

# *Johan Holdings Berhad*

Registration No. 192001000038 (314-K)  
(Incorporated in Malaysia)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Extraordinary General Meeting ("**EGM**") of Johan Holdings Berhad ("**Johan**" or the "**Company**"), which will be held at George Kent Technology Centre, 1115, Blok A, Jalan Puchong, Taman Meranti Jaya, 47120 Puchong, Selangor Darul Ehsan on Friday, 22 May 2026 at 10.00 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification the resolution as set out in this notice.

### ORDINARY RESOLUTION

**PROPOSED DISPOSAL BY LUMUT PARK RESORT SDN BHD ("LPR" OR THE "VENDOR"), A 80%-OWNED SUBSIDIARY OF JOHAN TO GOLDEN PEAK HOSPITALITY & CONSULTANCY SDN BHD ("GPHC" OR THE "PURCHASER") OF A HOTEL KNOWN AS 'THE ORIENT STAR LUMUT' BEARING POSTAL ADDRESS OF LOT 203 & 366, JALAN ISKANDAR SHAH, 32200, LUMUT, PERAK, MALAYSIA, TOGETHER WITH ALL FIXTURES AND FITTINGS, AND SITUATED ON THE LEASEHOLD LAND HELD UNDER PAJAKAN NEGERI NO. 157959, LOT 1025, BANDAR LUMUT, DAERAH MANJUNG, NEGERI PERAK ("HOTEL"), A LEASEHOLD LAND HELD UNDER PAJAKAN NEGERI NO. 157958, LOT 1024, BANDAR LUMUT, DAERAH MANJUNG, NEGERI PERAK ("LAND 1"), A LEASEHOLD LAND HELD UNDER PAJAKAN NEGERI NO. 256916, LOT 1106, BANDAR LUMUT, DAERAH MANJUNG, NEGERI PERAK ("LAND 2") AND A LEASEHOLD LAND HELD UNDER PAJAKAN NEGERI NO. 256917, LOT 1107, BANDAR LUMUT, DAERAH MANJUNG, NEGERI PERAK ("LAND 3"), FOR A TOTAL DISPOSAL CONSIDERATION OF RM47,429,630 TO BE SATISFIED ENTIRELY IN CASH ("PROPOSED DISPOSAL")**

**"THAT** subject to the approvals of the relevant authorities and/ or other parties having been obtained, and the relevant conditions precedent stipulated in the conditional sale and purchase agreement dated 16 February 2026 ("**SPA**") entered into between the Vendor, the Purchaser and Bujang Holdings Sdn Bhd (being the ultimate shareholder of the Purchaser) for the Proposed Disposal being obtained and fulfilled, approval be and is hereby given for the Vendor to dispose the Hotel, Land 1, Land 2 and Land 3 (collectively referred to as the "**Subject Properties**") to the Purchaser for a cash consideration of RM47,429,630, in accordance with the terms and conditions of the SPA including any modifications, variations, amendments and/ or additions thereto;

**THAT** the proceeds arising from the Proposed Disposal be utilised for the purposes set out in **Section 3** of the circular to shareholders in relation to the Proposed Disposal dated 30 April 2026, and the Board of Directors of the Company ("**Board**") be and is hereby empowered and authorised with full powers to vary the manner and/ or purposes of utilisation of such proceeds in such manner as the Board may deem fit, necessary, expedient and/ or appropriate in the best interest of the Company;

**AND THAT** the Board be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things and to enter into any arrangements, transactions, agreements and/ or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as may be necessary, expedient and/ or appropriate to implement and give full effect to and to complete the Proposed Disposal with full powers to assent to and give effect to any conditions, modifications, variations and/ or amendments as the Board may in its absolute discretion deem fit, necessary, expedient, appropriate and/ or as may be imposed or permitted by any relevant authorities in connection with the Proposed Disposal."

By Order of the Board,

**TEH YONG FAH (MACS 00400) (SSM PC No. 201908003410)**

Company Secretary  
Kuala Lumpur, Malaysia

30 April 2026

**Notes:-**

- (1) *A member of the Company entitled to attend and vote at the meeting is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote in his stead. A proxy may, but need not be a member of the Company.*
- (2) *Where a member appoints more than one (1) proxy, he/ she shall specify the proportions of his/ her holdings to be represented by each proxy, failing which, the appointment shall be invalid.*
- (3) *Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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) *The instrument appointing proxy/ proxies and the power of attorney (if any) under which it is signed or an office copy or notarially certified copy thereof shall be deposited at the registered office of the Company at 11th Floor, Wisma E&C, No. 2 Lorong Dungun Kiri, Damansara Heights, 50490 Kuala Lumpur, or emailed to the Company at johanms1@outlook.com not less than forty-eight (48) hours before the time stipulated for holding the meeting or adjourned meeting (as the case may be).*
- (5) *If the appointer is a corporation, the instrument appointing a proxy must be executed under its Common Seal or under the hand of an officer or attorney duly authorised.*
- (6) *Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolution set out in the Notice of EGM shall be put to vote by poll.*
- (7) *For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors ("**ROD**") as at 14 May 2026 and only a member whose name appears on such ROD shall be entitled to attend this meeting or appoint proxy to attend and/ or vote in his/ her behalf.*