

**THIS CIRCULAR/ STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

**IF YOU ARE IN ANY DOUBT AS TO THE COURSE OF ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.**

*Bursa Malaysia Securities Berhad (“Bursa Securities”) has only perused Part A of this Circular/ Statement in relation to the proposed shareholders’ ratification and new shareholders’ mandate for recurrent related party transactions on a limited review basis. Bursa Securities has not perused Part B of this Circular/ Statement in relation to the proposed share new share buy-back authority prior to its issuance as it is prescribed as an exempt circular pursuant to Practice Note 18 of the Main Market Listing Requirements of Bursa Securities. Further, Bursa Securities takes no responsibility for the contents of this Circular/ Statement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular/ Statement.*

# **SUNWAY**

## **HEALTHCARE**

### **SUNWAY HEALTHCARE HOLDINGS BERHAD**

Registration No. 202101000296 (1400594-U)  
(Incorporated in Malaysia)

**Part A**

**CIRCULAR TO SHAREHOLDERS IN RELATION TO  
THE PROPOSED SHAREHOLDERS’ RATIFICATION AND  
PROPOSED NEW SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY  
TRANSACTIONS OF A REVENUE OR TRADING NATURE**

**Part B**

**STATEMENT TO SHAREHOLDERS IN RELATION TO THE PROPOSED NEW  
SHARE BUY-BACK AUTHORITY**

**AND**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

The resolutions in respect of the above proposals will be tabled at the Extraordinary General Meeting (“**EGM**”) of the Company which will be held at Lagoon 1, Level 15, Sunway Resort Hotel, Persiaran Lagoon, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia on **Monday, 29 June 2026 at 3:00 p.m.** or any adjournment thereof. This Circular/ Statement to Shareholders which contains the Notice of EGM, Proxy Form and Administrative Notes is available on the Company’s website at [www.sunwayhealthcaregroup.com](http://www.sunwayhealthcaregroup.com).

In the event you wish to appoint a proxy, please complete, sign and return the Proxy Form to Boardroom Share Registrars Sdn Bhd (“**Boardroom**”), the poll administrator of the Company’s EGM, at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia either by hand, post or email to Boardroom at [bsr.proxy@boardroomlimited.com](mailto:bsr.proxy@boardroomlimited.com). You also have the option to lodge the Proxy Form electronically via the “Boardroom Smart Investor Portal” at <https://investor.boardroomlimited.com> (“**e-Proxy Lodgement**”). The Proxy Form must be received by Boardroom not less than 24 hours before the date and time fixed for the EGM or any adjournment thereof. The lodging of the Proxy Form will not preclude you from attending and voting at the EGM should you wish to do so. Please refer to the Administrative Notes of the EGM for the steps on the e-Proxy Lodgement.

Last day and time for lodging the Proxy Form : Sunday, 28 June 2026 at 3:00 p.m.  
Date and time of the EGM : Monday, 29 June 2026 at 3:00 p.m.

**This Circular/ Statement is dated 5 June 2026**

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## DEFINITIONS

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Except where the context otherwise requires, the following definitions shall apply throughout this Circular/ Statement:

“Act”	: The Malaysian Companies Act 2016 as amended from time to time and any re-enactment thereof
“Active Equity Group”	: Active Equity Sdn Bhd [Registration No. 198201012743 (92492-K)] and its subsidiaries
“Adrian Cheah”	: Adrian Cheah Yean Sun
“AGM”	: Annual General Meeting
“Board”	: The Board of Directors of SHH
“Bursa Depository”	: Bursa Malaysia Depository Sdn Bhd [Registration No. 198701006854 (165570-W)]
“Bursa Securities”	: Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
“By-Laws”	: By-laws governing the ESOS
“CMSA”	: The Malaysian Capital Markets and Services Act 2007 as amended from time to time and any re-enactment thereof
“Code”	: The Malaysian Code on Take-Overs and Mergers 2016 as amended from time to time including any re-enactment thereof
“Datin Paduka Sarena Cheah”	: Datin Paduka Sarena Cheah Yean Tih <i>s.m.s.</i>
“Director”	: Shall have the meaning given to it in Section 2(1) of the CMSA and for the purpose of the Proposals, includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a director or a chief executive of the Company, its subsidiary or holding company
“EPS”	: Earnings Per Share
“ESOS”	: Employees’ Share Option Scheme established by the Company
“Eligible Person(s)”	: Executive directors and employees of the Group (excluding dormant subsidiaries), who meet the criteria of eligibility for participation in the ESOS as set out in the By-Laws
“EGM”	: Extraordinary General Meeting
“Evan Cheah”	: Evan Cheah Yean Shin
“Listing”	: Listing of and quotation for the entire enlarged issued Shares on the Main Market of Bursa Securities
“Listing Date”	: 18 March 2026, being the date of admission of SHH to the Official List of Bursa Securities pursuant to the Listing
“Listing Requirements”	: Main Market Listing Requirements of Bursa Securities, including any amendments thereto that may be made from time to time
“LPD”	: 7 May 2026, being the latest practicable date prior to the printing of this Circular/ Statement

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**DEFINITIONS** *(Cont'd)*

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“Major Shareholder”	: A person who has an interest or interests in one or more voting shares in the Company and the number or aggregate number of those shares, is:  (a) 10% or more of the total number of voting shares in the Company; or (b) 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company  For the purpose of the Proposals, it includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a major shareholder of the Company or any other company which is its subsidiary or holding company  For the purpose of this definition, “interest in shares” shall have the same meaning given in Section 8 of the Act
“NA”	: Net Assets
“Official List”	: A list specifying all securities listed on Bursa Securities and not removed
“Person Connected”	: Shall have the meaning given to it in Paragraph 1.01, Chapter 1 of the Listing Requirements
“Proposed Shareholders’ Ratification”	: Proposed shareholders’ ratification for recurrent related party transactions of a revenue or trading nature entered/ to be entered into by SHH Group from the Listing Date until the date of the forthcoming EGM
“Proposed Shareholders’ Mandate”	: Proposed new shareholders’ mandate for recurrent related party transactions of a revenue or trading nature to be entered into by SHH Group from the date of the forthcoming EGM until the next AGM
“Proposals”	: Collectively, the Proposed Shareholders’ Ratification and Proposed Shareholders’ Mandate
“Proposed Share Buy-Back Authority”	: Proposed new authority for the Company to purchase its own Shares of up to 5% of the total number of Shares
“Puan Sri Susan Cheah”	: Puan Sri Datin Seri Dr Susan Cheah Seok Cheng
“Purchased Shares”	: Shares that have been purchased pursuant to the Proposed Share Buy-Back Authority
“Related Party”	: Director, Major Shareholder or Person Connected with such Director or Major Shareholder
“Related Party Transaction” or “RPT”	: A transaction entered into by the Company or its subsidiaries which involves the interest, direct or indirect, of a Related Party
“RPT Committee”	: Management-level committee formed to assist the Audit Committee in reviewing RPT and RRPT
“ROD”	: Record of depositors provided by Bursa Depository to the Company in accordance with the rules of Bursa Depository including any amendments thereof

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**DEFINITIONS** *(Cont'd)*

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“Recurrent Related Party Transaction” or “RRPT”	: Related party transactions which are recurrent, of a revenue or trading nature and which are necessary for SHH Group’s day-to-day operations and are in the ordinary course of business
“Rules”	: Rules on Take-Overs, Mergers and Compulsory Acquisitions issued by the Securities Commission, as amended from time to time including any re-enactment thereof
“Share Option(s)”	: The right of Eligible Person(s) which may be conditional or unconditional to subscribe for new Share(s) pursuant to the ESOS
“SCG”	: Sunway Construction Group Berhad [Registration No. 201401032422 (1108506-W)]
“SCG Group”	: SCG, its subsidiaries, incorporated/ unincorporated joint ventures/ consortiums and associated companies
“Securities Commission”	: Securities Commission Malaysia
“SHH” or “Company”	: Sunway Healthcare Holdings Berhad [Registration No. 202101000296 (1400594-U)]
“SHH Group” or “Group”	: SHH, its subsidiaries, incorporated/ unincorporated joint ventures/ consortiums and associated companies
“Share(s)” or “SHH Share(s)”	: Ordinary Share(s) of SHH
“Substantial Shareholder”	: Shall have the meaning given to it in Section 136 of the Act
“Sunway”	: Sunway Berhad [Registration No. 201001037627 (921551-D)]
“Sunway Group”	: Sunway, its subsidiaries, incorporated/ unincorporated joint ventures/ consortiums and associated companies
“Sunway REIT”	: Sunway Real Estate Investment Trust
“Tan Sri Dato’ Seri Dr Jeffrey Cheah”	: Tan Sri Dato’ Seri Dr Jeffrey Cheah Fook Ling KBE AO
“Transacting Related Parties”	: Jef-San Enterprise Sdn Bhd, Active Equity Group, Sunway Group, SCG Group, Sunway REIT as well as Directors and Major Shareholders of SHH and its subsidiaries and Persons Connected with them

All references to “our Company” or “SHH” in this Circular/ Statement are to Sunway Healthcare Holdings Berhad and references to “our Group” or “SHH Group” are to our Company and its subsidiaries, collectively. All references to “we”, “us”, “our” and “ourselves” are to our Company and, where the context otherwise requires, shall include our Company and its subsidiaries. All references to “you” in this Circular/ Statement are to our shareholders/ members.

Words denoting the singular shall, where applicable, include the plural and vice versa, and words denoting the masculine gender shall, where applicable, include the feminine and/or neuter genders, and vice versa. References to persons shall include corporations.

Any reference to any enactment in this Circular/ Statement is a reference to that enactment as for the time being amended or re-enacted.

Any reference to a time or date in this Circular/ Statement is a reference to Malaysian time or date, unless otherwise stated.

Any discrepancies in the tables between the amounts listed, actual figures and the totals in this Circular/ Statement are due to rounding.

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**PART A**

**CIRCULAR TO SHAREHOLDERS IN RELATION TO  
THE PROPOSED SHAREHOLDERS' RATIFICATION AND  
PROPOSED NEW SHAREHOLDERS' MANDATE FOR  
RECURRENT RELATED PARTY TRANSACTIONS OF A  
REVENUE OR TRADING NATURE**

# SUNWAY

## HEALTHCARE

### SUNWAY HEALTHCARE HOLDINGS BERHAD

Registration No. 202101000296 (1400594-U)  
(Incorporated in Malaysia)

Registered Office:  
Level 16, Menara Sunway  
Jalan Lagoon Timur  
Bandar Sunway  
47500 Subang Jaya  
Selangor Darul Ehsan  
Malaysia

5 June 2026

#### Board of Directors:

Tan Sri Dato' Seri Dr Jeffrey Cheah Fook Ling KBE AO (*Executive Chairman; Non-Independent Executive Director*)

Dato' Lau Beng Long (*President; Non-Independent Executive Director*)

Tengku Nurul Azian binti Tengku Shahriman (*Senior Independent Non-Executive Director*)

Datuk Dr. Muhammad Radzi bin Abu Hassan (*Independent Non-Executive Director*)

Wai Sow Fun (*Independent Non-Executive Director*)

Datin Paduka Sarena Cheah Yean Tih s.m.s. (*Alternate Director to Tan Sri Dato' Seri Dr Jeffrey Cheah*)

(Dr.) Khoo Chow Huat, DBA (*Alternate Director to Dato' Lau Beng Long*)

To: The Shareholders of Sunway Healthcare Holdings Berhad

Dear Sir/Madam,

#### PROPOSED SHAREHOLDERS' RATIFICATION AND PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

##### 1. INTRODUCTION

On 18 March 2026, on behalf of the Board, the Joint Principal Advisers of SHH namely, Maybank Investment Bank Berhad and AmlInvestment Bank Berhad, announced that Bursa Securities had, vide its letter dated 17 March 2026, resolved to grant SHH an extension of time to obtain shareholders' ratification and mandate for the RRPT to be entered into by SHH and its subsidiaries pursuant to Paragraph 10.09(2) of the Listing Requirements for the period commencing from the Listing to the 1<sup>st</sup> AGM or EGM after the Listing, whichever is earlier. Notwithstanding the above, SHH is required to comply with the disclosure obligations pursuant to Paragraph 10.09(1)(a) of the Listing Requirements in relation to the RRPT entered into from the Listing until the shareholders' ratification and mandate is obtained.

The Board wishes to seek shareholders' ratification and shareholders' mandate for the Company and its subsidiaries, in their normal course of business, to enter into those transactions which are recurrent and of a revenue or trading nature which are necessary for the Group's day-to-day operations as set out in Section 2D of this Circular/ Statement, with the Group's Related Parties at the forthcoming EGM of the Company. The shareholders' mandate will be in force until the conclusion of the forthcoming AGM of the Company, unless the mandate is renewed. The Company had on 20 May 2026 made an announcement to Bursa Securities pertaining to the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate.

The purpose of this Circular is to provide you with details of the Proposals and to seek your approval on the Ordinary Resolution pertaining to the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate to be tabled at the forthcoming EGM. The Notice of the EGM, Proxy Form, Administrative Notes and this Circular/ Statement can be downloaded from the Company's website at [www.sunwayhealthcaregroup.com/shareholder-meetings/](http://www.sunwayhealthcaregroup.com/shareholder-meetings/) under "Investor Relation" - Shareholder Meetings" - "EGM" section.

**YOU ARE ADVISED TO READ THE CONTENTS OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE RELEVANT RESOLUTION PERTAINING TO THE PROPOSALS.**

## **2. DETAILS OF THE PROPOSALS**

### **A. Part E, Paragraphs 10.08 and 10.09 of Chapter 10 and Practice Note 12 of the Listing Requirements**

The details of the RRPT of a revenue or trading nature pursuant to Part E, Paragraph 10.09, which should be read in conjunction with Paragraph 10.08 of the Listing Requirements to be dealt with at the forthcoming EGM, are as follows:

- (a) Under Part E, Paragraph 10.08(1) to (4) of the Listing Requirements, where transactions are entered into by the Company or its subsidiary(ies) with a Related Party, the Company must make an immediate announcement to Bursa Securities in respect of such transactions where any one of the percentage ratios is 0.25% or more, unless the value of the consideration of the transaction is less than RM500,000 or it is a RRPT.
- (b) For a Related Party Transaction where any one of the percentage ratios is 5% or more, the Company must comply with the following, in addition to subparagraph (a) above:
  - (i) send a circular to the shareholders;
  - (ii) obtain its shareholders' approval of the transaction in general meeting; and
  - (iii) appoint an independent adviser who is permitted to carry on the regulated activity of advising on corporate finance under the CMSA, before the terms of the transaction are agreed upon.

