



**SPORTS TOTO BERHAD**  
[Registration No. 196901000688 (9109-K)]  
(Incorporated in Malaysia)

## **NOTIFICATION TO SHAREHOLDERS ANNUAL GENERAL MEETING ("AGM")**

Dear Valued Shareholders of Sports Toto Berhad ("**Company**"),

We are pleased to invite you to attend and participate in the AGM of the Company which will be held as follows:

|               |                                                                                                                   |
|---------------|-------------------------------------------------------------------------------------------------------------------|
| Date          | : Friday, 5 December 2025                                                                                         |
| Time          | : 10.00 a.m.                                                                                                      |
| Meeting Venue | : Perdana Ballroom, Bukit Jalil Golf & Country Resort<br>Jalan Jalil Perkasa 3, Bukit Jalil<br>57000 Kuala Lumpur |

Issuance of documents by electronic means by a listed issuer to its securities holders

Pursuant to Paragraph 2.19B of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and Clause 191 of the Company's Constitution, we wish to notify you that the Company has discontinued with the delivery of any documents to its shareholders in printed copies as part of the Company's sustainability initiatives to be more environmentally friendly.

Please scan the QR Code for the following documents which can be viewed and downloaded from the Company's website at [www.berjaya.com/sports-toto/](http://www.berjaya.com/sports-toto/) and such documents are also available at the website of Bursa Malaysia Securities Berhad at [www.bursamalaysia.com](http://www.bursamalaysia.com):

- (1) Annual Report 2025;
- (2) Notice of AGM, Form of Proxy and Administrative Guide;
- (3) Circular/Statement to Shareholders dated 27 October 2025 in relation to the:-
  - (a) Proposed Renewal of and New Shareholders' Mandate For Recurrent Related Party Transactions of A Revenue or Trading Nature and
  - (b) Proposed Renewal of Authority for the Company to Purchase Its Own Shares.



You may request for a printed copy of the above documents through our Share Registrar, Berjaya Registration Services Sdn Bhd, at the number/email address/website as set out below. The printed copy will be sent to you as soon as practicable after receipt of your request.

Should you require assistance on the above matter, kindly contact our Share Registrar at:

Contact person : Cik Norazilah Binti Azman  
Tel : 03-2145 0533  
Email : [shareg@berjayareg.com.my](mailto:shareg@berjayareg.com.my)  
Website : <https://www.berjayaregistration.com.my>

Thank you.

Yours faithfully,  
For and on behalf of the Board of Directors of  
**SPORTS TOTO BERHAD**

**Dato' Sri Robin Tan Yeong Ching**  
Non-Independent Executive Chairman  
27 October 2025



**SPORTS TOTO BERHAD**  
[Registration No. 196901000688 (9109-K)]  
(Incorporated in Malaysia)

## **ADMINISTRATIVE GUIDE FOR ANNUAL GENERAL MEETING ("AGM" OR "THE MEETING")**

Meeting Day and Date : Friday, 5 December 2025  
Time : 10.00 a.m.  
Meeting Venue : Perdana Ballroom  
Bukit Jalil Golf & Country Resort  
Jalan Jalil Perkasa 3  
Bukit Jalil  
57000 Kuala Lumpur

### **1. ELIGIBILITY TO ATTEND BASED ON THE RECORD OF DEPOSITORS**

Only shareholders whose names appear on the Record of Depositors as at 28 November 2025 shall be entitled to attend, participate, speak and vote at the AGM or appoint proxy or in case of a corporation to appoint corporate representative(s) to attend, participate, speak and/or vote on his/her behalf by returning the duly executed Form(s) of Proxy.

### **2. REGISTRATION AND IDENTIFICATION WRISTBAND**

- 2.1 The registration of the AGM will start at 8.00 a.m. on Friday, 5 December 2025 and will remain open until the conclusion of the AGM or such time as announced by the Chairman of the Meeting.
- 2.2 Please read and follow the signages placed around the Resort as to where you should register for the Meeting and join the queue accordingly.
- 2.3 Please present your **ORIGINAL MyKad** (for Malaysian) or **Passport** (for non-Malaysian) at the registration counters for verification and registration. Kindly ensure that you have collected your original MyKad or Passport upon completion of the registration process. Any registration on behalf of another person using their original MyKad or Passport is not permitted.

