LIFE WATER BERHAD
Registration No. 202301002484 (1496403-W)
(Incorporated in Malaysia)

NOTICE OF SECOND (2ND) ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2nd Annual General Meeting ("**AGM**") of the Company will be held at Conference room, Lot 805, Jalan 7, KKIP Timur, Industrial Zone 8, KKIP, 88460 Kota Kinabalu, Sabah on Thursday, 18 December 2025 at 11:00 a.m. for the transaction of following business:-

A G E N D A

Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 30 June 2025 together with the Reports of the Directors and the Auditors thereon. ***(Please Refer to Explanatory Note 2)***

2. To approve the Directors' fees payable to the Non-Executive Directors of the Company amounting to RM390,000/- for the period from the Second Annual General Meeting ("**2nd AGM**") to the next AGM of the Company to be held in the year 2026. ***Resolution 1***

3. To approve the Directors' benefits payable to the Non-Executive Directors up to an amount of RM42,000/- for the period from 2nd AGM to the next AGM of the Company to be held in the year 2026. ***Resolution 2***

4. To re-elect the following Directors, who are due retire by rotation pursuant Clause 76(3) of the Company's Constitution and being eligible, have offered themselves for re-election:-

   (a) Datuk Petrus Gimbad; ***Resolution 3***
   (b) Madam Chin Lee Ling; and ***Resolution 4***
   (c) Mr. Ang Seng Wong. ***Resolution 5***

5. To re-appoint Messrs. BDO PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Board of Directors of the Company to fix their remuneration. ***Resolution 6***

Special Business

To consider and, if thought fit, with or without any modification, to pass the following Ordinary Resolution:-

6. **ORDINARY RESOLUTION** ***Resolution 7***
   - AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016

   "**THAT** pursuant to Sections 75 and 76 of the Companies Act 2016 ("**the Act**"), Main Market Listing Requirements ("**Main LR**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), the Constitution of the Company, and subject to the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue and allot shares in the Company, at any time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding Treasury Shares, if any) for the time being;

   THAT in connection with the above, pursuant to Section 85(1) of the Act read together with Clause 12(3) of the Company's Constitution, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares arising from any issuance of new shares pursuant to this mandate;

   AND THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next AGM of the Company."

7. To transact any other ordinary business of which due notice shall have been given.

BY ORDER OF THE BOARD

(duly signed)

YEOW SZE MIN (SSM PC No. 201908003120) (MAICSA 7065735)
LIM LIH CHAU (SSM PC No. 201908001454) (LS0010105)
Company Secretaries

Kuala Lumpur
30 October 2025

Notes:

(1) Information for Shareholders/Proxies

a. For the purpose of determining who shall be entitled to attend the 2nd AGM, the Company shall be requesting from Bursa Malaysia Depository Sdn. Bhd. ("**Bursa Depository**") to make available to the Company, a Record of Depositors as at 11 December 2025. Only a member whose name appears on such Record of Depositors shall be entitled to attend the 2nd AGM or appoint proxies to attend, speak and vote on his/her/its behalf.

b. A member entitled to attend and vote at the 2nd AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.

c. A member of the Company who is entitled to attend and vote at the 2nd AGM of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the 2nd AGM.

d. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("**Central Depositories Act**"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

e. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one 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. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.

f. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

g. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 2nd AGM or adjourned the 2nd AGM at which the person named in the appointment proposes to vote:

   (i) <u>In hard copy form</u>

   In the case of an appointment made in hard copy form, the instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a notarially certified copy thereof, must be deposited at the office of the Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan.

   (ii) <u>By Electronic form</u>

   In the case of an appointment made in electronic form, the proxy form can be electronically lodged via the following methods: -

   (a) Vide Facsimile (**Fax Number: +603-2094 9940 / +603-2095 0292**); or
   (b) Vide designated electronic mail (Email) Address of Share Registrar: **<u>info@sshsb.com.my</u>**

A member may call the support line of Securities Services (Holdings) Sdn. Bhd. at +603-2084 9000 for assistance/clarification on item (g)(ii) above.