The independent adviser referred to in subparagraph (iii) above must, in relation to the transaction:

- (i) comment as to whether the transaction is fair and reasonable so far as the shareholders are concerned and whether the transaction is to the detriment of minority shareholders and such opinion must set out the reasons for, the key assumptions made and the factors taken into consideration in forming that opinion;
  - (ii) advise the minority shareholders on whether they should vote in favour of the transaction; and
  - (iii) take all reasonable steps to satisfy itself that it has a reasonable basis to make the comments and advice in subparagraphs (i) and (ii) above.
- (c) For a Related Party Transaction other than a RRPT where any one of the percentage ratios is 25% or more, in addition to subparagraphs (a) and (b) above, the Company must appoint a main adviser, who is a Recognised Principal Adviser under the Securities Commission's Licensing Handbook, before the terms of the transaction are agreed upon, and it shall be the duty and responsibility of the Recognised Principal Adviser to:
    - (i) advise whether such transaction is carried out on fair and reasonable terms and conditions, and not to the detriment of minority shareholders of the Company;
    - (ii) ensure that such transaction complies with the relevant laws, regulations or guidelines, where applicable;
    - (iii) ensure full disclosure of all information required to be disclosed in the announcement and circular to shareholders; and
    - (iv) confirm to Bursa Securities after the transaction has been completed and all the necessary approvals have been obtained, that it has discharged its responsibility with due care in regard to the transaction.
  - (d) Under Part E, Paragraph 10.09(2) of the Listing Requirements, the Company may seek shareholders' mandate in respect of Related Party Transactions involving recurrent transactions of a revenue or trading nature, which are necessary for its day-to-day operations such as supplies of materials, subject to the following:
    - (i) the transactions are in the ordinary course of business and are on terms not more favourable to the Related Party than those generally available to the public;

- (ii) the shareholders' mandate is subject to annual renewal with disclosure of the aggregate value of such transactions conducted pursuant to the shareholder mandate during the financial year where the aggregate value is equal to or more than the threshold prescribed under the Listing Requirements is made in the annual report;
- (iii) issuing of a circular to shareholders by the Company for the shareholders' mandate including the information as may be prescribed by Bursa Securities;
- (iv) in a meeting to obtain shareholders' mandate, the interested Director, Major Shareholder or Persons Connected with a Director or Major Shareholder; and where it involves the interest of the Persons Connected with a Director or Major Shareholder, such Director or Major Shareholder must not vote on the resolution approving the transactions. An interested Director or Major Shareholder must ensure that Persons Connected with him/her abstain from voting on the resolution approving the transactions; and
- (v) the Company immediately announces to Bursa Securities when the actual value of a RRPT entered into, exceeds the estimated value of the RRPT disclosed in the circular by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

Where the Company has procured shareholders' mandate pursuant to Paragraph 10.09 of the Listing Requirements, the provisions of Paragraph 10.08 of the Listing Requirements will not apply.

## **B. Proposed Shareholders' Ratification and Proposed Shareholders' Mandate**

The principal activity of the Company is investment holding. The Company, through its subsidiary companies, are principally involved in the following activities:

- (i) operation of medical centres;
- (ii) provision of a wide range of facilities and services for persons in need of senior living care and assistance;
- (iii) provision of ambulatory care services; and
- (iv) operation of Traditional and Complementary Medicine (TCM) centres.

The Board is seeking shareholders' ratification on RRPT entered/ to be entered into by SHH Group from the Listing Date until the date of the forthcoming EGM; and shareholders' mandate for RRPT to be entered into by SHH Group from the date of the forthcoming EGM until the next AGM.

These RRPT are conducted in the ordinary course of business with the Transacting Related Parties and are on normal commercial terms which are not more favourable to the Transacting Related Parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.

The Proposed Shareholders' Mandate, if approved by the shareholders at the EGM, will take effect from and including 29 June 2026, being the date of the forthcoming EGM, and shall continue to be in force until:

- (a) the conclusion of the next AGM of the Company at which time it will lapse, unless by a resolution passed at the next AGM, the Proposed Shareholders' Mandate is renewed; or
- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier.

Thereafter, approval from shareholders will be sought for a renewal of the Proposed Shareholders' Mandate at each subsequent AGM of the Company.

The estimated transaction values as set out in Section D of this Circular/ Statement are based on financial information in the financial year from January 2025 to December 2025 and Management estimates. However, the actual value of transactions may vary from the estimated value disclosed below in light of the changing economic and competitive environment.

### C. Classes of Transacting Related Parties

The Proposals apply to the following classes of Transacting Related Parties:

	<b>Transacting Related Parties</b>	<b>Principal Activities</b>
(i)	Jef-San Enterprise Sdn Bhd	Provision of management services; rental of properties and investment holding.
(ii)	Active Equity Group	Investment holding; property investment; property and project management and letting of property; general trading; non-scheduled transport of passenger by air; sale and leasing of computer hardware, software and equipment and provide services related to computer system integration activities; provide other information technology and computer services activities and information technology consultancy.
(iii)	SCG Group	Investment holding; provision of construction services including building and civil/ infrastructure construction services, foundation and geotechnical engineering services and mechanical, electrical and plumbing services; sustainable energy services; manufacturing and sale of precast concrete products.
(iv)	Sunway Group	Investment holding. Sunway, through its group of companies are principally involved in property development, healthcare, construction, property investment and real estate investment trust, leisure, hospitality, trading and manufacturing, quarry and building materials.
(v)	Sunway REIT	A real estate investment trust where funds from investors are pooled and invested towards a specified goal as set out in the investment objective of the fund, to provide the unitholders with an exposure to a diversified portfolio of authorised investments that will provide stable cash distributions with the potential for sustainable growth of the net asset value per unit.
(vi)	Directors and Major Shareholders of SHH and its subsidiaries and Persons Connected with them	N/A

#### D. Nature of RRPT

The types of RRPT which will be covered by the Proposed Shareholders' Ratification and Proposed Shareholders' Mandate are transactions of a revenue or trading nature which are necessary for the day-to-day operations of the SHH Group and are on terms not more favourable to the Transacting Related Parties than those generally available to the public.

Transacting Related Parties	Transacting Companies	Interested Directors/ Major Shareholders/ Persons Connected	Nature of RRPT <sup>A</sup>	Actual value transacted from Listing Date to the LPD RM'000	Estimated value from the LPD to the next EGM RM'000	Estimated value from the forthcoming EGM to the next AGM in 2027 RM'000
Jef-San Enterprise Sdn Bhd ("Jef-San")	SHH Group	Tan Sri Dato' Seri Dr Jeffrey Cheah, Datin Paduka Sarena Cheah and Evan Cheah are Directors and Major Shareholders of Jef-San. Adrian Cheah is a Major Shareholder of Jef-San.  Tan Sri Dato' Seri Dr Jeffrey Cheah is a Director and Major Shareholder of SHH as well as Director in a subsidiary of SHH. Datin Paduka Sarena Cheah is Alternate Director to Tan Sri Dato' Seri Dr Jeffrey Cheah and a Major Shareholder of SHH. Evan Cheah and Adrian Cheah are Major Shareholders of SHH.	<b>Nature of RRPT<sup>A</sup></b> <b>Revenue</b> <ul style="list-style-type: none"> <li>Sales and provision of medical services</li> </ul>	8	12	300
Active Group	SHH Group	Tan Sri Dato' Seri Dr Jeffrey Cheah, Datin Paduka Sarena Cheah and Evan Cheah are Directors and Major Shareholders of Active Equity Sdn Bhd as well as Directors in several subsidiaries of Active Equity Sdn Bhd. Adrian Cheah is a Major Shareholder of Active Equity Sdn Bhd.  Tan Sri Dato' Seri Dr Jeffrey Cheah is a Director and Major Shareholder of SHH as well as Director in a subsidiary of SHH. Datin Paduka Sarena Cheah is Alternate Director to Tan Sri Dato' Seri Dr Jeffrey Cheah and a Major Shareholder of SHH. Evan Cheah and Adrian Cheah are Major Shareholders of SHH.	<b>Revenue</b> <ul style="list-style-type: none"> <li>Sales and provision of medical services</li> </ul> <b>Expenses</b> <ul style="list-style-type: none"> <li>Rental of premises/ properties* 1) Office: Wisma 77, Tower 2, 6<sup>th</sup> Floor, JL Jend S Parman Kav 77, Slipi, Jakarta, 11410 Indonesia.</li> <li>Provision of information technology, computer products, software support, maintenance and consultancy services for information technology software and hardware and related services</li> </ul>	5  11	4  6	50  80  3,500

Transacting Related Parties	Transacting Companies	Interested Directors/ Major Shareholders/ Persons Connected	Nature of RRPT <sup>^</sup>	Actual value transacted from Listing Date to the LPD RM'000	Estimated value from the LPD to the forthcoming EGM RM'000	Estimated value from the forthcoming EGM to the next AGM in 2027 RM'000
Sunway Group	SHH Group	<p>Tan Sri Dato' Seri Dr Jeffrey Cheah and Datin Paduka Sarena Cheah are Directors and Major Shareholders of Sunway as well as Directors in several subsidiaries of Sunway. Evan Cheah is Alternate Director to Tan Sri Dato' Seri Dr Jeffrey Cheah in Sunway. Evan Cheah is a Major Shareholder of Sunway as well as Directors in several subsidiaries of Sunway. Adrian Cheah is a Major Shareholder of Sunway and Director in a subsidiary of Sunway. Puan Sri Susan Cheah, Active Equity Sdn Bhd and Sungei Way Corporation Sdn Bhd are the Major Shareholders of Sunway. Sunway City Sdn Bhd is a wholly-owned subsidiary of Sunway.</p> <p>Tan Sri Dato' Seri Dr Jeffrey Cheah is a Director and Major Shareholder of SHH as well as Director in a subsidiary of SHH. Datin Paduka Sarena Cheah is Alternate Director to Tan Sri Dato' Seri Dr Jeffrey Cheah and a Major Shareholder of SHH. Sunway, Sunway City Sdn Bhd, Puan Sri Susan Cheah, Evan Cheah, Adrian Cheah, Active Equity Sdn Bhd and Sungei Way Corporation Sdn Bhd are the Major Shareholders of SHH.</p>	<p><b>Nature of RRPT<sup>^</sup></b></p> <p><b>Revenue</b></p> <ul style="list-style-type: none"> <li>• Sales and provision of medical services</li> <li>• Receipt of rental income for renting out premises/ properties*</li> </ul> <p>1) Office: 101 Irrawaddy Road, #09-01, Units 7, 8, 9, 10, 11, 12, 13 &amp; 14, Royal Square at Novena, Singapore 329565</p> <p><b>Expenses</b></p> <ul style="list-style-type: none"> <li>• Provision of company secretarial services</li> <li>• Provision of finance data processing services</li> <li>• Provision of Human Resources administrative services</li> <li>• Provision of hotel accommodation, food &amp; beverage and related services</li> <li>• Provision of theme park facilities</li> <li>• Provision of tour and travel services</li> <li>• Provision of carpark management, carpark rental and related services</li> <li>• Provision of property management, building audit and related services</li> <li>• Provision of club membership subscription fees</li> <li>• Provision of management services, trademark license fee and other related services</li> <li>• Provision of information technology, computer products, software support, maintenance and consultancy services</li> <li>• Provision of financial, insurance and related services</li> <li>• Provision of preschool, childcare and related services</li> </ul>	<p>520</p> <p>326</p> <p>7</p> <p>329</p> <p>670</p> <p>1,391</p> <p>195</p> <p>262</p> <p>984</p> <p>215</p> <p>77</p> <p>1,823</p> <p>4,504</p> <p>25</p> <p>42</p>	<p>661</p> <p>326</p> <p>7</p> <p>236</p> <p>523</p> <p>944</p> <p>84</p> <p>232</p> <p>566</p> <p>110</p> <p>37</p> <p>1,851</p> <p>1,948</p> <p>11</p> <p>40</p>	<p>6,500</p> <p>2,000</p> <p>100</p> <p>1,800</p> <p>3,300</p> <p>15,000</p> <p>10,000</p> <p>1,500</p> <p>4,000</p> <p>30,000</p> <p>300</p> <p>30,000</p> <p>28,000</p> <p>1,000</p> <p>300</p>

Transacting Related Parties	Transacting Companies	Interested Directors/ Major Shareholders/ Persons Connected	Nature of RRPT <sup>a</sup>	Actual value transacted from Listing Date to the LPD RM'000	Estimated value from the LPD to the forthcoming EGM RM'000	Estimated value from the forthcoming EGM to the next AGM in 2027 RM'000
Sunway Group	SHH Group		<p><b>Nature of RRPT<sup>a</sup></b></p> <ul style="list-style-type: none"> <li>• Leasing/ rental of premises/ properties*</li> </ul> <ol style="list-style-type: none"> <li>1) Hospital Building: Ground Floor, 2<sup>nd</sup> Floor &amp; 3<sup>rd</sup> Floor, Tower A, Pusat Perubatan Sunway Velocity, Lingkaran SV, Sunway Velocity, 55100 Kuala Lumpur, Wilayah Persekutuan.</li> <li>2) Office: B-01-01, B-02-01 and B-03-01, Block B, Sunway Geo Avenue, Jalan Lagoon Selatan, Bandar Sunway, 47500 Selangor Darul Ehsan.</li> <li>3) Office: F-03-02, F-02-11, F-03-11 and D-02-01A, Block F, Sunway Geo Avenue, Jalan Lagoon Selatan, Bandar Sunway, 47500 Selangor Darul Ehsan.</li> <li>4) Office: G-01-01, Block G, Sunway Geo Avenue, Jalan Lagoon Selatan, Bandar Sunway, 47500 Selangor Darul Ehsan.</li> <li>5) Office: Suite 3-01 and 3-02, Level 3, Menara Sunway Visio, Lingkaran SV, Sunway Velocity, 55100 Kuala Lumpur, Wilayah Persekutuan.</li> <li>6) Office: Level 9, 101 Irawaddy Road, #09-01, Royal Square at Novena, Singapore 329565.</li> <li>7) Office: Ixora Room 3 and 3A, 1<sup>st</sup> Floor, Sunway Lagoon Club, No 3, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan.</li> <li>8) Office: B-G-01, B-G-02, B-G-03, B-G-03A, B-G-05 and B-G-06, Block B, Sunway Nexis, Jalan PJU 5/1, Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan.</li> <li>9) Office: G-01, G-02 and 1-01, Ground &amp; First Floor, Sunway Citrine Hub, Persiaran Medini 5, Sunway Iskandar 79250 Iskandar Puteri, Johor.</li> <li>10) Residence: Unit A-02-10, Residensi Sunway Geo Lake, Persiaran Tasik Timur, Sunway South Quay, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan.</li> <li>11) Residence: E-509 and E-512, Sunway Villa Apartment, Jalan PJS 7/16, Bandar Sunway, 46150 Petaling Jaya, Selangor Darul Ehsan.</li> </ol>	1,636	1,825	40,000