Upon verification and successful registration, please ensure you sign on the attendance list and you will be provided with the following:-

- (a) **One (1) Identification Wristband.** No person will be allowed to enter the Meeting Venue without wearing the Identification Wristband. In the event that the Identification Wristband is lost or misplaced, no replacement will be issued.
- (b) **QR code** to access the e-voting system using your own smartphone/tablet.

- 2.4 Please approach our Help Desk for any enquiry or clarification.

### **3. PARKING**

There is a designated parking area at the Resort. Kindly follow the directional signs to the designated parking area. Parking is free on a first-come, first-served basis and is subject to availability.

### **4. APPOINTMENT OF PROXY**

If you are unable to attend the AGM, you may appoint a proxy or the Chairman of the Meeting as your proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

Please ensure that the hard copy of the original Form of Proxy is deposited at the Company's Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1, Jalan Imbi, 55100 Kuala Lumpur OR alternatively, the Form of Proxy may be submitted electronically ("eProxy Form") via Boardroom Smart Investor Portal ("BSIP") at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time appointed for holding the AGM, i.e. latest by **Wednesday, 3 December 2025 at 10.00 a.m.** The procedures for the registration and the eProxy Form submission are set out in Appendix I.

If you wish to personally attend the Meeting, please do not submit any Form of Proxy. You will not be allowed to attend the Meeting together with a proxy appointed by you.

# ADMINISTRATIVE GUIDE FOR ANNUAL GENERAL MEETING ("AGM" OR "THE MEETING")

## 5. REVOCATION OF PROXY

If you have submitted your Form of Proxy either in hard copy or by electronic means prior to the AGM, and subsequently, you have decided to appoint another person or wish to attend and participate in the AGM by yourself, please revoke your earlier appointed proxy at least forty-eight (48) hours before the AGM. Please find below the steps for revocation of eProxy Form or hard copy Proxy Form:-

| eProxy Form                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Hard copy Proxy Form                                                                                                                                                                                    |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"><li>Go to <b>"Meeting Event"</b> and select <b>"SPORTS TOTO BERHAD ANNUAL GENERAL MEETING"</b> from the list of companies and click <b>"Enter"</b>.</li><li>Go to <b>"PROXY"</b> and click on <b>"Submit Another eProxy Form"</b>.</li><li>Go to <b>"Submitted eProxy Form List"</b> and click <b>"View"</b> for the eProxy Form.</li><li>Click <b>"Cancel/Revoke"</b> at the bottom of the eProxy Form.</li><li>Click <b>"Proceed"</b> to confirm.</li></ul> | <ul style="list-style-type: none"><li>Please write in to <a href="mailto:bsr.helpdesk@boardroomlimited.com">bsr.helpdesk@boardroomlimited.com</a> to revoke the appointment of proxy/proxies.</li></ul> |

Upon revocation, proxy appointed earlier will not be allowed to attend the AGM. In such event, shareholders should advise their proxy accordingly.

## 6. SUBMISSION OF QUESTIONS PRIOR TO THE AGM

### 6.1 Prior to AGM

- (a) Shareholders and proxies who wish to submit questions before the AGM may submit your questions via BSIP website at <https://investor/boardroomlimited.com> not later than 10.00 a.m. on Wednesday, 3 December 2025.
- Login to your BSIP account and click **"Meeting Event"** and then go to **"SPORTS TOTO BERHAD ANNUAL GENERAL MEETING"** and click **"Enter"**.
  - Thereafter, click "Submit Question" to pose and submit your question(s).
- (b) The Chairman or the Board of Directors will endeavor to provide responses to the questions submitted/posed during the meeting session. Similar questions relating to the same subject matter will be grouped and a consolidated response will be provided.

### 6.2 During the AGM

Verified shareholder(s), proxy(ies) and corporate representative(s) may also speak or raise questions during the meeting.

## 7. VOTING PROCEDURES

- 7.1 Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the Meeting will be conducted by poll. The Company has appointed Boardroom Share Registrars Sdn. Bhd. as the Poll Administrator to conduct the poll by way of electronic voting ("e-Voting") and SKY Corporate Services Sdn. Bhd. as Independent Scrutineer to verify and validate the results of the poll.

