

KNM GROUP BERHAD
Registration No.: 200001018741 (521348-H)
Incorporated in Malaysia

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an **Extraordinary General Meeting (“EGM”)** of KNM Group Berhad (“**KNMG**” or “**Company**”) to be convened pursuant to Section 313 of the Companies Act 2016 based on the Notice of Requisition issued by MAA Group Berhad, a member of KNMG holding in aggregate not less than ten per cent (10%) of the issued share capital of KNMG, will be held at the **Hang Li Po Ballroom, Level 4, Mines Beach Resort, Jalan Dulang, The Mines Resort City, 43300 Seri Kembangan, Selangor Darul Ehsan** on **Thursday, 30 October 2025 at 10.30 a.m.** or at any adjournment thereof to consider and if thought fit, pass the following special resolution:

SPECIAL RESOLUTION

PROPOSED DISPOSAL BY KNM PROCESS SYSTEMS SDN BHD (“KNMPS”), A WHOLLY-OWNED SUBSIDIARY OF KNM GROUP BERHAD, OF 1 SHARE IN DEUTSCHE KNM GMBH (“DKNM”), REPRESENTING 100% EQUITY INTEREST IN DKNM FOR A TOTAL CASH CONSIDERATION OF EUR270.00 MILLION (“PROPOSED DISPOSAL OF DKNM”)

“THAT, subject to the fulfilment or waiver of all other conditions precedent under the conditional sale and purchase and transfer agreement dated 27 February 2025 (“DKNM SPA”) entered into between KNMPS, a wholly-owned subsidiary of the Company and NGK Insulators, Ltd (“**NGK**” or the “**Purchaser**”) in relation to the Proposed Disposal of DKNM, and all approvals being obtained from the relevant authorities and/or parties (if required), approval be and is hereby given to KNMPS to dispose of its entire equity interest in DKNM to NGK for a total cash consideration of EUR270.00 million, subject to adjustments as set out in the DKNM SPA.

AND THAT the Board of Directors of the Company (“**Board**”) be and is hereby authorised to do all such acts and things and enter into any arrangements, guarantees and/or documents as the Board deems necessary and expedient in order to implement, finalise and/or give full effect to and complete the Proposed Disposal of DKNM; and where applicable with full powers to assent to any terms, conditions, modifications, variations and/or amendments as may be required by the relevant regulatory authorities or as the Board may deem necessary or expedient to implement, finalise and/or give full effect to and complete the Proposed Disposal of DKNM.”

Dated 9 October 2025

Explanatory Note on the Special Resolution

1. *This meeting is called by the following members (requisitionist) of the Company holding in aggregate not less than ten per cent (10%) of the issued share capital of the Company as at the date of this notice pursuant to powers conferred by Section 313 of the Companies Act 2016.*

Name of Members	Number of Shares	Percentage
MAA Group Berhad	399,334,100	9.87%
Maybank Nominees (Tempatan) Sdn Bhd (Pledged Securities Account for MAA Group Berhad)	266,000,000	6.58%
CIMSEC Nominees (Tempatan) Sdn Bhd CIMB for MAA Group Berhad (PB)	1,800	0.00

Notes:

1. *The EGM of the Company will be held physically whereby shareholders/proxies/corporate representatives will have to be physically present at the Meeting Venue and there will be no option for shareholders to participate virtually.*
2. *A member entitled to attend, speak and vote at the meeting is entitled to appoint not more than two (2) proxies to attend, speak and vote in his/her stead. A proxy may but need not be a member of the Company. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.*
3. *Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act, 1991, 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.*
4. *The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, under its Common Seal or the hand of its attorney duly authorised.*
5. *The instrument appointing a proxy (must be in hard copy) must be deposited at the Company's Registered Office, 15 Jalan Dagang SB 4/1, Taman Sungai Besi Indah, 43300 Seri Kembangan, Selangor Darul Ehsan not less than twenty-four (24) hours before the time set for holding the meeting or any adjournment thereof.*
6. *Any alteration in the Form of Proxy must be initialled.*
7. *Form of Proxy sent through facsimile transmission shall not be accepted.*
8. *For the purpose of determining a member who shall be entitled to attend this EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd in accordance with Articles 78(i), 78(ii) and 78(iii) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act, 1991 to issue a General Meeting Record of Depositors as at **24 October 2025**. Only a depositor whose name appears on the Record of Depositors as at **24 October 2025** shall be entitled to attend, speak and vote at the said meeting or appoint proxy(ies) to attend, speak and/or vote on his/her behalf.*
9. *In compliance with the Main Market Listing Requirements of Bursa Securities, the resolution set out in the Notice will be voted by poll.*

PERSONAL DATA POLICY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof) and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the 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.