Transacting Related Parties	Transacting Companies	Interested Directors/ Major Shareholders/ Persons Connected	Nature of RRPT <sup>^</sup>	Actual value transacted from Listing Date to the LPD RM'000	Estimated value from the LPD to the forthcoming EGM RM'000	Estimated value from the forthcoming EGM to the next AGM in 2027 RM'000
Sunway Group	SHH Group		<ul style="list-style-type: none"> <li>• Procurement of fresh vegetables</li> <li>• Provision of pharmaceutical product and services</li> <li>• Provision of training services</li> <li>• Provision of trading, manufacturing and paving solution related services</li> <li>• Loyalty programme fees</li> <li>• Corporate guarantee commission</li> <li>• Provision of vehicle repair and maintenance services</li> <li>• Provision of interior decorations and related services, and renovation works</li> <li>• Provision of project management services</li> <li>• Provision of construction and related services**</li> </ul>	61 6 157 97 30 58 41 10,408 2,339 -	41 6 69 33 43 63 20 1,149 3,389 -	500 100 500 1,000 350 - 300 25,000 30,000 18,500
SCG Group	SHH Group	<p>Evan Cheah is a Director and Major Shareholder of SCG as well as Director in a subsidiary of SCG. Sunway, Sunway Holdings Sdn Bhd, Tan Sri Dato' Seri Dr Jeffrey Cheah, Puan Sri Susan Cheah, Datin Paduka Sarena Cheah, Adrian Cheah, Active Equity Sdn Bhd and Sungei Way Corporation Sdn Bhd are Major Shareholders of SCG. Sunway Holdings Sdn Bhd is a wholly-owned subsidiary of Sunway.</p> <p>Tan Sri Dato' Seri Dr Jeffrey Cheah is a Director and Major Shareholder of SHH as well as Director in a subsidiary of SHH. Datin Paduka Sarena Cheah is Alternate Director to Tan Sri Dato' Seri Dr Jeffrey Cheah and a Major Shareholder of SHH. Sunway, Sunway City Sdn Bhd, Puan Sri Susan Cheah, Evan Cheah, Adrian Cheah, Active Equity Sdn Bhd and Sungei Way Corporation Sdn Bhd are the Major Shareholders of SHH.</p>	<p><b>Revenue</b></p> <ul style="list-style-type: none"> <li>• Sales and provision of medical services</li> </ul> <p><b>Expenses</b></p> <ul style="list-style-type: none"> <li>• Procurement of Construction and related services, foundation geotechnical engineering, and mechanical engineering plumbing, renewable energy and related services**</li> </ul>	23 35,601	26 31,556	300 1,300,000***

Transacting Related Parties	Transacting Companies	Interested Directors/ Major Shareholders/ Persons Connected	Nature of RRPT <sup>^</sup>	Actual value transacted from Listing Date to the LPD RM'000	Estimated value from the LPD to the forthcoming EGM RM'000	Estimated value from the forthcoming EGM to the next AGM in 2027 RM'000
Sunway REIT	SHH Group	<p>Sunway is a major unitholder of Sunway REIT through Sunway REIT Holdings Sdn Bhd, a wholly-owned subsidiary of Sunway City Sdn Bhd, which in turn a wholly-owned subsidiary of Sunway. Tan Sri Dato' Seri Dr Jeffrey Cheah, Puan Sri Susan Cheah, Datin Paduka Sarena Cheah, Evan Cheah, Adrian Cheah, Active Equity Sdn Bhd and Sungei Way Corporation Sdn Bhd, being Major Shareholders of Sunway, also have deemed interests in Sunway REIT via Sunway.</p> <p>Tan Sri Dato' Seri Dr Jeffrey Cheah is a Director and Major Shareholder of SHH as well as Director in a subsidiary of SHH. Datin Paduka Sarena Cheah is Alternate Director to Tan Sri Dato' Seri Dr Jeffrey Cheah and a Major Shareholder of SHH. Sunway, Sunway City Sdn Bhd, Puan Sri Susan Cheah, Evan Cheah, Adrian Cheah, Active Equity Sdn Bhd and Sungei Way Corporation Sdn Bhd are the Major Shareholders of SHH.</p>	<p><b>Revenue</b></p> <ul style="list-style-type: none"> <li>Sales and provision of medical services</li> </ul> <p><b>Expenses</b></p> <ul style="list-style-type: none"> <li>Leasing/ rental of premises/ properties*</li> </ul>	13	9	100
Directors and Major Shareholders of SHH and its subsidiaries and Persons Connected with them	SHH Group	#	<p><b>Revenue</b></p> <ul style="list-style-type: none"> <li>Provision of hotel accommodation, food &amp; beverage and related services</li> <li>Sales and provision of medical services</li> </ul>	-	-	100

**Notes:**

\* The estimated value comprises the premises/ properties listed therein and such other new premises/ properties that may be rented out to/by the Group. The tenancy tenures of the premises/ properties are of varying lengths but are for a lease period of not more than 3 years. The rental payment is on a monthly basis.

\*\* Include inter alia, construction of civil and building works, contracting in mechanical, electrical and engineering works, prefabricated construction of building and civil works, precast concrete building contracts and piling contracts.

\*\*\* The estimated value comprises (i) the remaining unbilled contract balances under existing contracts as at the LPD amounting to RM130,000,000 and (ii) the estimated value of new contracts expected to be awarded during the relevant period amounting to RM1,170,000,000 mainly relating to construction services for Sunway Medical Centre Seremban Sentral, Sunway Medical Centre Iskandar Puteri and Sunway Medical Centre Putrajaya.

# Only applicable to Directors and Major Shareholders involved in the RRPT.

<sup>^</sup> RRPT contemplated under the mandate complies with Paragraph 10.09(2) and the relevant provisions under Items 3.1 and 3.2 of Practice Note 12 of the Listing Requirements.

## E. Amount due and owing to SHH Group by Transacting Related Parties

The breakdown and ageing analysis of amount due and owing to the SHH Group by the Transacting Related Parties pursuant to the RRPT, which exceeded the credit term for the following periods as at the end of the financial year ended 31 December 2025, are as follows:

Principal Sum RM'000	Late Payment Interest RM'000	Total Outstanding Amount RM'000	Ageing Analysis RM'000			
			≤ 1 year*	> 1 year to 3 years@	> 3 years to 5 years@	> 5 years@
3,319	-	3,319	3,249	18	52	#

Notes:

\* Management is in the midst of pursuing for the settlement of outstanding amount due and is committed to achieving settlement of these outstanding amounts due by the financial year ending 31 December 2026.

@ The amount due and owing to the SHH Group by the Transacting Related Parties for more than 1 year has been fully collected before the LPD.

# Negligible

No late payment interest was charged on the outstanding amount owing by the Transacting Related Parties as they were all trade in nature. Management has and will continue to discuss with the Transacting Related Parties to actively pursue early settlement of the outstanding amount due. The Board is of the opinion that there will be no recoverability issues as the overdue amount is closely monitored by Management and Management is optimistic that the amount is recoverable.

## F. Rationale for, and the benefit to, the Group for transacting with Transacting Related Parties

The SHH Group has a long-standing business relationship with the Transacting Related Parties. The Transacting Related Parties are good customers of the SHH Group as well as reliable suppliers of goods and services with proven track records required by the SHH Group for its businesses. For example, the procurement of construction and related services from the Transacting Related Parties has a proven track record of on time delivery and of good quality. The goods and services provided by as well as sales made to the Transacting Related Parties are priced competitively and all transactions between the SHH Group and the Transacting Related Parties are carried out on an arm's length basis and on terms not more favourable to the Transacting Related Parties than those generally available to the public. The close cooperation between the SHH Group and the Transacting Related Parties has reaped mutual benefits and has been and is expected to continue to be beneficial to the businesses of the SHH Group.

In this regard, the Company would like to seek its shareholders' ratification and shareholders' mandate for RRPT.

The Proposals are intended to facilitate transactions in the normal course of business of the SHH Group which are transacted from time to time with the Transacting Related Parties, provided that they are carried out at arm's length and on the SHH Group's normal commercial terms and are not prejudicial to its shareholders and on terms not more favourable to the Transacting Related Parties than those generally available to the public and are not to the detriment of the minority shareholders.

The procurement of the Proposed Shareholders' Mandate on an annual basis would eliminate the need to convene separate general meetings from time to time to seek shareholders' approval as and when potential RRPT with the Transacting Related Parties arise, thereby substantially reducing administrative time and expenses in convening such meetings, without compromising the corporate objectives and business opportunities available to the SHH Group.

Disclosure will be made in the integrated annual report of the Company of the aggregate value of RRPT conducted pursuant to the Proposed Shareholders' Mandate during the financial year, where the aggregate value is equal to or more than the threshold prescribed under the Listing Requirements. In making the disclosure, the Company must provide a breakdown of the aggregate value of the RRPT made during the financial year, amongst others, based on the following information:

- (a) the type of RRPT made; and
- (b) the names of the Transacting Related Parties involved in each type of the RRPT entered into and their relationship with the SHH Group.

The above disclosure will also be made in the Company's integrated annual report for subsequent financial years during which the shareholders' mandate remains in force.

## G. Review Procedures for RRPT

There are procedures established by the SHH Group to ensure that RRPT are undertaken on an arm's length basis and on the SHH Group's normal commercial terms and on terms not more favourable to the Transacting Related Parties than those generally available to the public. The terms are consistent with the SHH Group's usual business practices and policies, which are generally not more favourable to the Transacting Related Parties than those extended to unrelated third parties and are not to the detriment of the minority shareholders.

The SHH Group's review procedures governing RRPT are as follows:

- (i) At least 2 other contemporaneous transactions with unrelated third parties for similar products/ services and/or quantities will be used as comparison (wherever possible) to determine whether the price and terms offered to/by the Transacting Related Parties are fair and reasonable and comparable to those offered to/by other unrelated third parties for the same or substantially similar type of products/ services and/or quantities. In the event that quotation or comparative pricing from unrelated third parties cannot be obtained (for instance, if there are no unrelated third party vendors/ customers of similar products/ services, or if the product/service is specialised or proprietary in nature), the price and terms of the RRPT will be in accordance with applicable industry norms, prevailing commercial rates or in accordance with the usual business practices of the Group. The rates shall be no more favourable to the Transacting Related Parties than those generally available to the public and are not detrimental to the Group or the minority shareholders.
- (ii) For the supply of general goods and services, a minimum of 2 unrelated parties' quotations where applicable, shall be obtained every year or at each contract renewal. Where it is not practical to obtain a minimum of 2 unrelated parties' quotations due to logistic and monopoly constraints, there may be a situation whereby less than 2 unrelated parties' quotations will be acceptable. These quotations shall be reviewed in respect of pricing, quality and service level by a team comprising different functional management staff.
- (iii) For the award of construction contracts in connection with construction of hospitals, tenders are invited and evaluated based on pricing as well as technical and financial capabilities of the tenderers. SHH may appoint SCG Group from the outset based on mutually agreed pricing and terms. An independent cost consultant(s)/ quantity surveyor(s) will be appointed to review the cost in order to ensure that the contracts are undertaken on normal commercial terms.
- (iv) Generally, SCG Group does not receive any preferential treatment if a tender is called by SHH Group. SCG Group is evaluated on the same basis as other third-party construction companies. All bids by SCG Group are required to be competitive and the quality standards and timelines are required to be met.
- (v) A list of Transacting Related Parties has been circulated to the Company's subsidiaries to notify them that all RRPT are required to be undertaken on an arm's length basis and normal commercial terms and on terms not more favourable to the Transacting Related Parties than those generally available to the public.
- (vi) Records are maintained by the Company to capture all RRPT which are entered into pursuant to the Proposed Shareholders' Mandate.
- (vii) All RRPT with value equal to or exceeding RM1 million per transaction or where any one of the percentage ratios is 1% or more, whichever is higher, are reviewed by the RPT Committee and the Audit Committee prior to seeking the Board's approval to ensure compliance with the Listing Requirements on RRPT. RRPT with value below RM1 million or percentage ratio of less than 1%, are reviewed and approved by the RPT Committee.
- (viii) Where any person(s) has an interest in the transactions to be reviewed, such person(s) shall abstain from deliberation and decision making in respect of that transaction.
- (ix) The annual internal audit plan shall incorporate a review of RRPT entered into pursuant to the Proposed Shareholders' Mandate to ensure that the relevant approvals have been obtained and the review procedures in respect of such transactions are adhered to.

- (x) The Audit Committee shall review the internal audit report to ascertain that the procedures established to monitor RRPT have been complied with and also to note the RRPT. The review shall be done on a quarterly basis.
- (xii) The Board and the Audit Committee have reviewed and shall continue to review the adequacy and appropriateness of the procedures as and when required, with the authority to sub-delegate to individuals or committees within the Company as they deem appropriate.

#### H. Audit Committee's Statement

The Audit Committee, supported by the Internal Auditors and Management, will review the relevant RRPT and also review the established procedures as stated in Section 2G of this Circular/ Statement, to ascertain that they have been complied with. Further, if during these periodic reviews by the Audit Committee, the Audit Committee is of the view that the procedures as stated above are not sufficient to ensure that the RRPT are transacted on the SHH Group's normal commercial terms and on terms not more favourable to the Transacting Related Parties than those generally available to the public and will be prejudicial to the shareholders, the Company will seek its shareholders' approval for a fresh mandate based on new or additional procedures.

The Audit Committee, comprising Wai Sow Fun (Chairperson), Tengku Nurul Azian binti Tengku Shahrman and Datuk Dr. Muhammad Radzi bin Abu Hassan who are the Independent Non-Executive Directors, has reviewed the procedures mentioned in Section 2G of this Circular/ Statement and is satisfied that the said procedures are sufficient to ensure that the RRPT will be made with the Transacting Related Parties in accordance with the SHH Group's normal commercial terms and on terms not more favourable to the Transacting Related Parties than those generally available to the public, and hence, not prejudicial to the shareholders nor disadvantageous to the Company and its subsidiaries and are not to the detriment of the minority shareholders.

The Audit Committee is of the view that the SHH Group has adequate procedures and processes in place to monitor, track and identify RRPT in a timely and orderly manner. These procedures and processes are reviewed annually.

