders will be entitled to participate and vote at the Annual General Meeting on **Thursday, 14 May 2026**.
- As the transmission of Shares from the Australian Share Register to the Malaysian Share Register may require up to four (4) business days, the Company strongly recommends Shareholders not to submit any request for transfer between the Australian Share Register to the Malaysian Share Register or vice versa from 4 May 2026 to 7 May 2026 (inclusive) to ensure for completeness that Shareholders will be captured on one of the respective share registers.
- The Company welcomes the participation of Shareholders at the AGM. Shareholders are invited to lodge relevant questions in advance of the AGM by sending an email containing their question(s) to investor_relations@ommaterials.com by 5pm (Perth AWST / Malaysia MYT) on Tuesday, 12 May 2026. It may not be possible to respond to all questions.
- All resolutions at the AGM will be decided on a poll. **Shareholders are therefore strongly encouraged to lodge directed proxies in advance of the AGM. For Shareholders who are unable to attend the AGM, you are encouraged to lodge a Proxy Form appointing the Chairman to vote on your behalf.**
- The Chairman of the AGM intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chairman of the AGM may change his voting intention on any resolution, in which case an ASX/Bursa Securities announcement will be made.
- To be valid, the Proxy Form (and any power of attorney under which it is signed) must be received at the Australian share registrar, Computershare Investor Services Pty Limited (in the case of Shareholders registered on the Australian Share Register) or the Malaysian share registrar, Tricor Investor & Issuing House Services Sdn Bhd (in the case of Shareholders registered on the Malaysian Share Register) as outlined below by 10.00am (Perth AWST / Malaysia MYT) on **Tuesday, 12 May 2026**. Any Proxy Form received after that time will not be valid for the scheduled AGM.
- The Company is committed to health and safety, including the health and safety of its Shareholders, employees and contractors. If you are not feeling well on the day of the AGM, you are strongly advised not to attend the AGM.
- Light refreshments (coffee and tea) will be provided at the AGM.
- There will be no distribution of door gifts at this AGM.
- No recording or photography of the AGM proceedings is allowed without the prior written permission of the Company.
- Only Shareholders who are registered on the Malaysian Share Register will be able to attend the Meeting remotely via the Remote Participation and Voting ("RPV") facilities which will be made available by the Malaysian share registrar, Tricor Investor & Issuing House Services Sdn Bhd. Details with respect to registration are provided on page 4 "Voting guide for Shares held on the Malaysian Share Register and are able to be traded on Bursa Malaysia Securities Berhad".

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VOTING GUIDE FOR SHARES HELD ON THE AUSTRALIAN SHARE REGISTER AND ARE ABLE TO BE TRADED ON ASX

Shareholders whose Shares are held on the Australian Share Register and are able to be traded on ASX are managed by the Company’s share registrar, Computershare Investor Services Pty Limited. Shareholders may submit their votes via the following methods.

- Online** At www.investorvote.com.au
- By mail** Share Registry – Computershare Investor Services Pty Limited, GPO Box 242, Melbourne Victoria 3001, Australia
- By fax** 1800 783 447 (within Australia)
+61 3 9473 2555 (outside Australia)
- By mobile** Scan the QR Code on your Proxy Form and follow the prompts
- Custodian voting** For Intermediary Online subscribers only (custodians) please visit www.intermediaryonline.com to submit your voting intentions

VOTING GUIDE FOR SHARES HELD ON THE MALAYSIAN SHARE REGISTER AND ARE ABLE TO BE TRADED ON BURSA MALAYSIA SECURITIES BERHAD (“BURSA SECURITIES”)

Shareholders whose Shares are held on the Malaysian Share Register and are able to be traded on Bursa Securities are managed by the Company’s share registrar, Tricor Investor & Issuing House Services Sdn Bhd (“TIIH” or “Tricor”).

PROCEDURES FOR REMOTE PARTICIPATION AND VOTING (“RPV”)

Shareholders/proxies/corporate representatives who wish to attend in person at the physical AGM or participate in the AGM remotely using the RPV are required to follow the procedures to register for RPV as summarised below:

Procedure	Action
(a) Register as a user at The Portal <i>(If you are an existing user with The Portal or had registered with TIIH Online portal previously, you are not required to register again. You will automatically receive a notification once the remote participation is available for registration at The Portal.)</i>	<ul style="list-style-type: none"> • Visit the website at https://srmy.vistra.com. • Click “Register” and select “Individual Holder” and complete the New User Registration Form. • For guidance, you may refer to the tutorial guide available on the homepage. • Once registration is completed, you will receive an email notification to verify your registered email address. • After verification, your registration will be reviewed and approved within one (1) business day. A confirmation email will be sent once approved. • Once you received the confirmation, activate your account by creating your password.