Steps to vote:

- (a) Scan the QR code provided upon registration on the day of the AGM via your own smartphone/tablet; or
  - (b) e-Polling kiosks at the Meeting Venue.
- 7.2 The Chairman will invite the Poll Administrator to provide a briefing on the e-Polling housekeeping rules. The e-Polling session will commence from the start of the meeting at 10.00 a.m. on Friday, 5 December 2025 or such other time as may announced by the Chairman, and will continue until the time declared by the Chairman at the end of the e-Polling session.

# ADMINISTRATIVE GUIDE FOR ANNUAL GENERAL MEETING ("AGM" OR "THE MEETING")

## 8. MOBILE DEVICES

- 8.1 Please ensure that all mobile devices (i.e. phones or other sound emitting devices) are put on silent mode during the AGM to ensure smooth and uninterrupted proceedings.
- 8.2 Photography and recording of the AGM proceedings, either vocal and/or audio-visual, are strictly prohibited.

## 9. PERSONAL BELONGINGS

Please take care of your personal belongings. The Company will not be held responsible for any missing personal belongings.

## 10. ANNUAL REPORT

- (i) The Annual Report 2025 is available on the Company's website, at [www.berjaya.com/sports-toto/](http://www.berjaya.com/sports-toto/) and Bursa Malaysia Securities Berhad's website at [www.bursamalaysia.com](http://www.bursamalaysia.com) under Company's Announcements section.
- (ii) You may request for a printed copy of the Annual Report by downloading the Request Form from the Share Registrar at <https://www.berjayaregistration.com.my/>.

### **Enquiry**

If you have any enquiries prior to the AGM, please contact the following during office hours from Monday to Friday (9.00 a.m. to 6.00 p.m.) (except public holiday):

### **Registered Office**

Address : Lot 13-01A, Level 13 (East Wing)  
Berjaya Times Square  
No. 1 Jalan Imbi  
55100 Kuala Lumpur

General Line : 603-2149 1999

Fax Number : 603-2143 1685

Email : [cosec@berjaya.com.my](mailto:cosec@berjaya.com.my)

### **The Share Registrar**

Address : Berjaya Registration Services Sdn Bhd  
09-27, Level 9  
Berjaya Times Square  
No. 1 Jalan Imbi  
55100 Kuala Lumpur

Contact person : Cik Norazilah Binti Azman

Tel : 603-2145 0533

Fax : 603-2145 9702

Email : [shareg@berjayareg.com.my](mailto:shareg@berjayareg.com.my)

### **BSIP Assistance**

If you have any enquiries relating to BSIP, please contact Boardroom during office hours from Monday to Friday (except weekends and Public Holiday) between 8.30 a.m. to 5.30 p.m. as set out below:-

### **Boardroom Share Registrars Sdn Bhd ("Boardroom")**

Address : 11th Floor, Menara Symphony,  
No. 5 Jalan Professor Khoo Kay Kim,  
Seksyen 13, 46200 Petaling Jaya,  
Selangor Darul Ehsan

Tel : 603-7890 4700 (Helpdesk)

Fax : 603-7980 4670

Email : [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)

# ADMINISTRATIVE GUIDE FOR ANNUAL GENERAL MEETING ("AGM" OR "THE MEETING")

## APPENDIX I

### BOARDROOM SMART INVESTOR PORTAL ("BSIP") USER GUIDE

If you wish to submit your Form(s) of Proxy electronically ("eProxy Form"), please refer to the procedure of electronic lodgement of Form of Proxy as set out below:-

**Step 1:** Register/Sign-up as an online user with BSIP (For first-time registration only). If you have previously registered/signed-up with BSIP, please proceed to Step 2.