### 3. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED WITH THEM

Based on the ROD as at the LPD, the direct and deemed interests of the interested Directors, Major Shareholders and Persons Connected with Directors and Major Shareholders of SHH are as follows:

#### Interests of the Directors

Name of Directors	No. of Shares			
	Direct	%	Deemed	%
Tan Sri Dato' Seri Dr Jeffrey Cheah	6,255,690	0.05	8,393,266,174 <sup>a</sup>	72.98
Dato' Lau Beng Long	1,032,930	0.01	-	-
Tengku Nurul Azian binti Tengku Shahrman	-	-	-	-
Datuk Dr. Muhammad Radzi bin Abu Hassan	-	-	-	-
Wai Sow Fun	4,100	#	-	-
Datin Paduka Sarena Cheah ( <i>Alternate Director</i> )	3,478,042	0.03	8,395,262,780 <sup>c</sup>	73.00
(Dr.) Khoo Chow Huat, DBA ( <i>Alternate Director</i> )	200,000	#	-	-

Name of Directors	No. of Share Options	
	Granted and Accepted	Exercised
Dato' Lau Beng Long	3,000,000	-
(Dr.) Khoo Chow Huat, DBA ( <i>Alternate Director</i> )	2,000,000	-

Note:

First Grant of Share Options under the ESOS at an exercise price of RM1.45 per option.

## Interests of the Major Shareholders

Name of Major Shareholders	No. of Shares			
	Direct	%	Deemed	%
Tan Sri Dato' Seri Dr Jeffrey Cheah	6,255,690	0.05	8,393,266,174 <sup>a</sup>	72.98
Puan Sri Susan Cheah	-	-	8,399,521,864 <sup>b</sup>	73.04
Datin Paduka Sarena Cheah	3,478,042	0.03	8,395,262,780 <sup>c</sup>	73.00
Evan Cheah	781,919	0.01	8,395,261,903 <sup>d</sup>	73.00
Adrian Cheah	-	-	8,395,261,903 <sup>d</sup>	73.00
Sunway City Sdn Bhd	7,984,775,375	69.43	-	-
Sunway	-	-	7,984,775,375 <sup>e</sup>	69.43
Sungei Way Corporation Sdn Bhd	319,120,307	2.78	7,984,775,375 <sup>f</sup>	69.43
Active Equity Sdn Bhd	20,919,489	0.18	8,303,895,682 <sup>g</sup>	72.21

**Notes:**

- a Deemed interest by virtue of Section 8 of the Act held through Active Equity Sdn Bhd, Sungei Way Corporation Sdn Bhd, Jef-San Enterprise Sdn Bhd, Sunway, Sunway City Sdn Bhd and children.
- b Deemed interest by virtue of Section 8 of the Act held through spouse and children.
- c Deemed interest by virtue of Section 8 of the Act held through Active Equity Sdn Bhd, Sungei Way Corporation Sdn Bhd, Jef-San Enterprise Sdn Bhd, Sunway, Sunway City Sdn Bhd, spouse and parent.
- d Deemed interest by virtue of Section 8 of the Act held through Active Equity Sdn Bhd, Sungei Way Corporation Sdn Bhd, Jef-San Enterprise Sdn Bhd, Sunway, Sunway City Sdn Bhd and parent.
- e Deemed interest by virtue of Section 8 of the Act held through Sunway City Sdn Bhd.
- f Deemed interest by virtue of Section 8 of the Act held through Sunway and Sunway City Sdn Bhd.
- g Deemed interest by virtue of Section 8 of the Act held through Sungei Way Corporation Sdn Bhd, Sunway and Sunway City Sdn Bhd.
- # Negligible

## Interests of the Interested Person Connected with Director and Major Shareholder

Name of Person Connected	No. of Shares			
	Direct	%	Deemed	%
Tan Yit Chong*	877	#	3,478,042 <sup>@</sup>	0.03

**Notes:**

- \* Spouse of Datin Paduka Sarena Cheah
- # Negligible
- @ Deemed interest by virtue of Section 8 of the Act held through spouse.

The interested Directors namely, Tan Sri Dato' Seri Dr Jeffrey Cheah and his Alternate, Datin Paduka Sarena Cheah are deemed interested in the Proposals. Accordingly, they have abstained and will continue to abstain from Board deliberations and voting on the Proposals in respect of their direct and/or indirect shareholdings in SHH at the forthcoming EGM to be convened.

In addition to Tan Sri Dato' Seri Dr Jeffrey Cheah, Datin Paduka Sarena Cheah and all the other interested Directors are deemed interested in respect of the RRPT under Section 2D of this Circular/ Statement. Accordingly, they have abstained and will continue to abstain from Board deliberations and voting on the RRPT under Section 2D of this Circular/ Statement, in respect of their direct and/or indirect shareholdings in SHH at the forthcoming EGM to be convened.

The interested Major Shareholders namely, Tan Sri Dato' Seri Dr Jeffrey Cheah, Puan Sri Susan Cheah, Datin Paduka Sarena Cheah, Evan Cheah, Adrian Cheah, Active Equity Sdn Bhd, Sungei Way Corporation Sdn Bhd, Sunway and Sunway City Sdn Bhd will abstain from voting on the Proposals in respect of their direct and/or indirect shareholdings in SHH at the forthcoming EGM to be convened.

Tan Yit Chong, being a Person Connected with Datin Paduka Sarena Cheah (a Director and Major Shareholder), will abstain from voting on the Proposals in respect of his direct shareholdings in SHH at the forthcoming EGM.

In addition, the interested Directors and Major Shareholders will ensure that the Persons Connected with them will abstain from voting, deliberating and approving the Proposals in respect of their direct and/or indirect shareholdings in SHH at the forthcoming EGM.

Save as disclosed above, none of the other Major Shareholders of SHH or Persons Connected with them has any interest, direct or indirect in the Proposals.

#### 4. APPROVAL REQUIRED

The Proposals are subject to approval being obtained from the shareholders of the Company at the forthcoming EGM.

#### 5. DIRECTORS' RECOMMENDATION

All the Directors who are deemed interested in respect of the RRPT under Section 2D of this Circular/ Statement, have abstained from expressing an opinion and making any recommendation to the shareholders in respect thereof.

The Board (save and except for Tan Sri Dato' Seri Dr Jeffrey Cheah and his Alternate, Datin Paduka Sarena Cheah who are deemed interested in the Proposals), having considered all aspects of the Proposals, is of the opinion that the Proposals, are in the best interest of the Company and recommend that you vote in favour of the resolution pertaining to the Proposals to be tabled at the forthcoming EGM.

#### 6. EGM

The EGM, the notice of which in relation to the Proposals is set out in the Company's website and enclosed in this Circular/ Statement, will be held at **Lagoon 1, Level 15, Sunway Resort Hotel, Persiaran Lagoon, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia** on **Monday, 29 June 2026 at 3:00 p.m.** for the purpose of considering and, if thought fit, passing the resolution to give effect to the Proposals pursuant to the agenda of Special Business as detailed in the Company's Notice of EGM.

You are encouraged to attend and vote (collectively "**participate**") at the EGM. If you are unable to attend the EGM, you may appoint a proxy or proxies to participate on your behalf. In such an event, you should complete and deposit the Proxy Form at the office of Boardroom Share Registrars Sdn Bhd ("**Boardroom**") at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia either by hand, post or email to Boardroom at *bsr.proxy@boardroomlimited.com*. You also have the option to lodge the Proxy Form electronically via the "Boardroom Smart Investor Portal" at *https://investor.boardroomlimited.com* ("**e-Proxy Lodgement**"). The Proxy Form must be received by Boardroom not less than 24 hours before the time appointed for the taking of the poll or no later than Sunday, 28 June 2026 at 3:00p.m.. The lodging of the Proxy Form will not preclude you from participating at the EGM should you wish to do so. Please refer to the Administrative Notes of the EGM for the steps on the e-Proxy Lodgement.

#### 7. FURTHER INFORMATION

You are requested to refer to Appendix I contained in this Circular/ Statement for further information.

Yours faithfully  
For and on behalf of the Board of Directors  
**SUNWAY HEALTHCARE HOLDINGS BERHAD**

**Wai Sow Fun**  
Independent Non-Executive Director

**PART B**

**STATEMENT TO SHAREHOLDERS IN RELATION TO THE  
PROPOSED NEW SHARE BUY-BACK AUTHORITY**

# SUNWAY

## HEALTHCARE

### SUNWAY HEALTHCARE HOLDINGS BERHAD

Registration No. 202101000296 (1400594-U)  
(Incorporated in Malaysia)

Registered Office:  
Level 16, Menara Sunway  
Jalan Lagoon Timur  
Bandar Sunway  
47500 Subang Jaya  
Selangor Darul Ehsan  
Malaysia

5 June 2026

#### **Board of Directors:**

Tan Sri Dato' Seri Dr Jeffrey Cheah Fook Ling KBE AO (*Executive Chairman; Non-Independent Executive Director*)  
Dato' Lau Beng Long (*President; Non-Independent Executive Director*)  
Tengku Nurul Azian binti Tengku Shahriman (*Senior Independent Non-Executive Director*)  
Datuk Dr. Muhammad Radzi bin Abu Hassan (*Independent Non-Executive Director*)  
Wai Sow Fun (*Independent Non-Executive Director*)  
Datin Paduka Sarena Cheah Yean Tih s.m.s. (*Alternate Director to Tan Sri Dato' Seri Dr Jeffrey Cheah*)  
(Dr.) Khoo Chow Huat, DBA (*Alternate Director to Dato' Lau Beng Long*)

To: The Shareholders of Sunway Healthcare Holdings Berhad

Dear Sir/Madam,

#### **PROPOSED NEW SHARE BUY-BACK AUTHORITY**

##### **1. INTRODUCTION**

The Company had on 20 May 2026, announced to Bursa Securities that it proposes to seek the approval of its shareholders at the forthcoming EGM for the Proposed Share Buy-Back Authority.

The purpose of this Statement is to provide you with details pertaining to the Proposed Share Buy-Back Authority and to seek your approval for the ordinary resolution pertaining to the Proposed Share Buy-Back Authority to be tabled at the forthcoming EGM.

**YOU ARE ADVISED TO READ THE CONTENTS OF THIS STATEMENT CAREFULLY BEFORE VOTING ON THE ORDINARY RESOLUTION TO GIVE EFFECT TO THE PROPOSED SHARE BUY-BACK AUTHORITY.**

##### **2. DETAILS OF THE PROPOSED SHARE BUY-BACK AUTHORITY**

The Company proposes to seek its shareholders' approval for the authority to purchase its own Shares and/or hold as treasury shares of up to a maximum of 5% of the total number of issued Shares of the Company at any point in time in accordance with Section 127 of the Act, the Listing Requirements and any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities at the time of purchase. The purchase of the Company's own Shares will be carried out on Bursa Securities through an appointed stockbroker.

The Listing Requirements stipulate that the proposed purchase of its own shares by a listed company must be made wholly out of retained profits of the listed company. Accordingly, the Board proposes to allocate an amount up to the retained profits of the Company for the Proposed Share Buy-Back Authority subject to compliance with Section 127 of the Act, the Listing Requirements and any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities at the time of purchase. The audited retained profits of the Company as at 31 December 2025 are RM710,559,000.

The Directors may deal with the Shares so purchased by the Company pursuant to the Proposed Share Buy-Back Authority in accordance with Section 127 of the Act in the following manner:

- (i) to cancel the Purchased Shares; or
- (ii) to retain the Purchased Shares as treasury shares for:
  - (a) distribution of all or part of the treasury shares as dividends to the shareholders of the Company;
  - (b) re-sell of all or part of the treasury shares on Bursa Securities in accordance with the relevant rules of Bursa Securities;
  - (c) transfer of all or part of the treasury shares for the purposes of or under an employees' share scheme;
  - (d) transfer of all or part of the treasury shares as purchase consideration;
  - (e) cancellation of all or part of the treasury shares; or
  - (f) sell, transfer or otherwise use the treasury shares for such other purposes as the Minister may by order prescribe; or
- (iii) to retain part of the Purchased Shares as treasury shares and cancel the remainder of the shares.

While the Purchased Shares are held as treasury shares, the holder of the treasury shares shall not be conferred the right to attend or vote at meetings and the right to receive dividends or other distribution, whether cash or otherwise, of the Company's assets including any distribution of assets upon winding up of the Company. The treasury shares, if any, shall not be taken into account in calculating the number or percentage of shares or of a class of shares in the Company for any purposes including substantial shareholdings, take-overs, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on a resolution at a meeting.

If the Company decides to cancel the Purchased Shares, it is required to make an immediate announcement on the day the cancellation is made providing the number of shares cancelled, the date of cancellation and the outstanding issued share capital of the Company after the cancellation. In the event the Company retains the shares purchased as treasury shares, the said shares may be dealt with in accordance with Section 127(7) of the Act.

The approval from the shareholders for the Proposed Share Buy-Back Authority, if given, will be effective immediately upon the passing of the ordinary resolution for the Proposed Share Buy-Back Authority at the forthcoming EGM of the Company and shall remain in force until:

- (a) the conclusion of the next AGM of the Company following the general meeting at which such resolution was passed, at which time it shall lapse unless by an ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM of the Company after that date 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.

Pursuant to the Listing Requirements, the Company may only purchase its own Shares on Bursa Securities at a price which is not more than 15% above the weighted average market price of SHH Shares for the past 5 market days immediately before the purchase(s). Under Paragraph 12.18 of the Listing Requirements, the Company may only resell the Purchased Shares held as treasury shares on Bursa Securities or transfer treasury shares pursuant to Section 127(7) of the Act at:

- (a) a price which is not less than the weighted average market price of SHH Shares for the 5 market days immediately before the resale or transfer; or
- (b) a discounted price of not more than 5% to the weighted average market price of SHH Shares for the 5 market days immediately before the resale or transfer provided that:
  - (i) the resale or transfer takes place not earlier than 30 days from the date of purchase; and
  - (ii) the resale or transfer price is not less than the cost of purchase of the shares being resold or transferred.

The Proposed Share Buy-Back Authority will allow the Directors to purchase SHH Shares at any time within the abovementioned time period using the funds of the SHH Group. The aforesaid funds will be sourced from both internally generated funds of the SHH Group and/or external borrowings, the portion of which to be utilised will depend on the actual number of SHH Shares to be purchased, the price of the SHH Shares, the availability of the internally generated funds and other relevant cost factors at the time of the purchase(s). If borrowings are used for share buy-backs pursuant to the the Proposed Share Buy-Back Authority, the Company will experience a decline in its net cash flow to the extent of the interest costs associated with such borrowings, but the Board does not foresee any difficulty in repayment of borrowings, if any, used for share buy-backs pursuant to the Proposed Share Buy-Back Authority. Based on the audited consolidated financial statements of the Company as at 31 December 2025, the Group has recorded cash and cash equivalents of approximately RM543,282,000.