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<p>(b) Pre-register your attendance for the 2026 AGM</p>	<ul style="list-style-type: none"> • Registration is open from Wednesday, 15 April 2026 until 10.00 am (Malaysia MYT) on Tuesday, 12 May 2026. • Login with your username (i.e. email address) and password and select the corporate event: “OM HOLDINGS LIMITED AGM 2026”. • Navigate to the three (3)-dots menu on the right side of the corporate event and choose “Registration”. • Read and agree to the Terms & Conditions and confirm the Declaration. • Review your details and proceed to submit your registration. Refer to “Submission History” for registration record. • Your registration will be verified against the ROD as at 7 May 2026. • Once approved, you will receive an email confirming your registration for remote participation together with details on RPV procedures. • If your registration is not approved, you will also receive an email notification. <p>PLEASE NOTE: <i>New users of The Portal are advised to allow sufficient time for registration approval process to ensure successful log in and participation in the 2026 AGM.</i></p>
<p>(c) Participate through live streaming on the 2026 AGM Day</p>	<ul style="list-style-type: none"> • Login with your username (i.e. email address) and password for remote participation at the 2026 AGM at any time from 9.00 a.m. (Malaysia MYT) i.e. one (1) hour before the commencement of the AGM 2026 on Thursday, 14 May 2026 at 10.00 a.m. (Malaysia MYT). • Select the corporate event: “OM HOLDINGS LIMITED AGM 2026” to engage in the 2026 AGM proceedings remotely. • If you have any question for the Chairman/Board, you may use the Query Box to transmit your question. The Chairman/Board will try to respond to questions submitted by you during the 2026 AGM. If the questions are received late after the Questions & Answers session, the responses will be emailed to you after the meeting. • Please note that the quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
<p>(d) Online Remote Voting</p>	<ul style="list-style-type: none"> • The voting session commences from 10.00 a.m. (Malaysia MYT) on Thursday, 14 May 2026 until a time when the Chairman announces the end of the session. • Indicate your votes for the resolutions that are tabled for voting. • Confirm and submit your votes. <p><u>Note for physical attendee:</u> <i>You are required to register for RPV to cast your vote as all voting shall be casted via The Portal.</i></p>
<p>(e) End of remote participation</p>	<ul style="list-style-type: none"> • Upon the announcement by the Chairman on the closure of the AGM, the live streaming will end.

APPOINTMENT OF PROXY OR CORPORATE REPRESENTATIVE

Shareholders who appoint proxy(ies) to attend the AGM must ensure that their duly executed Proxy Form is deposited in hard copy form or by electronic means to Tricor no later than **Tuesday, 12 May 2026 at 10.00 am (Malaysia MYT)**.

The appointment of a proxy may be made in hard copy form or by electronic means in the following manner:

(i) **In hard copy form**

In the case of an appointment made in hard copy form, the Proxy Form must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop-in box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(ii) **By electronic form**

The Proxy Form can be electronically lodged with the Share Registrar of the Company via Vistra Share Registry and IPO (MY) portal ("The Portal") at <https://srmy.vistra.com>. Kindly refer to the guide below on the procedures for electronic lodgement of Proxy Form via The Portal.

For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop-in box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **Tuesday, 12 May 2026 at 10.00 am (Malaysia MYT)** to attend the AGM. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
- (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
- (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

PROCEDURE FOR ELECTRONIC LODGEMENT OF PROXY FORM BY SHAREHOLDERS ON MALAYSIAN SHARE REGISTER

i. <u>Steps for Individual Members</u>		
(a)	Register as a User with The Portal	<ul style="list-style-type: none">• Please follow the steps to register as a user to The Portal as mentioned above in item 4(a).
(b)	Proceed with submission of Proxy Form	<ul style="list-style-type: none">• Login to The Portal at https://srmy.vistra.com with your username (i.e. email address) and password.• Select the corporate event: "OM HOLDINGS LIMITED AGM 2026".• Navigate to the three (3)-dots menu of the right side of corporate event and choose "Submission of Proxy Form".• Read and agree to the Terms & Conditions and confirm the Declaration.• Indicate the number of shares for your proxy(ies) to vote on your behalf.• Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman of the Meeting as your proxy.• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote.• Review and confirm your proxy(ies) appointment.• Print Form of Proxy for your record.