- (1) Open an internet browser. The latest versions of Chrome, Firefox, Safari, Edge or Opera are recommended.
- (2) Go to the BSIP website at <https://investor.boardroomlimited.com>.
- (3) Please select the account type i.e. sign up either as "Individual Account" or "Corporate Account".

| Individual Account<br>(For Shareholder & Proxy)                                                                                                                                                                                                                                                                                                                              | Corporate Account<br>(For Representative of Corporate Holder<br>or Authorised Nominees)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"><li>Click <b>"Register"</b> to sign up for a user account and select the correct account type <b>"Sign up as Individual Shareholder"</b>.</li><li>Complete the registration with all required information. Upload and attach your MyKad (front and back) or Passport in JPEG, PNG or PDF format.</li><li>Click <b>"Sign Up"</b>.</li></ul> | <ul style="list-style-type: none"><li>Click <b>"Register"</b> to sign up for a user account and select the correct account type <b>"Sign up as Corporate Holder"</b>.</li><li>Complete the registration by providing with all the required information. Upload and attach your MyKad (front and back) or Passport in JPEG, PNG or PDF format, along with the completed authorisation letter.</li><li>Click <b>"Sign Up"</b>.</li></ul> <p><i>[Note: If you are appointed as the authorised representative for more than one (1) company, click the home button and select "Edit Profile" in order to add your representation after your BSIP registration has been approved.]</i></p> |

- (4) You will receive an e-mail from BSIP for e-mail address verification. Click **"Verify E-mail Address"** from the e-mail received to continue with the registration.
- (5) Once your email address is verified, you will be re-directed to BSIP for verification of your mobile number. Click **"Request OTP Code"** and an OTP Code will be sent to the registered mobile number. You will need to enter the OTP Code and click **"Enter"** to complete the process.
- (6) Your registration will be verified and approved within one (1) business day and an email notification will be provided.
- (7) Once the registration is completed, you can login at BSIP website at <https://investor.boardroomlimited.com> with the email address and password that you have provided during registration to proceed with the next step.

# ADMINISTRATIVE GUIDE FOR ANNUAL GENERAL MEETING ("AGM" OR "THE MEETING")

## APPENDIX I

### BOARDROOM SMART INVESTOR PORTAL ("BSIP") USER GUIDE (CONT'D)

#### Step 2: Lodgement of eProxy Form

- (1) Open an internet browser. Latest versions of Chrome, Firefox, Safari, Edge or Opera are recommended.
- (2) Go to BSIP website at <https://investor.boardroomlimited.com>.
- (3) Login your BSIP account with your registered email address and password.
- (4) Click "**Meeting Event**" and select "**SPORTS TOTO BERHAD ANNUAL GENERAL MEETING**" and click "**Enter**".

| By Shareholder and Corporate Holder                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | By Nominees Company                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <ul style="list-style-type: none"><li>• Select the Company that you are representing - for <b>Corporate Account user only</b>.</li><li>• Go to "<b>PROXY</b>" and click on "<b>Submit eProxy Form</b>".</li><li>• Enter your 9 digits CDS account number and number of securities held.</li><li>• Select your proxy/proxies appointment - either the Chairman of the meeting or individual named proxy/proxies.</li><li>• Read and accept the Terms and Conditions and click "<b>Next</b>".</li><li>• Enter the required particulars of your proxy/proxies.</li><li>• Indicate your voting instructions for each Resolution - <b>FOR, AGAINST, ABSTAIN or DISCRETIONARY</b>. If <b>DISCRETIONARY</b> is selected, your proxy/proxies will decide on your votes during poll at the meeting.</li><li>• Review and confirm your proxy/proxies appointment and click "<b>Submit</b>".</li><li>• Download or print the eProxy Form as acknowledgement.</li></ul> | <ul style="list-style-type: none"><li>• Select the Nominees Company that you are representing.</li><li>• Go to "<b>PROXY</b>" and click on "<b>Submit eProxy Form</b>".</li><li>• Click on "<b>Download Excel Template</b>" to download.</li><li>• Insert the appointment of proxy/proxies for each CDS account with the necessary data and voting instructions in the downloaded excel file template. Ensure inserted data is correct and orderly.</li><li>• Proceed to upload the duly completed excel file.</li><li>• Review and confirm your proxy/proxies appointment and click "<b>Submit</b>".</li><li>• Download or print the eProxy form as acknowledgement.</li></ul> |

- (5) Upon verification against the Record of Depositors as of 28 November 2025, your proxy will receive an email from BSIP once the registration is approved.