The actual number of SHH Shares to be purchased, the total amount of funds involved for each purchase and the timing of the purchase(s) will depend on, amongst others, the market conditions and sentiments of the stock market, the available financial resources of the Group and the amount of retained profits of the Company.

The public shareholding spread of the Company (“**Public Shareholding Spread**”) based on the ROD as at the LPD was approximately 21.93%. If the Proposed Share Buy-Back Authority is implemented in full i.e. up to 5% of the SHH Shares are purchased from the public entirely and all the Purchased Shares are either cancelled or held as treasury shares, and assuming the shareholdings of the Directors, substantial shareholders or persons connected with the Directors and/or substantial shareholders remain the same, the Public Shareholding Spread under minimum and maximum scenarios are expected to be as follows:

	<b>Public Shareholding Spread</b>	
	<b>No. of Shares</b>	<b>%</b>
After proposed share buy-back (Minimum Scenario) <sup>(a)</sup>	1,947,234,387	17.82
After proposed share buy-back (Maximum Scenario) <sup>(b)</sup>	1,972,314,387	18.01

**Notes:**

<sup>(a)</sup> Assuming that none of the granted Share Options, which are currently unvested and no exercise of Share Options prior to the implementation of the Proposed Share Buy-Back Authority.

<sup>(b)</sup> Assuming that all Share Options vested on 17 June 2026 are fully exercised prior to the implementation of the Proposed Share Buy-Back Authority.

Bursa Securities has, via its letter dated 22 January 2026, resolved to accept a lower public shareholding spread of 18% upon the Listing of the Company, in compliance with Paragraph 8.02(1) of the Listing Requirements. However, the Company has been advised to use its best endeavours to increase the percentage of its public shareholding spread to 25%.

The Company is required to notify Bursa Securities immediately if in conjunction with the preparation of its semi-annual returns and/or becoming aware of the following:

- (i) any decrease in the Company’s issued share capital;
- (ii) any decrease in the percentage of the Company’s public shareholding spread below 18%; and
- (iii) any decrease in the Company’s average market capitalisation for the preceding 12 months to below RM3 billion.

The Company, in implementing the Proposed Share Buy-Back Authority, will be mindful in ensuring that the minimum Public Shareholding Spread of 18% accepted by Bursa Securities is met and maintained.

### **3. RATIONALE FOR THE PROPOSED SHARE BUY-BACK AUTHORITY**

The Proposed Share Buy-Back Authority will enable the Company to utilise its financial resources not immediately required for use, to purchase its own Shares. The Proposed Share Buy-Back Authority may enhance the EPS and reduce the liquidity level of the SHH Shares in Bursa Securities, which generally will have a positive impact on the market price of the SHH Shares.

### **4. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED SHARE BUY-BACK AUTHORITY**

The potential advantages of the Proposed Share Buy-Back Authority to the Company and its shareholders are as follows:

- (a) it allows the Company to take preventive measures against speculation particularly when its Shares are undervalued which would in turn stabilise the market price of SHH Shares and hence, enhance investors' confidence;
- (b) it allows the Company flexibility in achieving the desired capital structure, in terms of the debt and equity composition and the size of equity; and
- (c) if the SHH Shares bought back by the Company are cancelled, shareholders of the Company are likely to enjoy an increase in the value of their investment in the Company as the net EPS of the Company will increase.

The potential disadvantages of the Proposed Share Buy-Back Authority to the Company and its shareholders are as follows:

- (a) the Proposed Share Buy-Back Authority, if implemented, will temporarily reduce the financial resources of the SHH Group and may result in the SHH Group foregoing better investment opportunities that may emerge going forward; and
- (b) as the funds to be allocated for the Proposed Share Buy-Back Authority can only be made out of retained profits of the Company, it may result in the reduction of financial resources available for distribution of dividends to shareholders in the immediate future.

Nevertheless, the Board is of the view that the Proposed Share Buy-Back Authority is not expected to have any potential material disadvantage to the Company and the shareholders of the Company as the Board will be mindful of the interests of the Company and its shareholders in undertaking the Proposed Share Buy-Back Authority and in any subsequent cancellation of the Purchased Shares.

### **5. EFFECTS OF THE PROPOSED SHARE BUY-BACK AUTHORITY**

The effects of the Proposed Share Buy-Back Authority and the implication relating to the Code and Rules are as follows:

#### **5.1 Share Capital**

The Company has implemented an ESOS, whereby any exercise of Share Options by the Eligible Persons will result in an increase in the total number of issued Shares. The ESOS will be in force for a duration of 6 years from the effective date of the ESOS, subject to any extension. Prior to its expiry date and subject to the Board's approval, the ESOS could be extended for a period of up to 4 years, with maximum duration of 10 years.

The first grant under the ESOS ("**1<sup>st</sup> Grant**") were granted to the Eligible Persons on 17 March 2026 ("**Grant Date**") comprised an allocation of up to 0.5% of the enlarged share capital of SHH, at an exercise price equivalent to Initial Public Offering ("**IPO**") price of RM1.45 per share to the eligible executive Directors and employees of SHH Group (excluding dormant subsidiaries).

The vesting period of the 1<sup>st</sup> Grant is contingent upon the satisfaction and fulfilment of the vesting conditions as at the following schedule:

No. of Vesting	Vesting date	Exercisable portion
1 <sup>st</sup> vesting	17 June 2026	50% of ESOS Options offered
2 <sup>nd</sup> vesting	17 June 2027	25% of ESOS Options offered
3 <sup>rd</sup> vesting	17 June 2028	25% of ESOS Options offered

As at the LPD, the Company's total issued share capital stands at RM2,993,027,825 comprising of 11,500,165,558 Shares. None of the Share Options granted have been vested and/or exercised as at the LPD.

In the event the number of issued Shares increases due to the exercise of the entire 1<sup>st</sup> vesting of the Share Options, the maximum aggregate number of Shares that the Company may purchase shall be up to 5% of the enlarged total number of issued Shares at the time of purchase in compliance with Paragraph 12.09 of the Listing Requirements. For avoidance of doubt, the Company presently intends to limit the actual number of shares to be purchased to up to 5% of the total number of issued Shares of the Company in order to preserve the Public Shareholding Spread of the Company at not less than 18%.

Strictly for illustration purposes, assuming that the number of SHH Shares (of up to 5% of the total number of issued Shares) authorised under the Proposed Share Buy-Back Authority are purchased and cancelled, the Proposed Share Buy-Back Authority will have the following effects on the issued share capital of the Company:

	<b>Minimum Scenario *</b> <b>Number of SHH Shares</b>	<b>Maximum Scenario **</b> <b>Number of SHH Shares</b>
Number of issued Shares as at the LPD	11,500,165,558	11,500,165,558
Shares to be issued assuming the full exercise of the vested Share Options	-	26,400,000
Enlarged total number of issued Shares <i>(if applicable)</i>	11,500,165,558	11,526,565,558
LESS:		
Maximum number of Shares that may be purchased pursuant to the Proposed Share Buy-Back Authority	575,008,277 <sup>(1)</sup>	576,328,277 <sup>(2)</sup>
Resultant total number of issued Shares if all Purchased Shares are cancelled	10,925,157,281	10,950,237,281

**Notes:**

\* *Minimum scenario assumes that none of the granted Share Options, which are currently unvested and as at the LPD and no exercise of Share Options prior to the implementation of the Proposed Share Buy-Back Authority.*

\*\* *Maximum scenario assumes that all Share Options vested on 17 June 2026 are fully exercised prior to the implementation of the Proposed Share Buy-Back Authority.*

<sup>(1)</sup> *Assuming the purchase of up to 5% of the total number of issued Shares of the Company, without any vesting or exercise of the granted and accepted Share Options.*

<sup>(2)</sup> *Assuming the purchase of up to 5% of the enlarged total number of issued Shares of the Company, after all Share Options vested on 17 June 2026 are fully exercised.*

On the other hand, if the Purchased Shares are retained as treasury shares, the Proposed Share Buy-Back Authority will not affect the issued share capital of the Company but the rights attached to them in relation to voting, dividends or other distribution, whether cash or otherwise, of the Company's assets including any distribution of assets upon winding up of the Company, will be suspended. The treasury shares shall not be taken into account in calculating the number or percentage of shares or of a class of shares in the Company for any purposes including substantial shareholdings, take-overs, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on the resolution at a meeting.

## **5.2 NA and Working Capital**

The effect of the Proposed Share Buy-Back Authority on the NA of the SHH Group will depend on the purchase price(s) of the SHH Shares and the effective funding cost incurred by the SHH Group to finance the purchase of the SHH Shares or any loss in interest income to the Company.

In the event that all the Purchased Shares are cancelled, the Proposed Share Buy-Back Authority would reduce the NA of the SHH Group when the purchase price per SHH Share exceeds the NA per SHH Share at the relevant point in time, and vice versa.

The Proposed Share Buy-Back Authority will reduce the working capital of the SHH Group, the quantum of which will depend on the purchase price(s) of the SHH Shares and the number of SHH Shares purchased.

The NA per SHH Share will decrease if the Purchased Shares are retained as treasury shares due to the requirement for treasury shares to be carried at cost and be offset against equity, resulting in a decrease in the NA by the cost of the treasury shares. If the treasury shares are resold on Bursa Securities, the NA per SHH Share will increase if the Company realises a gain from the resale, and vice versa. If the treasury shares are distributed as share dividends, the NA per SHH Share will decrease by the cost of the treasury shares.

## **5.3 EPS**

The effect of the Proposed Share Buy-Back Authority on the EPS of the SHH Group will depend on the purchase price(s) of the SHH Shares and the effective funding cost to the SHH Group to finance the purchase of SHH Shares or any loss in interest income to the Company.

Assuming the SHH Shares purchased are retained as treasury shares and resold, the effects on the EPS of the SHH Group will depend on the actual selling price, the number of treasury shares resold and the effective gain or interest savings arising from the exercise.

If the SHH Shares so purchased are cancelled, the Proposed Share Buy-Back Authority will increase the EPS of the SHH Group provided the income forgone and/or interest expense incurred on the SHH Shares purchased is less than the EPS before the Proposed Share Buy-Back Authority.

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#### 5.4 Shareholdings of Directors, Major/ Substantial Shareholders and Persons Connected with Directors and/or Major/ Substantial Shareholders

Based on the Register of Directors' Shareholdings and Register of Substantial Shareholders' Shareholdings as at the LPD and assuming the Proposed Share Buy-Back Authority is implemented in full (i.e. up to 5% of the total number of issued share capital) and that the SHH Shares purchased are from shareholders other than the existing Directors, Major/ Substantial Shareholders and Persons Connected with them, the effect of the Proposed Share Buy-Back Authority on the shareholdings of the existing Directors, Major Shareholders, Substantial Shareholders and Persons Connected with Directors and/or Major or Substantial Shareholders, the effects of the Proposed Share Buy-Back Authority on the shareholdings of the existing Directors, Major Shareholders, Substantial Shareholders and Persons Connected with Directors and/or Major or Substantial Shareholders by virtue of Section 127 of the Act, under both minimum and maximum scenarios, are set out below:

	Before Proposed Share Buy-Back Authority Based on ROD as at the LPD				After Proposed Share Buy-Back Authority Minimum Scenario				After Proposed Share Buy-Back Authority Maximum Scenario			
	Direct		Deemed		Direct		Deemed		Direct		Deemed	
	No. of Shares	%*	No. of Shares	%*	No. of Shares	%@	No. of Shares	%@	No. of Shares	%^	No. of Shares	%^
<b>Directors and Major Shareholders</b>												
Tan Sri Dato' Seri Dr. Jeffrey Cheah	6,255,690	0.05	8,393,266,174 <sup>(a)</sup>	72.98	6,255,690	0.06	8,393,266,174 <sup>(a)</sup>	76.83	6,255,690	0.06	8,393,266,174 <sup>(a)</sup>	76.65
Datin Paduka Sarena Cheah (Alternate Director)	3,478,042	0.03	8,395,262,780 <sup>(b)</sup>	73.00	3,478,042	0.03	8,395,262,780 <sup>(b)</sup>	76.84	3,478,042	0.03	8,395,262,780 <sup>(b)</sup>	76.67
<b>Directors</b>												
Dato' Lau Beng Long	1,032,930	0.01	-	-	1,032,930	0.01	-	-	1,032,930	0.01	-	-
Tengku Nurul Azian binti Tengku Shahriman	-	-	-	-	-	-	-	-	-	-	-	-
Datuk Dr. Muhammad Radzi bin Abu Hassan	-	-	-	-	-	-	-	-	-	-	-	-
Wai Sow Fun	4,100	#	-	-	4,100	#	-	-	4,100	#	-	-
(Dr.) Khoo Chow Huat, DBA (Alternate Director)	200,000	#	-	-	200,000	#	-	-	200,000	#	-	-
<b>Major Shareholders</b>												
Sunway	-	-	7,984,775,375 <sup>(c)</sup>	69.43	-	-	7,984,775,375 <sup>(c)</sup>	73.09	-	-	7,984,775,375 <sup>(c)</sup>	72.92
Sunway City Sdn Bhd	7,984,775,375	69.43	-	-	7,984,775,375	73.09	-	-	7,984,775,375	72.92	-	-
Puan Sri Susan Cheah	-	-	8,399,521,864 <sup>(d)</sup>	73.04	-	-	8,399,521,864 <sup>(d)</sup>	76.88	-	-	8,399,521,864 <sup>(d)</sup>	76.71
Evan Cheah	781,919	0.01	8,395,261,903 <sup>(e)</sup>	73.00	781,919	0.01	8,395,261,903 <sup>(e)</sup>	76.84	781,919	0.01	8,395,261,903 <sup>(e)</sup>	76.67
Adrian Cheah	-	-	8,395,261,903 <sup>(e)</sup>	73.00	-	-	8,395,261,903 <sup>(e)</sup>	76.84	-	-	8,395,261,903 <sup>(e)</sup>	76.67
Sungei Way Corporation Sdn Bhd	319,120,307	2.78	7,984,775,375 <sup>(f)</sup>	69.43	319,120,307	2.92	7,984,775,375 <sup>(f)</sup>	73.09	319,120,307	2.91	7,984,775,375 <sup>(f)</sup>	72.92
Active Equity Sdn Bhd	20,919,489	0.18	8,303,895,682 <sup>(g)</sup>	72.21	20,919,489	0.19	8,303,895,682 <sup>(g)</sup>	76.01	20,919,489	0.19	8,303,895,682 <sup>(g)</sup>	75.83