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ii. Steps for Corporation or Institutional Members		
(a)	Register as a User with The Portal	<ul style="list-style-type: none"> • Visit the website at https://srmy.vistra.com. • Click “Register” and select “Representative of Corporate Holder” and complete the New User Registration Form. • Complete the registration form with your personal details and upload the required documents. • Once registration is completed, you will receive an email notification to verify your registered email address. • After verification, your registration will be reviewed and approved within two (2) business days. A confirmation email will be sent once approved. • Once you receive the confirmation, activate your account by creating your password. <p><i>(Note: The representative of a corporation or institutional member must register as a user in accordance with the above steps before he/she can subscribe to this corporate member electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> • Login to The Portal at https://srmy.vistra.com with your username (i.e. email address) and password. • Select the corporate event: “OM HOLDINGS LIMITED AGM 2026”. • Navigate to the icon “>” on the right side of the corporate event. • Read and agree to the Terms & Conditions and confirm the Declaration. • Select the corporate holder’s name. • Proceed to download the submission file. • Prepare the file for the appointment of proxies by inserting the required data. • Proceed to upload the duly completed proxy appointment file. • Select “Confirm” to complete your submission. • Print the confirmation report of your submission for your record.

GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)

Only a depositor whose name appears on the ROD as at **7 May 2026** shall be entitled to attend, speak and vote at the AGM or appoint proxy(ies) to attend and/or vote on his/her behalf.

PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

- Shareholders may submit questions for the Board in advance of the 2026 AGM via The Portal at <https://srmy.vistra.com> by logging in to The Portal.
- Select the corporate event: “**OM HOLDINGS LIMITED AGM 2026**”.
- Navigate to the three (3)-dots menu on the right side of the corporate event and choose “**Submission of Question**”.
- Pose and submit questions electronically no later than **Tuesday, 12 May 2026 at 10.00 am (Malaysia MYT)**. The Board will endeavor to answer the questions received at the AGM.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Monday to Friday from 9.00 am to 5.30 pm (Malaysia MYT) (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299

Email : is.enquiry@vistra.com

Contact persons : Mr Harraz Iman : +603-2783 9242 / Email: muhammad.harraz.iman@vistra.com

Mr Ali Iqram Haziq : +603-2783 9145 / Email: ali.iqram.haziq@vistra.com

Ms Vivien Khoh : +603-27839250 / Email: vivien.khoh@vistra.com

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OM HOLDINGS LIMITED

ARBN 081 028 337

Malaysian Registration No. 202002000012
(Incorporated in Bermuda)

EXPLANATORY STATEMENT

This Explanatory Statement is intended to provide Shareholders with sufficient information to assess the merits of the proposals to which the Resolutions contained in the accompanying Notice relates. The Directors recommend Shareholders read this Explanatory Statement in full before making any decision in relation to the Resolutions. The following information should be noted in respect of the various matters contained in the accompanying Notice:

1. **Resolution 1 – Approval of 2025 Financial Statements and Reports**

Resolution 1 addresses an item of regular business and is self-explanatory. A copy of the Company's 2025 consolidated financial statements and reports are available on the Company's website at www.omholdingsltd.com.

During this item of business, Shareholders will be given a reasonable opportunity to ask questions and make comments about the reports, and the business and management of the Company. Shareholders will also be given a reasonable opportunity to ask a representative of the Company's Auditor, Foo Kon Tan LLP, Public Accountants and Chartered Accountants, questions in relation to the conduct of the audit (including the independence of the Auditor), the preparation and content of the Auditor's Report and the accounting policies adopted by the Company.

The Board unanimously recommends that Shareholders vote in favour of Resolution 1.

2. **Resolutions 2 and 3 – Re-election of Mr Zainul Abidin Bin Mohamed Rasheed and Dato' Abdul Hamid Bin Sh Mohamed as Directors**

2.1 **Background to Resolutions 2 and 3**

Under the Company's Bye-laws, at each annual general meeting of the Company, one-third of the Directors are required to retire from office by rotation, with every Director (excluding the Managing Director of the Company) being required to retire at least once every three years as required by the ASX Listing Rules. Therefore, and in accordance with this retirement by rotation requirement (noting that Bye-law 88(2) requires that any Director appointed in accordance with Bye-law 87(2) as an addition to the Board must not be taken into account when determining which particular Directors or the number of Directors that are to retire by rotation), at least two of the Directors are required to retire by rotation at the close of the Meeting.