**SPORTS TOTO BERHAD**  
[Registration No. 196901000688 (9109-K)]  
(Incorporated in Malaysia)

## **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the Annual General Meeting of Sports Toto Berhad will be held at Perdana Ballroom, Bukit Jalil Golf & Country Resort, Jalan Jalil Perkasa 3, Bukit Jalil, 57000 Kuala Lumpur on Friday, 5 December 2025 at 10.00 a.m. for the following purposes:-

### **AGENDA**

#### **As Ordinary Business**

1. To receive the audited financial statements for the financial year ended 30 June 2025 and the Directors' and Auditors' Reports thereon. (Please refer to Note 1 of the Explanatory Notes)
2. To approve the payment of Directors' fees amounting to RM400,000.00 to the Non-Executive Directors of the Company for the financial year ended 30 June 2025. Resolution 1
3. To approve the payment of Directors' Benefits (excluding Directors' fees) to the Non-Executive Directors of the Company up to an amount of RM387,600.00 for the period from 6 December 2025 until the next Annual General Meeting of the Company to be held in 2026. Resolution 2
4. To re-elect the following Directors who retire pursuant to Clause 117 of the Company's Constitution:-  
(a) Dato' Sri Robin Tan Yeong Ching Resolution 3  
(b) Dato' Oon Weng Boon Resolution 4
5. To re-appoint Messrs Ernst & Young PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. Resolution 5

#### **As Special Business**

6. To consider and, if thought fit, pass the following Ordinary Resolutions:-

**(i) Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016**

"THAT subject always to the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Constitution of the Company and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot shares in the Company from time to time at such price and upon such terms and conditions and for such purposes as the Directors may 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 for the time being AND THAT the Directors be and are also empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing and quotation for the additional shares so issued AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

AND THAT pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 60 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the Company to be offered new shares ranking pari passu in all respects with the existing ordinary shares arising from the issuance and allotment of the shares pursuant to Sections 75 and 76 of the Companies Act 2016."

Resolution 6

## NOTICE OF ANNUAL GENERAL MEETING

### **(ii) Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

"THAT subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and its subsidiary companies, to enter into recurrent related party transactions of a revenue or trading nature with the related parties as specified in Section 2.3 of Part A of the Circular to Shareholders dated 27 October 2025 ("Proposed Mandate") which are necessary for the day-to-day operations and/or in the ordinary course of business of the Company and its subsidiary companies on terms not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company and that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which such ordinary resolution for the Proposed Mandate was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed;
- (b) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier;

AND FURTHER THAT authority be and is hereby given to the Directors of the Company and its subsidiary companies to complete and do all such acts and things (including executing such documents as may be required) to give effect to such transactions as authorised by this Ordinary Resolution."

Resolution 7

### **(iii) Proposed Renewal of Authority for the Company to Purchase Its Own Shares**

"THAT subject always to the Companies Act 2016, ("Act"), rules, regulations and orders made pursuant to the Act, provisions of the Company's Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Exchange") and the requirements of any other relevant authority, the Directors of the Company be and are hereby authorised to purchase such number of ordinary shares in the Company ("SPToto Shares") through the Exchange and to take all such steps as are necessary (including the opening and maintaining of a central depositories account under the Securities Industry (Central Depositories) Act 1991) and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time and to do all such acts and things in the best interests of the Company, subject further to the following:-

- (1) the maximum number of ordinary shares which may be purchased and held by the Company shall be equivalent to ten per centum (10%) of the total number of issued shares of the Company;
- (2) the maximum funds to be allocated by the Company for the purpose of purchasing the ordinary shares shall not exceed the total retained profits of the Company;

## NOTICE OF ANNUAL GENERAL MEETING

- (3) the authority shall commence immediately upon passing of this ordinary resolution until:-
- (a) the conclusion of the next Annual General Meeting ("AGM") of the Company following the AGM at which such ordinary resolution was passed, at which time it will lapse, unless by ordinary resolution passed at that general meeting, the authority is renewed, either unconditionally or subject to conditions; or
  - (b) the expiration of the period within which the next AGM after that date it is required by law to be held; or
  - (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first;

AND THAT upon completion of the purchase(s) of the SPToto Shares or any part thereof by the Company, the Directors of the Company be and are hereby authorised to deal with any SPToto Shares so purchased by the Company in the following manner :-

- (a) cancel all the SPToto Shares so purchased; or
- (b) retain all the SPToto Shares as treasury shares (of which may be dealt with in accordance with Section 127(7) of the Act); or
- (c) retain part thereof as treasury shares and subsequently cancelling the balance; or
- (d) in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of the Exchange and any other relevant authority for the time being in force."