	Before Proposed Share Buy-Back Authority				After Proposed Share Buy-Back Authority							
	Based on ROD as at the LPD				Maximum Scenario							
	Direct	Deemed	%*	No. of Shares	Direct	Deemed	%@	No. of Shares	Direct	Deemed	%^	No. of Shares
<b>Substantial Shareholders</b>												
Greenwood Capital Private Limited	575,008,262	-	5.00	575,008,262 <sup>(h)</sup>	575,008,262	-	5.00	575,008,262 <sup>(h)</sup>	575,008,262	-	5.25	575,008,262 <sup>(h)</sup>
Apstar Investment Pte Ltd	-	-	-	575,008,262 <sup>(h)</sup>	-	-	-	575,008,262 <sup>(h)</sup>	-	-	-	575,008,262 <sup>(h)</sup>
GIC (Ventures) Pte Ltd	-	-	5.00	575,008,262 <sup>(h)</sup>	-	-	5.26	575,008,262 <sup>(h)</sup>	-	-	5.26	575,008,262 <sup>(h)</sup>
GIC Private Limited	681,452	0.01	5.00	575,008,262 <sup>(h)</sup>	681,452	0.01	5.26	575,008,262 <sup>(h)</sup>	681,452	0.01	5.26	575,008,262 <sup>(h)</sup>
Employees Provident Fund Board	594,944,844	5.17	-	-	594,944,844	5.45	-	-	594,944,844	5.43	-	-
<b>Person connected with Directors and Major Shareholders</b>												
Tan Yit Chong	877	#	0.03	3,478,042 <sup>(i)</sup>	877	#	0.03	3,478,042 <sup>(i)</sup>	877	#	0.03	3,478,042 <sup>(i)</sup>

**Notes:**

- \* Computed based on 11,500,165,558 Shares of the Company as at the LPD.
- @ Computed based on 10,925,157,280 Shares of the Company under Minimum Scenario.
- ^ Computed based on 10,950,237,280 Shares of the Company under Maximum Scenario.
- # Negligible
- (e) Deemed interest by virtue of Section 8 of the Act held through Active Equity Sdn Bhd, Sungei Way Corporation Sdn Bhd, Sungei Way Corporation Sdn Bhd, Sunway, Sunway City Sdn Bhd and children.
- (b) Deemed interest by virtue of Section 8 of the Act held through Active Equity Sdn Bhd, Sungei Way Corporation Sdn Bhd, Sungei Way Corporation Sdn Bhd, Sunway, Sunway City Sdn Bhd and spouse and parent.
- (c) Deemed interest by virtue of Section 8 of the Act held through Sunway City Sdn Bhd.
- (d) Deemed interest by virtue of Section 8 of the Act held through spouse and children.
- (e) Deemed interest by virtue of Section 8 of the Act held through Active Equity Sdn Bhd, Sungei Way Corporation Sdn Bhd, Sungei Way Corporation Sdn Bhd, Sunway, Sunway City Sdn Bhd and parent.
- (f) Deemed interest by virtue of Section 8 of the Act held through Sunway and Sunway City Sdn Bhd.
- (g) Deemed interest by virtue of Section 8 of the Act held through Sungei Way Corporation Sdn Bhd, Sunway and Sunway City Sdn Bhd.
- (h) Deemed interest by virtue of Section 8 of the Act held through Greenwood Capital Private Limited.
- (i) Deemed interest by virtue of Section 8 of the Act held through spouse.

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## 5.5 Dividends

The Proposed Share Buy-Back Authority may reduce the cash available, which may otherwise be used for dividend payments. Nonetheless, if the Purchased Shares are retained as treasury shares, the treasury shares may be distributed as dividends to shareholders of the Company if the Company so decided.

## 5.6 Implication relating to the Code and the Rules

Pursuant to the Code and the Rules, a person, and any person acting in concert with him, will be required to make a mandatory offer for the remaining Shares not already owned by him/her/them if his/her/their stake in the Company is increased to beyond 33% or if his/her/their shareholding is between 33% and 50% and increases by another 2% in any 6-month period. However, an exemption may be granted by the Securities Commission upon application by such person(s).

The Company does not intend to undertake the Proposed Share Buy-Back Authority such that it will trigger any obligation on the part of a Substantial Shareholder to undertake a mandatory offer pursuant to the Code and the Rules. In this respect, the Board will be mindful of the potential implications relating to the Code. However, the Company is not precluded from, and takes no responsibility or liability for, the trigger of any such mandatory offer obligation under the Code and the Rules as a result of the exercise of the share buy-back authority available to the Board pursuant to the Proposed Share Buy-Back Authority. In the event that an obligation to undertake a mandatory offer is triggered as a result of the Proposed Share Buy-Back, the affected Substantial Shareholder and parties acting in concert may typically apply to the Securities Commission for an exemption from undertaking a mandatory offer under the Code and the Rules.

## 6. SHARE PRICES

The monthly highest and lowest prices of SHH Shares transacted on Bursa Securities from the Company's date of listing on 18 March 2026 to 7 May 2026 are as follows:

Month	Shares	
	Highest (RM)	Lowest (RM)
<b>2026</b>		
March <sup>#</sup>	2.46	1.69
April	2.16	1.80
May <sup>*</sup>	1.91	1.86

(Source: Bloomberg)

The last transacted price of SHH Shares on the LPD was RM1.87.

Notes:

<sup>#</sup> Starting from the Listing Date

<sup>\*</sup> Up to the LPD of 7 May 2026

## 7. PURCHASES, REALES OR CANCELLATION MADE IN THE PRECEDING 12 MONTHS

As the Proposed Share Buy-Back Authority is the first mandate to be sought, the Company does not hold any treasury shares and has not made any purchase of its own Shares, resale or cancellation of treasury shares in the preceding 12 months.

## 8. APPROVAL REQUIRED

The Proposed Share Buy-Back Authority is subject to approval being obtained from the shareholders of the Company at the forthcoming EGM.

**9. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED WITH THEM**

None of the Directors and/or Major Shareholders of SHH and/or Persons Connected with them has any interest, direct or indirect, in the Proposed Share Buy-Back Authority.

**10. DIRECTORS' RECOMMENDATION**

The Board, after having considered all aspects of the Proposed Share Buy-Back Authority, is of the opinion that the Proposed Share Buy-Back Authority is in the best interest of the Company. As such, the Directors recommend that you vote in favour of the ordinary resolution pertaining to the Proposed Share Buy-Back Authority to be tabled at the forthcoming EGM.

**11. EGM**

The EGM, the notice of which in relation to the Proposed Share Buy-Back Authority is set out in the Company's website and enclosed in this Circular/ Statement, will be held at **Lagoon 1, Level 15, Sunway Resort Hotel, Persiaran Lagoon, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia on Monday, 29 June 2026 at 3:00 p.m.** for the purpose of considering and, if thought fit, passing the resolution to give effect to the Proposed Share Buy-Back Authority pursuant to the agenda of Special Business as detailed in the Company's Notice of EGM.

You are encouraged to attend and vote (collectively "**participate**") at the EGM. If you are unable to attend the EGM, you may appoint a proxy or proxies to participate on your behalf. In such an event, you should complete and deposit the Proxy Form at the office of Boardroom Share Registrars Sdn Bhd ("**Boardroom**") located at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia either by hand, post or email to Boardroom at [bsr.proxy@boardroomlimited.com](mailto:bsr.proxy@boardroomlimited.com). You also have the option to lodge the Proxy Form electronically via the "Boardroom Smart Investor Portal" at <https://investor.boardroomlimited.com> ("**e-Proxy Lodgement**"). The Proxy Form must be received by Boardroom not less than 24 hours before the time appointed for the taking of the poll or no later than Sunday, 28 June 2026 at 3:00p.m.. The lodging of the Proxy Form will not preclude you from participating at the EGM should you wish to do so. Please refer to the Administrative Notes of the EGM for the steps on the e-Proxy Lodgement.

**12. FURTHER INFORMATION**

Shareholders are requested to refer to Appendix I contained in this Circular/ Statement for further information.

Yours faithfully  
For and on behalf of the Board of Directors  
**SUNWAY HEALTHCARE HOLDINGS BERHAD**

**Wai Sow Fun**  
Independent Non-Executive Director

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## FURTHER INFORMATION

### 1. DIRECTORS' RESPONSIBILITY

This Circular/ Statement has been seen and approved by the Directors of SHH and they individually and collectively accept full responsibility for the accuracy of the information given in this Circular/ Statement and confirm that after having made all reasonable enquiries, and to the best of their knowledge and belief, there are no facts, the omission of which would make any statement in this Circular/ Statement misleading.

### 2. MATERIAL CONTRACTS

Save as disclosed below, there are no material contracts (not being contracts entered into in the ordinary course of business) entered into by SHH and its subsidiaries within the past 2 years preceding the LPD:

- (a) Letter of award dated 13 August 2024 issued by Sunway Medical Centre Ipoh Sdn Bhd ("**SMC Ipoh**") (as employer) to Sunway Construction Sdn Bhd ("**Sunway Construction**") (as contractor) for the appointment of Sunway Construction to undertake renovation works at Sunway Medical Centre Ipoh, at a contract sum of RM18,189,000. The renovation works have been completed, with the Certificate of Completion and Compliance ("**CCC**") issued on 16 October 2025.
- (b) Letter of award dated 22 October 2024 issued by Sunway Medical Centre Sdn Bhd ("**SMC**") (as employer) to Sunway Construction (as contractor) for the appointment of Sunway Construction to undertake extension and renovation works at Towers D and E of Sunway Medical Centre Sunway City Kuala Lumpur, at a contract sum of RM90,319,000. The extension and renovation works have been completed, with the CCC issued on 30 September 2025.
- (c) Sale and purchase agreement dated 18 November 2024 entered into between Sunway Marketplace Sdn Bhd (as vendor) and SMC (as purchaser) for the acquisition by SMC of a registered lease over a parcel of freehold land held under H.S.(D) 605673, PTD 200694, located at Mukim Pulai, Daerah Johor Bahru, Negeri Johor, for a total cash consideration of RM20,659,803. As at the LPD, the sale and purchase transaction has yet to complete and SMC is proposing to acquire the registered proprietorship of a few parcels of freehold land located within the same vicinity for the development of Sunway Medical Centre Iskandar Puteri, in substitution of the registered lease originally contemplated under the sale and purchase agreement. The change of location was necessitated by the proposal to acquire a larger parcel of land in comparison with the parcel of land which is the subject matter of the sale and purchase transaction within the Sunway City Iskandar Puteri township. SMC is in negotiation with Sunway Marketplace Sdn Bhd to vary the terms of the sale and purchase agreement.
- (d) Engagement agreement dated 2 April 2025 entered into between SMC (as employer) and SA Architects Sdn Bhd (as architect) for the appointment of SA Architects Sdn Bhd to provide architectural consultancy services for the proposed development of a medical centre on a parcel of land held under H.S.(D) 605673, PTD 200694, located at Mukim Pulai, Daerah Johor Bahru, Negeri Johor, at a fee of 2.4% of the total final construction cost for the project or the awarded construction cost for the project, whichever is lower, subject to the completion of the project. As at the LPD, SA Architects Sdn Bhd has commenced providing architectural consultancy services to SMC in accordance with the terms of the agreement.
- (e) Letter of award dated 25 August 2025 issued by SMC (as employer) to Sunway Construction (as contractor) for the appointment of Sunway Construction to undertake renovation works at Tower F of Sunway Medical Centre Sunway City Kuala Lumpur, at a contract sum of RM122,000,000. As at the LPD, the renovation works are still ongoing.
- (f) Sale and purchase agreement dated 28 October 2025 entered into between Sunway Medical Centre Penang Sdn Bhd ("**SMC Penang**") and RHB Trustees Berhad (as trustee of Sunway REIT) (as vendor) for the acquisition by SMC Penang of the following, for a total cash consideration of RM60,000,000:

- (a) all that piece of leasehold land held under Pajakan Negeri No. Hakmilik 2602, Lot 5785, Mukim 01, Daerah Seberang Perai Tengah, Negeri Pulau Pinang measuring approximately 4,294 square metres (“**Land**”);
- (b) hotel building known as “Sunway Hotel Seberang Jaya” erected on the Land, together with all other structures thereon (“**Hotel**”); and
- (c) all fixtures, fittings, equipment and tangible property in respect of the Hotel belonging to the vendor.

As at the LPD, the sale and purchase transaction is pending completion as the parties are in the midst of fulfilling the conditions precedent set out in the said sale and purchase agreement.

- (g) Sale and purchase agreement dated 24 December 2025 entered into between Sunway Medical 3C4 Sdn Bhd (formerly known as Sunway Iskandar Medical Centre Sdn Bhd (“**Sunway Medical 3C4**”) (as purchaser) and Sunway Integrated Properties Sdn Bhd (“**Sunway Integrated Properties**”) (as vendor) for the acquisition by Sunway Medical 3C4 of all the parcels of property comprising the lower 12 of the 22 floors (i.e. from ground floor until 10th floor, including one mezzanine floor comprising two intermediate levels known as levels 1A and 1B) of Tower A of Sunway Medical Centre Velocity, measuring an aggregate of approximately 24,858 square metres in area, for a total cash consideration of RM228,500,000. As at the LPD, the sale and purchase transaction is pending completion as the parties are in the midst of fulfilling the conditions precedent set out in the said sale and purchase agreement.
- (h) Retail underwriting agreement dated 9 February 2026 entered into between SHH, the Joint Managing Underwriters and the Joint Underwriters of the Company in respect of the IPO for the underwriting of 345,005,100 issue shares under the Retail Offering of the IPO, upon the terms and subject to the conditions contained in the retail underwriting agreement.
- (i) Master cornerstone placement agreement dated 9 February 2026 entered into between SHH, Sunway City Sdn Bhd, Greenwood Capital Private Limited, the Joint Global Coordinators of the Company in respect of the IPO and the Cornerstone Investors of the IPO, under which the Cornerstone Investors have agreed to severally, but not jointly nor jointly and severally, subscribe for, purchase and/or acquire an aggregate of 854,950,000 IPO Shares, upon the terms and subject to the conditions contained in the master cornerstone placement agreement and the relevant individual cornerstone placement agreements.
- (j) Lock-up agreement dated 9 February 2026 entered into between the Company and the Joint Global Coordinators of the Company in respect of the IPO in relation to the lock-up arrangement for the IPO.