The Directors to retire by such rotation at the Annual General Meeting are those Directors who have been longest in office since their last election (and, if applicable, Directors elected on the same day may agree among themselves or determine by lot which of them must retire). Dato' Abdul Hamid Bin Sh Mohamed, who was re-elected at the Company's 2024 Annual General Meeting, has agreed to retire by rotation. The other Director who has been longest in office since their last election is Mr Zainul Abidin Bin Mohamed Rasheed, who was re-elected at the Company's 2023 Annual General Meeting.

Accordingly, Mr Zainul Abidin Bin Mohamed Rasheed and Dato' Abdul Hamid Bin Sh Mohamed will retire by rotation at the end of the Meeting, and each being eligible, offer themselves for re-election at the Meeting.

Brief profiles of each Director seeking re-election at the Meeting are set out below.

2.2 **Resolution 2 – Re-election of Mr Zainul Abidin Bin Mohamed Rasheed as a Director**

In accordance with Bye-law 88 and ASX Listing Rule 14.4, Mr Zainul Abidin Bin Mohamed Rasheed, being an independent Non-Executive Director of the Company, retires by way of rotation and, being eligible, offers himself for re-election as a Director of the Company. Mr Zainul's non-executive Director's fees are disclosed in the 2025 Annual Report.

Mr Zainul graduated with a Bachelor of Arts (Honours) in Economics and Malay Studies from the University of Singapore. Mr Zainul was a Member of Parliament (from 1997-2011) and served as the Senior Minister of the

State for the Ministry of Foreign Affairs of the Government of Singapore, a position he held since 2006. Prior to serving in government service, Mr Zainul had an illustrious career in journalism which included the positions of Editor of Berita Harian, The Singapore Business, The Sunday Times and Associate Editor of The Straits Times.

Mr Zainul completed serving as the Ambassador to Kuwait (Non-Resident), a position he held for 13 years since 2011. He was formerly the Foreign Minister's Special Envoy to the Middle East. Mr Zainul also served as a Corporate Adviser to Singapore's Temasek International Pte Ltd, and was a member of the Temasek Foundation Cohesion & Resilience Executive Board. Mr Zainul also served as a member of the Board of Directors of Mediacorp. He currently serves as a member of the Nanyang Technological University Board of Trustees.

Mr Zainul has served on numerous government agencies, councils and civic organizations including Executive Secretary of the Singapore Port Workers' Union, a member of the Board of Directors of the Port of Singapore Authority, President of the Singapore Islamic Religious Council, Chairman of the Malay Heritage Foundation, Chief Executive Officer of the Council for the Development of the Singapore Malay/Muslim Community (MENDAKI), the Council for Security Co-operation in the Asia Pacific, the National University of Singapore Council as well as being the Patron of the Singapore Rugby Union and Adviser to the Hockey Federation.

Mr Zainul as an independent Non-Executive Director of the Company is a member of the Company's Remuneration Committee.

The Board unanimously recommends that Shareholders vote in favour of Resolution 2.

2.3 Resolution 3 – Re-election of Dato' Abdul Hamid Bin Sh Mohamed as a Director

In accordance with Bye-law 88 and ASX Listing Rule 14.4, Dato' Abdul Hamid Bin Sh Mohamed, being an independent Non-Executive Director of the Company, retires by way of rotation and, being eligible, offers himself for re-election as a Director of the Company.

Dato' Abdul Hamid Bin Sh Mohamed is a Fellow of the Association of Chartered Certified Accountants. He commenced his career in an accounting firm before joining Bumiputera Merchant Bankers Berhad, a merchant and investment bank, and subsequently Amanah Capital Malaysia Berhad, another financial institution group owned then by the largest unit trust fund Manager in Malaysia.

Dato' Abdul Hamid eventually joined the Kuala Lumpur Stock Exchange ("KLSE"), now known as Bursa Securities where he rose from Senior Vice President Strategic Planning & International Affairs, subsequently to Deputy President (Strategy and Development) and finally to the position of Chief Financial Officer. During his 5 years with KLSE, he led several major projects including the acquisition of Kuala Lumpur Options and Financial Futures Exchange, Commodity and Monetary Exchange of Malaysia and the subsequent merger of both exchanges to form the Malaysian Derivatives Exchange, as well as the acquisition of Malaysian Exchange of Securities Dealing and Automated Quotation. He also led KLSE's demutualisation exercise.