Resolution 8

7. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

By Order of the Board

THAM LAI HENG MICHELLE  
(MAICSA 7013702)  
SSM Practising Certificate No. 202008001622  
Secretary

Kuala Lumpur  
27 October 2025

# NOTICE OF ANNUAL GENERAL MEETING

## NOTES:

### 1. Audited Financial Statements

The Audited Financial Statements are meant for discussion only as it does not require shareholders' approval pursuant to the provisions of Section 340(1)(a) of the Companies Act 2016. Hence, this item on the Agenda is not put forward for voting.

### 2. Directors' Fees

In August 2025, the Remuneration Committee ("RC") had conducted a review of the remuneration levels of the Non-Executive Directors and in view of the increasing responsibilities of Directors, time commitment required and the heightened regulatory and compliance requirements under the various laws and regulations, the Board, upon the recommendation of the RC, has proposed an increase in Directors' Fees from RM80,000.00 to RM100,000.00 per annum with effect from 1 July 2024 for each Non-Executive Director of the Company.

### 3. Directors' Benefits (excluding Directors' Fees)

Section 230(1) of the CA 2016 provides that "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. Pursuant thereto, shareholders' approval shall be sought at this Annual General Meeting ("AGM") for the payment of Directors' Benefits (excluding Directors' fees) payable to the Non-Executive Directors of the Company.

Resolution 2 is to seek shareholders' approval at the AGM for the payment of Directors' Benefits (excluding Directors' fees) payable to the Non-Executive Directors of the Company for the period from 6 December 2025 until the next AGM of the Company to be held in 2026.

The current Directors' Benefits (excluding Directors' fees) payable to the Non-Executive Directors for the Company comprises of meeting allowances, benefits-in-kind and other emoluments.

In determining the estimated amount of benefits payable to the Non-Executive Directors, the Board considered various factors including the number of scheduled meetings for the Board of Directors ("Board"), Board Committees and general meetings of the Company, assuming full attendance by all the Non-Executive Directors. The estimated amount also caters for unforeseen circumstances, for example, the appointment of additional Directors (if any) and, additional unscheduled Board/Board Committees meetings.

In the event, where the payment of Directors' Benefits (excluding Directors' fees) payable during the above period exceeded the estimated amount sought at this AGM, a shareholders' approval will be sought at the next AGM for the shortfall.

### 4. Re-election of Directors

Pursuant to Clause 117 of the Company's Constitution, one third (1/3) of the Directors shall retire from office at least once in every three (3) years at each AGM of the Company and the retiring Directors can offer themselves for re-election.

Resolution 3 and Resolution 4 are to seek shareholders' approval at this AGM for the re-election of Directors who retire by rotation pursuant to Clause 117 of the Company's Constitution.

Dato' Sri Robin Tan Yeong Ching and Dato' Oon Weng Boon ("Retiring Directors") have completed their respective declaration on the fitness and propriety, contribution and performance and calibre and personality in accordance with the Directors' Fit and Proper Policy of the Company.

The Board through the Nomination Committee ("NC") had undertaken an annual assessment evaluation and fit and proper assessment on the Retiring Directors who are seeking for re-election as Directors of the Company pursuant to Clause 117 of the Company's Constitution.

Based on the results of the assessment conducted, the NC was satisfied with the favourable evaluation of the overall performance and contributions of the Retiring Directors and the Retiring Directors have fulfilled the fit and proper criteria in accordance to the Directors' Fit and Proper Policy of the Company. Accordingly, NC recommended to the Board for re-election of the Retiring Directors. The Board has deliberated and endorsed the NC's recommendation and supports the re-election of Retiring Directors and recommended the re-election of Retiring Directors for approval by the shareholders at the forthcoming AGM. The Retiring Directors had abstained from deliberations and decisions on their re-election at the NC and Board Meetings.

The profiles of the Retiring Directors are set out in the Profile of Directors in the Company's 2025 Annual Report.