### 3. MATERIAL LITIGATION

Neither SHH nor any of its subsidiaries are engaged in any material litigation, claim or arbitration, either as plaintiff or defendant, and the Directors of SHH do not have any knowledge of any proceedings, pending or threatened, against SHH and/or its subsidiaries or of any facts likely to give rise to any proceedings which may materially affect the financial position or business of SHH and/or its subsidiaries.

### 4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents will be available for inspection during normal office hours on Mondays to Fridays (except public holidays) at the Registered Office of SHH at Level 16, Menara Sunway, Jalan Lagoon Timur, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia from the date of this Circular/ Statement up to the date of EGM:

- (a) the Constitution of SHH;
- (b) the audited financial statements of SHH for the past 2 financial years ended 31 December 2024 and 31 December 2025 and the first quarter results for the financial quarter ended 31 March 2026 respectively; and
- (c) the material contracts referred to in paragraph 2.

# **SUNWAY**

## **HEALTHCARE**

### **SUNWAY HEALTHCARE HOLDINGS BERHAD**

REGISTRATION NO. 202101000296 (1400594-U)  
(Incorporated in Malaysia)

#### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** the Extraordinary General Meeting (“**EGM**”) of **SUNWAY HEALTHCARE HOLDINGS BERHAD** (“**SHH**” or “**Company**”) will be held at **Lagoon 1, Level 15, Sunway Resort Hotel, Persiaran Lagoon, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia on Monday, 29 June 2026 at 3:00 p.m.** or any adjournment thereof for the purpose of considering, and if thought fit, passing with or without modification, the following resolutions:

1. **ORDINARY RESOLUTION 1**  
**Authority to Issue 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 (“**Bursa Securities**”), the Company’s Constitution and the approvals of the relevant government and/or regulatory authorities, where such approval is necessary, the Directors of the Company be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act 2016 to allot and issue new shares in the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer (“**New Shares**”) at any time at such price, upon such terms and conditions, for such purposes and to such person(s) whomsoever as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of New Shares to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being **AND THAT** the Directors of the Company be and are also empowered to obtain the approval from Bursa Securities for the listing and quotation of the additional shares so allotted on Bursa Securities **AND THAT** such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

**THAT** pursuant to Section 85 of the Companies Act 2016, read together with Clause 50(1) 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 ordinary shares in the Company arising from the allotment and issuance of new ordinary shares pursuant to the exercise of authority granted pursuant to Sections 75 and 76 of the Companies Act 2016 **AND THAT** the Directors of the Company are exempted from the obligation to offer such new ordinary shares first to the existing shareholders of the Company.”

2. **ORDINARY RESOLUTION 2**  
**Proposed Shareholders’ Ratification and Proposed New Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

“**THAT** all the recurrent related party transactions entered into by the Company and/or its subsidiaries from 18 March 2026, being the date of listing of the Company until the date of this EGM as set out in Section 2D of the Circular/ Statement to Shareholders dated 5 June 2026 which were necessary for the day-to-day operations and carried out in the ordinary course of business on terms not more favourable to the related parties than those generally available to the public and were not detrimental to the minority shareholders of the Company, be and are hereby accepted, confirmed and ratified.

**THAT** approval be and is hereby given to the Company and/or its subsidiaries to enter into recurrent related party transactions from time to time, which are necessary for the day-to-day operations as set out in Section 2D of the Circular/ Statement to Shareholders dated 5 June 2026 which are of a revenue or trading nature and carried out in the ordinary course of business and are 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, subject to the compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, Companies Act 2016 (“**Act**”), the Company’s Constitution and all other applicable laws, guidelines, rules and regulations.

**THAT** such authority shall commence upon the passing of this resolution and shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting (“**AGM**”) of the Company at which time the mandate will lapse, unless by a resolution passed at the next AGM, the mandate is renewed; or

- (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
  - (c) revoked or varied by resolution passed by the shareholders in general meeting,
- whichever is the earlier.

**AND THAT** authority be and is hereby given to the Directors of the Company to complete and do all such acts and things (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution.”

3. **ORDINARY RESOLUTION 3**  
**Proposed New Share Buy-Back Authority**

“**THAT** subject 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 (“**Listing Requirements**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and any other relevant authorities, the Company be and is hereby authorised to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company **PROVIDED THAT:**

- (a) the aggregate number of ordinary shares in the Company (“**SHH Shares**”) which may be purchased and/or held by the Company shall not exceed 5% of the total number of issued shares in the ordinary share capital of the Company at any point of time, subject to a restriction that the share capital of the Company does not fall below the applicable minimum share capital requirements of the Listing Requirements of Bursa Securities;
- (b) the maximum funds to be allocated by the Company for the purpose of purchasing the SHH Shares shall not exceed the Company’s audited retained profits at any point of time;
- (c) the authority conferred by this resolution will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:
  - (i) the conclusion of the next Annual General Meeting (“**AGM**”) of the Company at which time it shall lapse unless by Ordinary Resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
  - (ii) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or
  - (iii) revoked or varied by Ordinary Resolution passed by the shareholders of the Company in a general meeting,whichever occurs first; and
- (d) upon completion of the purchase(s) of the SHH Shares by the Company, the Directors of the Company be and are hereby authorised to cancel the SHH Shares so purchased or to retain the SHH Shares so purchased as treasury shares (of which such treasury shares may be dealt with in accordance with Section 127(7) of the Act), or to retain part of the SHH Shares so purchased as treasury shares and cancel the remainder and in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act, the Listing Requirements of Bursa Securities and any other relevant authorities for the time being in force.

**AND THAT** the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement, finalise or to effect the purchase(s) of the SHH Shares with full powers to assent to any conditions, modifications, variations and/or amendments as may be required or imposed by the relevant authorities and to do all such acts and things (including executing all documents) as the Directors may deem fit and expedient in the best interest of the Company.”

4. To transact any other business of the Company of which due notice shall have been received.

**BY ORDER OF THE BOARD**

**TAN KIM AUN** (MAICSA 7002988) (SSM PC No. 202008001249)  
**LEE POH YEAN** (MAICSA 7015043) (SSM PC No. 202208000259)  
Company Secretaries

Bandar Sunway  
5 June 2026

## NOTES:

1. The EGM will be held physically.
2. For the purpose of shareholders who shall be entitled to attend, speak and vote (collectively, "**participate**") at the EGM, the Company shall be requesting the Record of Depositors as at 18 June 2026. Only shareholders whose names appear in the Record of Depositors as at 18 June 2026, shall be entitled to participate at the EGM or appoint proxy to participate on his/her behalf.
3. A shareholder of the Company who is entitled to participate at the EGM, may appoint more than 1 proxy to participate on his/her behalf. A proxy need not be a shareholder.
4. Where a shareholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least 1 proxy in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
5. Where a shareholder is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in 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.
6. Where a shareholder appoints more than 1 proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy. A proxy appointed to participate at the EGM shall have the same rights as the shareholder to participate at the EGM.
7. If a shareholder has appointed a proxy to participate at the EGM and subsequently, he/she decides to participate at the EGM instead of the proxy, he/she has to revoke the appointment of proxy in writing/email which must reach Boardroom Share Registrars Sdn Bhd ("**Boardroom**"), the Poll Administrator of the Company's EGM, not later than 24 hours before the EGM. The appointed proxy shall therefore be null and void.
8. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing, or if such appointer is a corporation, either under its common seal or the hand of its officer or attorney duly authorised.
9. The instrument appointing a proxy may be submitted in a hardcopy form or by electronic means as specified below not less than 24 hours before the time appointed for the taking of the poll or not later than 28 June 2026 at 3:00 p.m.:
  - (i) **In hardcopy form**

The proxy form shall be completed and deposited at the office of Boardroom at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
  - (ii) **By electronic means**

The proxy form shall be completed and lodged electronically with Boardroom via the "Boardroom Smart Investor Portal" at <https://investor.boardroomlimited.com> ("**e-Proxy Lodgement**"). For further information on the e-Proxy Lodgement, please refer to the Administrative Notes of the EGM. Alternatively, the proxy form can be emailed to Boardroom at [bsr.proxy@boardroomlimited.com](mailto:bsr.proxy@boardroomlimited.com).
10. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of EGM will be voted on by poll.
11. Please refer to the Administrative Notes of the EGM for further information.

## EXPLANATORY NOTES:

### 1. Ordinary Resolution 1 - Authority to Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016

The Company is always on the lookout for investment opportunities to enhance the earnings potential of the Company. If any investment opportunities involve the issue of new shares, the Directors, under present circumstances, would have to convene a general meeting to approve the issue of new shares even though the number involved may be less than 10% of the total number of issued shares of the Company.

In order to avoid any delay and costs involved in convening a general meeting to approve such issue of shares, it is thus considered appropriate that the Directors be empowered to issue new shares in the Company, up to an amount not exceeding in total 10% of the total number of issued shares of the Company at any time, for such purpose. This authority, unless revoked or varied at a general meeting, will expire at the next AGM of the Company. By voting in favour of Ordinary Resolution 1, the shareholders of the Company will agree to waive their statutory pre-emptive rights under Section 85 of the Act read together with Clause 50(1) of the Company's Constitution to allow the Directors to issue new shares which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares under this general mandate.

This general mandate, if approved by the shareholders of the Company, will provide flexibility to the Company for any potential fund raising activities, including but not limited to placement of shares, for purpose of funding future investments, working capital and/or any acquisition.

At this juncture, there is no decision to issue new shares under this general mandate. Should there be a decision to issue new shares after the authorisation is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.

**2. Ordinary Resolution 2 - Proposed Shareholders' Ratification and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

The details on the Proposed Shareholders' Ratification and Proposed New Shareholders' Mandate for recurrent related party transactions of a revenue or trading nature are set out in Part A of the Company's Circular/ Statement to Shareholders dated 5 June 2026.

**3. Ordinary Resolution 3 - Proposed New Share Buy-Back Authority**

The details on the Proposed New Share Buy-Back Authority by the Company are set out in Part B of the Company's Circular/ Statement to Shareholders dated 5 June 2026.

**PERSONAL DATA PRIVACY**

*By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate at the EGM and/or any adjournment thereof, a shareholder of the Company is hereby:*

- (i) consents to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) 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 shareholder discloses the personal data of the shareholder's, proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and*
- (iii) agrees that the shareholder will fully indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.*

*For the purposes of this paragraph, "personal data" and "processing" shall have the same meaning given in Section 4 of the Personal Data Protection Act 2010.*

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**PROXY FORM**  
**Extraordinary General Meeting**



**SUNWAY HEALTHCARE HOLDINGS BERHAD**  
 Registration No.: 202101000296 (1400594-U)  
 (Incorporated in Malaysia)

Number of share(s) held	
CDS Account No.	

\*I/We (Full Name) \_\_\_\_\_, \*NRIC No./Passport No./Registration No. \_\_\_\_\_

of (Full Address) \_\_\_\_\_

having Tel./Mobile No. \_\_\_\_\_ and email address \_\_\_\_\_

being a shareholder of **SUNWAY HEALTHCARE HOLDINGS BERHAD** (“Company”) and entitled to vote, hereby appoint:

Full Name	NRIC No./Passport No.	Proportion of Shareholdings Represented	
Tel./Mobile No.	Email Address	No. of Shares	%

and/or failing \*him/her,

Full Name	NRIC No./Passport No.	Proportion of Shareholdings Represented	
Tel./Mobile No.	Email Address	No. of Shares	%

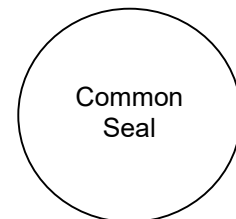
or failing \*him/her, the CHAIRPERSON OF THE MEETING as \*my/our proxy to participate and vote for \*me/us on \*my/our behalf at the Extraordinary General Meeting of the Company to be held physically at Lagoon 1, Level 15, Sunway Resort Hotel, Persiaran Lagoon, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia on **Monday, 29 June 2026 at 3:00 p.m.** and at any adjournment thereof. My/our proxy/proxies shall vote as follows:

*\* Strike out whichever not applicable*

NO.	ORDINARY RESOLUTION	FOR	AGAINST
1.	Authority to Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016		
2.	Proposed Shareholders' Ratification and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature		
3.	Proposed New Share Buy-Back Authority		

Please indicate with an “X” in the spaces provided above as to how you wish your votes to be cast. If no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting on the resolutions at his/her/their discretion.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2026



Signature of Shareholder \_\_\_\_\_

*\* Strike out whichever not applicable*



NOTES:

- 1) The EGM will be held physically.
- 2) For the purpose of shareholders who shall be entitled to attend, speak and vote (collectively, "participate") at the Extraordinary General Meeting ("EGM"), the Company shall be requesting the Record of Depositors as at 18 June 2026. Only shareholders whose names appear in the Record of Depositors as at 18 June 2026, shall be entitled to participate at the EGM or appoint proxy to participate on his/her behalf.
- 3) A shareholder of the Company who is entitled to participate at the EGM, may appoint more than 1 proxy to participate on his/her behalf. A proxy need not be a shareholder.
- 4) Where a shareholder is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least 1 proxy in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- 5) Where a shareholder is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in 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.
- 6) Where a shareholder appoints more than 1 proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy. A proxy appointed to participate at the EGM shall have the same rights as the shareholder to participate at the EGM.
- 7) If a shareholder has appointed a proxy to participate at the EGM and subsequently, he/she decides to participate at the EGM instead of the proxy, he/she has to revoke the appointment in writing/email which must reach Boardroom Share Registrars Sdn Bhd ("Boardroom"), the Poll Administrator of the Company's EGM, not later than 24 hours before the EGM. The appointed proxy shall therefore be null and void.
- 8) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing, or if such appointer is a corporation, either under its common seal or the hand of its officer or attorney duly authorised.
- 9) The instrument appointing a proxy may be submitted in a hardcopy form or by electronic means as specified below not less than 24 hours before the time appointed for the taking of the poll or not later than 28 June 2026 at 3:00 p.m.:
  - (i) **In hardcopy form**  
The proxy form shall be completed and deposited at the office of Boardroom at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
  - (ii) **By electronic means**  
The proxy form shall be completed and lodged electronically with Boardroom via the "Boardroom Smart Investor Portal" at <http://investor.boardroomlimited.com> ("e-Proxy Lodgement"). For further information on the e-Proxy Lodgement, please refer to the Administrative Notes of the EGM. Alternatively, the proxy form can be emailed to Boardroom at [bsr.proxy@boardroomlimited.com](mailto:bsr.proxy@boardroomlimited.com).
- 10) Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of EGM will be put to vote on poll.
- 11) Please refer to the Administrative Notes of the EGM for further information.