Dato' Abdul Hamid holds directorships in various companies in Malaysia including as Non-Independent Non-Executive Chairman of Orkim Berhad, a company listed on Bursa Malaysia, director of MMC Corporation Berhad (a previously listed company on Bursa Malaysia), and a director of Ekuiti Nasional Berhad (a Malaysian government-linked private equity company). He is currently an Executive Director of Symphony House Sdn Bhd, a privately owned investment holding company, since December 2003. Other significant directorships include PT Maybank Sekuritas Indonesia, a wholly owned subsidiary of Maybank Group.

Dato' Abdul Hamid as an independent Non-Executive Director of the Company is the Chairman of the Company's Audit Committee.

The Board unanimously recommends that Shareholders vote in favour of Resolution 3.

3. Resolution 4 – Approval of Re-appointment of Auditor

The Company's current Auditor, Foo Kon Tan LLP, Public Accountants and Chartered Accountants, offer themselves for re-appointment. Bye-law 155 of the Company's Bye-laws requires the auditor to be appointed by Shareholders at the annual general meeting or at a subsequent special general meeting in each year. Bye-law 157 requires the remuneration of the auditor to be fixed by the Company in general meeting or in such other manner as the Shareholders may determine. It is recommended that the Directors, in their absolute discretion, determine the remuneration of the Auditor.

The Board is satisfied that Foo Kon Tan LLP is independent of the Company and Foo Kon Tan LLP has not brought to the Board's attention any matters which would indicate that Foo Kon Tan LLP has contravened its auditor independence requirements under its statutory obligations or is in contravention of any applicable code of professional conduct.

The audit fees fees to Foo Kon Tan LLP for the year ended 31 December 2025 totalled US\$142,875. Foo Kon Tan LLP provided no other services to the Company other than the services mentioned above.

The Board unanimously recommends that Shareholders vote in favour of Resolution 4.

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GLOSSARY

"**Annual General Meeting**" or "**Meeting**" means the 2026 annual general meeting of the Company to be held pursuant to the Notice.

"**ASX**" means ASX Limited ABN 98 008 624 691, or the financial market operated by it, as the context requires.

"**ASX Listing Rules**" means the Listing Rules of ASX, as amended or replaced from time to time.

"**ASIC**" means the Australian Securities and Investments Commission.

"**Australian Share Register**" means Shares able to be traded on the ASX and managed by the Australian share registrar, Computershare Investor Services Pty Limited (ABN 48 078 279 277).

"**A\$**" means the currency of Australia.

"**Board**" means the board of directors of the Company from time to time.

"**Bursa Securities**" means Bursa Malaysia Securities Berhad, or the financial market operated by it, as the context requires.

"**Bye-laws**" means the Company's Bye-laws, as amended from time to time.

"**Directors**" means the directors of the Company.

"**Explanatory Statement**" means this explanatory statement, accompanying the Notice.

"**Malaysian Share Register**" means Shares able to be traded on Bursa Securities and managed by the Malaysian share registrar, Tricor Investor & Issuing House Services Sdn Bhd (Registration No. 197101000970 (11324-H)).

"**Notice**" means the notice of annual general meeting of the Company which accompanies this Explanatory Statement.

"**Proxy Form**" means the proxy form accompanying the Notice.

"**Resolution**" means the resolution contained in the Notice.

"**Shareholder**" means a holder of Shares in the Company.

"**Shares**" means a fully paid ordinary share with a par value of A\$0.05 in the Company.

"**US\$**" means the currency of the United States of America.

OM HOLDINGS LIMITED

ARBN 081 028 337

**Malaysian Registration No. 202002000012
(Incorporated in Bermuda)**



Singapore Office:

10 Eunos Road 8 Singapore Post Centre

#09-03A, Singapore 408600

Tel: 65-6346 5515 Fax: 65-6342 2242

Email address: om@ommaterials.com

Website: www.omholdingsltd.com

Malaysian Registered Office:

Unit 30-01, Level 30, Tower A

Vertical Business Suite Avenue 3

Bangsar South, No.8, Jalan Kerinchi

59200 Kuala Lumpur, Malaysia

ASX Code: OMH - Bursa Code: OMH (5298)

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