# NOTICE OF ANNUAL GENERAL MEETING

## 5. **Re-appointment of Auditors**

Resolution 5 is to seek shareholders' approval at the AGM for the re-appointment of Messrs Ernst & Young PLT ("EY") as Auditors of the Company until the conclusion of the next AGM of the Company and to authorise the Directors to fix their remuneration.

The Audit Committee ("AC") has considered and recommended to the Board on the re-appointment of EY as Auditors of the Company based on the results of the External Auditors Evaluation for the financial year ended 30 June 2025 wherein EY has satisfactorily performed their audit and that EY had discharged their professional responsibilities in accordance with its rules on professional conduct and ethics and the By-Laws (on Professional Ethics, Conducts and Practice) issued by the Malaysian Institute of Accountants.

The Board has deliberated on the AC's recommendation and had recommended the re-appointment of EY as Auditors of the Company for the ensuing financial year for shareholders' approval at the forthcoming AGM.

## 6. **Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the CA 2016**

Resolution 6 is proposed for the purpose of granting a renewed general mandate ("General Mandate") and empowering the Directors of the Company, pursuant to Sections 75 and 76 of the Companies Act 2016, to issue and allot new shares in the Company from time to time at such price provided that the aggregate number of shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company for the time being. The General Mandate, unless revoked or varied by the Company in general meeting, will expire at the conclusion of the next AGM of the Company.

Resolution 6, if passed, will exclude shareholder's pre-emptive right to be offered such new shares and/or convertible securities to be issued by the Company pursuant to the resolution.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last AGM held on 6 December 2024 and which will lapse at the conclusion of the AGM.

The General Mandate 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 current and/or future investment project(s), working capital and/or acquisitions or issuance of shares for such other application(s) as the Directors may deem fit and in the best interest of the Company.

## 7. **Proposed Renewal of and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

Resolution 7, if passed, will allow the Company and its subsidiaries to enter into Recurrent Related Party Transactions in accordance with paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Proposed Shareholders' Mandate"). Detailed information on the Proposed Shareholders' Mandate is set out under Part A of the Circular/Statement to Shareholders dated 27 October 2025 which can be viewed and downloaded from the website of the Company at [www.berjaya.com/sports-toto/](http://www.berjaya.com/sports-toto/) and/or Bursa Malaysia Securities Berhad at <https://www.bursamalaysia.com>.

## 8. **Proposed Renewal of Authority for the Company to Purchase Its Own Shares**

Resolution 8, if passed, will provide the mandate for the Company to buy back its own shares up to a limit of 10% of the total number of issued shares of the Company ("Proposed Share Buy-Back Renewal"). Detailed information on the Proposed Share Buy-Back Renewal is set out under Part B of the Circular/Statement to Shareholders dated 27 October 2025 which can be viewed and downloaded from the website of the Company at [www.berjaya.com/sports-toto/](http://www.berjaya.com/sports-toto/) and/or Bursa Malaysia Securities Berhad at <https://www.bursamalaysia.com>.

# NOTICE OF ANNUAL GENERAL MEETING

## 9. Proxy and Entitlement of Attendance

- (i) A member of the Company who is entitled to attend, participate, speak and vote at the AGM is entitled to appoint a proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.
- (ii) A member, other than an authorised nominee or an exempt authorised nominee, may appoint only one (1) proxy.
- (iii) An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), may appoint one (1) proxy in respect of each securities account.
- (iv) An exempt authorised nominee, as defined under the SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus account"), may appoint multiple proxies in respect of each of its Omnibus account.
- (v) An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.
- (vi) The Form of Proxy shall be executed and deposited at the Company's Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1, Jalan Imbi, 55100 Kuala Lumpur OR alternatively, the Form of Proxy may be submitted electronically via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time appointed for holding the meeting, **i.e. latest by Wednesday, 3 December 2025 at 10.00 a.m.** Please refer to the Administrative Guide for further information on electronic submission of Form of Proxy.
- (vii) Only members whose names appear in the Record of Depositors of the Company as at 28 November 2025 shall be entitled to participate and/or vote at the AGM or appoint a proxy to participate and/or vote in his/her stead.

## 10. Poll Voting

Pursuant to Clause 82 of the Constitution of the Company and Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the Resolutions set out in this Notice will be put to vote by way of poll. The Company has appointed Poll Administrator and Independent Scrutineers to conduct the polling process and verify the results of the poll respectively.