PLEASE FOLD HERE

STAMP

**Poll Administrator**  
**SUNWAY HEALTHCARE HOLDINGS BERHAD**  
Registration No. 202101000296 (1400594-U)  
**c/o Boardroom Share Registrars Sdn Bhd**  
11<sup>th</sup> Floor, Menara Symphony  
No. 5, Jalan Prof. Khoo Kay Kim  
Seksyen 13, 46200 Petaling Jaya  
Selangor Darul Ehsan  
Malaysia

PLEASE FOLD HERE

**PERSONAL DATA PRIVACY**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate at the EGM and/or any adjournment thereof, a shareholder of the Company is hereby:

- (i) consents to the collection, use and disclosure of the shareholder's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) 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 or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes");
- (ii) warrants that where the shareholder discloses the personal data of the shareholder's, proxy(ies) and/or representative(s) to the Company (or its agents or service providers), the shareholder has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and
- (iii) agrees that the shareholder will fully indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

For the purposes of this paragraph, "personal data" and "processing" shall have the same meaning given in Section 4 of the Personal Data Protection Act 2010.

# SUNWAY

## HEALTHCARE

### SUNWAY HEALTHCARE HOLDINGS BERHAD

Registration No. 202101000296 (1400594-U)

#### ADMINISTRATIVE NOTES FOR THE EXTRAORDINARY GENERAL MEETING (“EGM” or “Meeting”)

Date	: Monday, 29 June 2026
Time	: 3:00 p.m.
Meeting Venue	: Lagoon 1, Level 15, Sunway Resort Hotel, Persiaran Lagoon, Bandar Sunway, 47500 Subang Jaya, Selangor Darul Ehsan, Malaysia

#### ENTITLEMENT TO ATTEND AND VOTE AT THE MEETING

Only Shareholders whose names appear in the Record of Depositors (“ROD”) of Sunway Healthcare Holdings Berhad (“SHH” or “Company”) as at **18 June 2026** shall be entitled to attend and vote at the EGM or appoint proxy(ies)/corporate representative(s) to attend on his/her/their behalf.

If you are not able to attend the EGM, you are encouraged to appoint a proxy or the Chairperson of the Meeting (“Chairperson”) as your proxy and indicate the voting instructions in the Proxy Form. Please submit your proxy form in accordance with the notes and instructions stated in the notice of the EGM.

Please take note that transaction or contract notes in relation to your trade in shares of SHH **will not** be accepted for registration and attendance at the Meeting. For the avoidance of doubt, **only the ROD as at 18 June 2026 will be the basis of verifying eligibility of attendance.**

#### REGISTRATION

- Registration will commence at **1:00 p.m.** and **will close 20 minutes after commencement of the Meeting**, or at such time as may be determined by the Chairperson. You are advised to be punctual to avoid disrupting the proceedings of the Meeting.
- Please produce your **ORIGINAL National Registration Identity Card (“NRIC”) or Passport (for non-Malaysians)** during registration for verification purposes. **Photocopies of NRICs or Passports will not be accepted.**
- Registration must be done in person. You are **NOT** allowed to register on behalf of another person, even with the original NRIC/passport of that other person.
- If you are attending the Meeting as a Shareholder and a proxy, you only need to register **ONCE**. Attendance will be recorded and an identification wristband will be provided to you at the registration counter.
- Entry into the Meeting hall is **strictly by identification wristband only**. **No replacement wristband** will be issued in the event it is lost, misplaced or stolen. You will be allowed to enter the Meeting hall from 2:00 p.m. onwards.
- A unique QR code will be generated for you to scan and access the e-polling system using your personal device.

#### HELP DESK COUNTER

The registration counters will only handle verification of shareholdings and registrations. For any other enquiries or clarification related to the registration process, please proceed to the Help Desk counter for assistance.

The Help Desk counter will also handle revocation of proxy appointments.

#### APPOINTMENT OF PROXY

- You may submit your proxy form to the office of the Poll Administrator, Boardroom Share Registrars Sdn Bhd (“Boardroom”), at 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof, either by hand, post or email to [bsr.proxy@boardroomlimited.com](mailto:bsr.proxy@boardroomlimited.com). You also have the option to lodge the appointment of proxy electronically via the “Boardroom Smart Investor Portal (“BSIP”)” at <https://investor.boardroomlimited.com> (“e-Proxy Lodgement”) no later than Sunday, 28 June 2026 at 3:00 p.m..

## Appointment of proxy via BSIP:

### Step 1 - Register online with BSIP (for first-time registration only)

*Note: If you have already signed up with BSIP, you are **NOT** required to register again. You may proceed to Step 2.*

- Access the website at <https://investor.boardroomlimited.com>.
- Click "**Register**" to sign up as a user.
- Please select the account type i.e. sign up as "**Individual Shareholder**" or "**Corporate Holder**".
- Please complete the registration by providing all required information. Upload a softcopy of your MyKad/Identification Card (front and back) or Passport in JPEG, PNG or PDF format. For Corporate Holder, please upload the authorisation letter (You may download the template of the authorisation letter in BSIP).
- Please enter a valid mobile number, email address and password.
- Click "**Sign Up**".
- You will receive an email from BSIP Online for email address verification. Click "**Verify Email Address**" in the email you received to continue with your registration.
- Once your email address is verified, you will be re-directed to BSIP Online for verification of 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.
- Once your mobile number is verified, registration of your new BSIP account will proceed to the final verification step.
- You will receive an email notifying you of the approval of your BSIP account within 1 business day.
- You can log in to BSIP at <https://investor.boardroomlimited.com> with the email address and password that you have registered to proceed with the next step.

### Step 2 - Appointment of Proxy

#### Individual and Corporate Shareholder

- Log in to <https://investor.boardroomlimited.com> using your user ID and password created with BSIP from Step 1 above.
- From the list of Meeting Event(s), select "**SUNWAY HEALTHCARE HOLDINGS BERHAD EXTRAORDINARY GENERAL MEETING**" and click "**Enter**".
- Click "**Submit eProxy form**".
- Enter your CDS account number and the number of shares held.
- Select your proxy - either the Chairman of the Meeting or individual(s).
- Read and accept the Terms and Conditions and thereafter, click "**Next**".
- Enter the required particulars of your proxy(ies).
- Indicate your voting instructions - **FOR** or **AGAINST** or **ABSTAIN**. If you wish to have your proxy(ies) act on his/her discretion, please indicate **DISCRETIONARY**.
- Review and confirm the appointment of your proxy(ies). Click "**Apply**".
- Download or print the eProxy Form as acknowledgement.

#### Authorised Nominee and Exempt Authorised Nominee (via BSIP)

- Log in to <https://investor.boardroomlimited.com> using your user ID and password created with BSIP from Step 1 above.
- From the list of Meeting Event(s), select "**SUNWAY HEALTHCARE HOLDINGS BERHAD EXTRAORDINARY GENERAL MEETING**" and click "**Enter**".
- Click "**Submit eProxy form**".
- Select the company you would like to represent (if more than one).
- Proceed to download the file format for "**Submission of Proxy Form**" from BSIP.
- Prepare the file for the appointment of proxy(ies) by inserting the required data.
- Proceed to upload the duly completed proxy(ies) appointment file.
- Review and confirm the appointment of your proxy(ies) and click "**Submit**".
- Download or print the eProxy Form as acknowledgement.

*Note: If you are the authorised representative(s) for more than 1 authorised nominee/ exempt authorised nominee/ corporate shareholder, please click the home button and select "**Edit Profile**" to add the company's name.*

- (b) If you wish to attend the EGM in person, please do not submit any proxy form. You will not be allowed to attend the EGM together with a proxy appointed by you.

## REVOCAION OF PROXY

If you have submitted your Proxy Form prior to the EGM and subsequently decide to appoint another person or wish to attend the Meeting in person, you may revoke the appointment of proxy(ies) at least 24 hours before the Meeting i.e. not later than Sunday, 28 June 2026 at 3:00 p.m.. The steps for the revocation of the eProxy Form or hard copy Proxy Form are as follows:

eProxy Form	Hard copy Proxy Form
<ul style="list-style-type: none"><li>➤ Click “Meeting Event” and enter “SUNWAY HEALTHCARE HOLDINGS BERHAD EXTRAORDINARY GENERAL MEETING”.</li><li>➤ Go to “Submitted eProxy Form list” and click “View” for the eProxy Form.</li><li>➤ Click “Cancel/Revoke” at the bottom of the eProxy Form.</li><li>➤ Click “Proceed” to confirm.</li></ul>	Please write in to <a href="mailto:bsr.proxy@boardroomlimited.com">bsr.proxy@boardroomlimited.com</a> to revoke the appointment of proxy/proxies.

Alternatively, you may proceed to the Help Desk counter on the day of the EGM to revoke the appointment of proxy. Upon revocation, proxy/ proxies appointed earlier will not be allowed to participate at the EGM. In such event, you should advise your proxy/ proxies accordingly.

## VOTING PROCEDURES

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), all resolutions set out in the Notice of the EGM will be put to a vote by poll. The Company has appointed Boardroom as its Poll Administrator to conduct the poll by way of electronic voting (“e-Voting”) and SKY Corporate Services Sdn Bhd as the Independent Scrutineers (“Scrutineers”) to verify and validate the poll results.

You may proceed to vote on the resolutions using one of the following methods:

- (i) Scanning the QR code given to you during the registration process using your own personal device; or
- (ii) Using the e-polling kiosk provided by Boardroom at the meeting hall.

For the EGM, e-Voting can be carried out using personal smart mobile phones, tablets, personal computers or laptops. The Scrutineers will verify the poll result report upon closure of the poll session by the Chairperson. Thereafter, the Chairperson will announce and declare the results.

## CIRCULAR/ STATEMENT TO SHAREHOLDERS

- (a) The Circular/ Statement to Shareholders dated 5 June 2026 in relation to the (i) Proposed Shareholders’ Ratification and Proposed New Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature; and (ii) Proposed New Share Buy-Back Authority is available on SHH’s website at <https://www.sunwayhealthcaregroup.com/shareholder-meetings/> under the section of “EGM” and Bursa Malaysia Securities Berhad’s website at [www.bursamalaysia.com](http://www.bursamalaysia.com) under Company Announcements of SHH.
- (b) In support of our sustainability efforts and commitment to reduce environmental impact, **only a limited number of printed copies of the Circular/ Statement will be provided to the shareholders during the EGM, on a first-come first-served basis.** You are encouraged to access the digital version, which is readily available online. We appreciate your support in promoting environmental sustainability.
- (c) If you wish to request for a printed copy, please submit your request to Boardroom Share Registrars Sdn Bhd by completing the Request Form which is available on SHH’s website at <https://www.sunwayhealthcaregroup.com/shareholder-meetings/> under the section of “EGM” or login to Boardroom Smart Investor Online Portal at <https://investor.boardroomlimited.com> and select “Request Annual Report and Circular” under “Investor Services” to submit your request.
- (d) The printed copy of the Circular/ Statement to Shareholders will be delivered to you by ordinary post as soon as practicable from the date of receipt of your request.

## NO DOOR GIFTS/VOUCHERS

There will be **NO** door gifts/ vouchers for Shareholders/ proxies/ corporate representatives who participate in the Meeting.

## NO RECORDING OR PHOTOGRAPHY

Unauthorised recording and photography of the EGM are strictly prohibited. Any recording and/or photography that is shared, published, or distributed on social media or other platforms may result in legal action, and we reserve the right to claim damages. We further reserve the right to require the removal of any unauthorised photographs or recordings.

## REFRESHMENT

Food pack can be redeemed after registration at a designated counter. Vegetarian options are limited and will be available on a first-come, first-served basis.

Each Shareholder and/or proxy attending the EGM will be entitled to only 1 food pack. Where a Shareholder and/or proxy is also appointed as proxy for different Shareholders to attend the Meeting, he/ she will only be entitled to 1 food pack regardless of the number of Shareholders he/ she is representing.

### PERSONAL BELONGINGS

Please take care of your personal belongings. The Company will not be held responsible for any item that has gone missing/ been stolen.

### COMPLIMENTARY PARKING

Sunway City Kuala Lumpur uses a Smart Parking System which is a ticketless and cashless payment parking system.

You may redeem complimentary parking at the Parking Redemption Counter if you park your vehicle in the following car park locations only:

- (i) Sunway Resort Hotel; or
- (ii) Sunway Pyramid Mall; or
- (iii) Sunway Pyramid Hotel; or
- (iv) Sunway Lagoon Hotel.

The complimentary parking shall be redeemed exclusively via Sunway Super App. Please proceed to the Parking Redemption Counter to register your vehicle's license plate number. To expedite the redemption of the complimentary parking, please download and activate the "**Sunway Super App**" in your mobile device prior to the EGM. The redemption will be made digitally, and no physical parking ticket will be issued. Failure to provide a correct car license plate number will result in you not being able to exit the car park, and you will need to pay the parking fee. Please note that the Company may be **UNABLE** to reimburse your parking charges for the aforementioned car park locations if the parking charges are incurred through third-party applications.

The Company will **NOT** provide cash reimbursements for parking charges incurred by you if you park your vehicle at other car park locations or use the valet parking service at Sunway City Kuala Lumpur.

Please scan the QR code below to download the Sunway Super App:



### SUBMISSION OF QUESTIONS

You may submit questions in relation to the agenda items of the EGM prior to the Meeting not later than Sunday, 28 June 2026 via email to [shgir@sunwayhealthcare.com](mailto:shgir@sunwayhealthcare.com) or Boardroom's website at <https://investor.boardroomlimited.com> using the same user ID and password created with BSIP. Please select "**SUBMIT QUESTION**" to submit the questions electronically.

The Chairperson/ Board/ Management will endeavour to respond to the questions submitted during the EGM. All the answers to the questions raised will be published on SHH's website at <https://www.sunwayhealthcaregroup.com/shareholder-meetings/> under the section of "EGM", within 30 business days from the EGM.

### PERSONAL DATA PRIVACY

By registering for the electronic voting and/or submitting the instrument(s) appointing proxy(ies) and/or representative(s), the Shareholder has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The Shareholder agrees that he/ she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages due to the Shareholder's breach of warranty.

### ENQUIRIES

If you have any enquires relating to the Meeting, please contact Boardroom during office hours from Mondays to Fridays (8:30 a.m. to 5:30 p.m.), except on public holidays:

Address: 11<sup>th</sup> Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia  
General Line: 603-7890 4700 (Helpdesk)  
Fax Number: 603-7890 4670  
Email: [bsr.helpdesk@boardroomlimited.com](mailto:bsr.helpdesk@boardroomlimited.com)