Explanatory Note to Ordinary and Special Businesses:-

(2) <u>Audited Financial Statements for the financial year ended 30 June 2025 ("FYE 2025")</u>

This Agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Act does not require a formal approval for the Audited Financial Statements from the shareholders. Therefore, this Agenda item is not put forward for voting.

(3) <u>Resolution 1 - Payment of Directors' Fees</u>

The proposed Directors' Fees payable to the Non-Executive Directors of the Company for the period from the 2nd AGM to the next AGM of the Company to be held in the year 2026 shall be up to a total of RM390,000/- only, comprised the following rates based on responsibilities assumed: -

Office	Amount (RM)
Board Chairman	60,000/-
Non-Independent Non-Executive Senior Directors	168,000/-
Independent Non-Executive Directors	162,000/-

In the event that the Directors' Fees proposed are insufficient due to enlarged Board size, approval will be sought at the next AGM for additional Directors' Fees to meet the shortfall.

(4) <u>Resolution 2 - Payment of Benefits Payable to Directors</u>

The benefits payable to the Non-Executive Directors for the period from the 2nd AGM to the next AGM of the Company to be held in the year 2026 are derived from the estimated meeting allowance based on the number of scheduled meetings and unscheduled meetings (when necessary) for the Board of Directors ("**Board**") and Board Committees, and the number of Directors attending the meetings.

In the event that the benefits payable proposed are insufficient due to enlarged Board size, approval will be sought at the next AGM for additional benefits payable to meet the shortfall.

(5) <u>Resolutions 3, 4 and 5 – Retirement of Directors</u>

In determining the eligibility of the Directors to stand for re-election at the 2nd AGM of the Company, the Nomination Committee ("**NC**") had reviewed and assessed the following Directors from the annual assessment and evaluation of the Board for the FYE 2025: -

(a) Datuk Petrus Gimbad;
(b) Madam Chin Lee Ling; and
(c) Mr. Ang Seng Wong.

(hereinafter referred to as the "**Retiring Directors**").

The Board via NC's annual assessment was satisfied with the performance of the Retiring Directors, who are standing for re-election and have recommended to the shareholders the proposed re-election at the 2nd AGM under Resolutions 3, 4 and 5.

The Retiring Directors have consented to their re-election and abstained from deliberations and voting in relation to their re-election at the NC Meeting and/or Board Meeting.

The profiles of the Retiring Directors are set out in the Annual Report in respect of the FYE 2025.

(6) <u>Resolution 6 - Re-appointment of Auditors</u>

The Audit and Risk Management Committee and the Board had, on 25 August 2025, considered the re-appointment of Messrs. BDO PLT as Auditors of the Company. The Audit and Risk Management Committee and the Board collectively agreed and are satisfied that Messrs. BDO PLT meets the relevant criteria prescribed by Paragraph 15.21 of the Main LR of Bursa Securities.

(7) <u>Resolution 7 – Authority to Issue Shares pursuant to the Act</u>

The proposed Resolution 7 is intended to grant authority to the Directors of the Company pursuant to the Act, to issue and allot new shares in the Company at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares does not exceed 10% of the total number of issued shares of the Company for the time being (hereinafter referred to as the "**General Mandate**"). The General Mandate, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.

The purpose to seek the General Mandate is to provide flexibility to the Directors of the Company for allotment of shares for any possible fund-raising activities for the purpose of funding future investment project(s), working capital, acquisition(s) and/ or such other purposes as the Directors may deem fit without convening a general meeting as it would be both time and cost-consuming to organise a general meeting.

Pursuant to Section 85 of the Act read together with Clause 12(3) of the Constitution of the Company, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other securities.

That proposed Resolution 7, if passed, would allow the Directors to issue new shares to any person under authority to issue shares pursuant to the Act without having to offer new shares to be issued equally to all existing shareholders of the Company prior to issuance.