### Personal Data Privacy:

By submitting an instrument appointing a proxy and/or representative(s) to attend, participate, speak and vote at the 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 proxy and representative(s) 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 and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy 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.

I/We

(Name in full)

I.C. or Company No.

(New and Old I.C. Nos.)

CDS Account No.

of

(Address)

being a member/members of SPORTS TOTO BERHAD hereby appoint:

(Name in full)

I.C. No.

(New and Old I.C. Nos.)

of

(Address)

or failing him/her, the CHAIRMAN OF THE MEETING as my/our proxy to vote for me/us on my/our behalf, at the Annual General Meeting (“AGM”) of the Company to be held at Perdana Ballroom, Bukit Jalil Golf & Country Resort, Jalan Jalil Perkasa 3, Bukit Jalil, 57000 Kuala Lumpur on Friday, 5 December 2025 at 10.00 a.m. and at any adjournment thereof.

This proxy is to vote on the Resolutions set out in the Notice of the Meeting as indicated with an “X” in the appropriate spaces. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

|              |                                                                                                                                                                         | FOR | AGAINST |
|--------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|---------|
| RESOLUTION 1 | To approve payment of Directors’ Fees.                                                                                                                                  |     |         |
| RESOLUTION 2 | To approve payment of Directors’ Benefits (excluding Directors’ fees) for the period from 6 December 2025 until the next Annual General Meeting of the Company in 2026. |     |         |
| RESOLUTION 3 | To re-elect Dato’ Sri Robin Tan Yeong Ching as Director.                                                                                                                |     |         |
| RESOLUTION 4 | To re-elect Dato’ Oon Weng Boon as Director.                                                                                                                            |     |         |
| RESOLUTION 5 | To re-appoint Messrs Ernst & Young PLT as Auditors.                                                                                                                     |     |         |
| RESOLUTION 6 | To approve authority to issue and allot shares.                                                                                                                         |     |         |
| RESOLUTION 7 | To renew shareholders’ mandate for Recurrent Related Party Transactions.                                                                                                |     |         |
| RESOLUTION 8 | To renew authority for the Company to purchase its own shares.                                                                                                          |     |         |

Signature(s)/Common Seal of Member(s)

No. of Shares Held

Dated this            day of           , 2025.

- NOTES:
1. A member of the Company who is entitled to attend, participate, speak and vote at the AGM is entitled to appoint a proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead. A proxy may but need not be a member of the Company.

2. A member, other than an authorised nominee or an exempt authorised nominee, may appoint only one (1) proxy.

3. An authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991 (“SICDA”), may appoint one (1) proxy in respect of each securities account.

4. An exempt authorised nominee, as defined under the SICDA, and holding ordinary shares in the Company for multiple beneficial owners in one securities account (“Omnibus account”), may appoint multiple proxies in respect of each of its Omnibus account.

5. An individual member who appoints a proxy must sign the Form of Proxy personally or by his attorney duly authorised in writing. A corporate member who appoints a proxy must execute the Form of Proxy under seal or under the hand of its officer or attorney duly authorised.

6. The Form of Proxy shall be executed and deposited at the Company’s Registered Office at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1, Jalan Imbi, 55100 Kuala Lumpur OR alternatively, the Form of Proxy may be submitted electronically via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time appointed for holding the meeting, **i.e. latest by Wednesday, 3 December 2025 at 10.00 a.m.** Please refer to the Administrative Guide for further information on electronic submission of Form of Proxy.

7. Only members whose names appear in the Record of Depositors of the Company as at 28 November 2025 shall be entitled to participate and/or vote at the AGM or appoint a proxy to participate and/or vote in his/her stead.

8. Pursuant to Clause 82 of the Constitution of the Company and Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in this Notice will be put to vote by way of poll. The Company has appointed Poll Administrator and Independent Scrutineers to conduct the polling process and verify the results of the poll respectively.

Fold this flap for sealing

2nd fold here

Affix  
Stamp

**THE COMPANY SECRETARY**  
**SPORTS TOTO BERHAD**  
LOT 13-01A, LEVEL 13 (EAST WING)  
BERJAYA TIMES SQUARE  
NO. 1 JALAN IMBI  
55100 KUALA LUMPUR

1st fold here