

WILLOWGLEN

WILLOWGLEN MSC BERHAD

(Registration No. 199801006521 (462648-V))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of Willowglen MSC Berhad (“WMSC” or the “Company”) will be held at Kelab Taman Perdana DiRaja Kuala Lumpur (Royal Lake Club), Banquet Hall, Taman Tasek Perdana, Jalan Cenderamulia, Off Jalan Parlimen, 50480 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Monday, 19 October 2026 at 10:00 a.m., for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED DISPOSAL OF 100% EQUITY INTEREST IN WILLOWGLEN (MALAYSIA) SDN. BHD. (“WMSB”) TO ELIXIR II PTE. LTD. (“ELIXIR II”), FOR A CASH CONSIDERATION OF RM40.0 MILLION (“PROPOSED WMSB DISPOSAL”)

“THAT subject to the passing of Ordinary Resolution 2, as well as the approvals of all relevant authorities and/or parties being obtained (where required), authority be and is hereby given for WMSC to proceed with, carry out and implement the Proposed WMSB Disposal, the details of which are set out in Part A of the Circular to shareholders dated 25 September 2026 (“Circular”), in accordance with the terms and conditions of the conditional share purchase agreement dated 1 April 2026 entered into between WMSC and Elixir II in relation to the Proposed WMSB Disposal (“SPA 1”), as supplemented by the supplemental agreement dated 10 June 2026 (“Supplemental SPA 1”) and the letter agreement dated 18 September 2026 between WMSC and Elixir II.

AND THAT the Board of Directors of WMSC (“the “Board”) be and is hereby authorised to do all acts, deeds and things, and to sign and execute all documents as the Board considers necessary or expedient in connection with the Proposed WMSB Disposal, and to take all such necessary steps to give full effect to the Proposed WMSB Disposal, with full powers to assent to, accept and/or make any conditions, variations, modifications and/or amendments in any manner as may be required, imposed or permitted by any relevant authorities and/or parties, or as the Board may deem necessary or expedient in the best interest of the Company.”

ORDINARY RESOLUTION 2

PROPOSED DISPOSAL OF 100% EQUITY INTEREST IN WILLOWGLEN SERVICES PTE. LTD. (“WSPL”) TO ELIXIR II, FOR A CONSIDERATION OF RM175.2 MILLION TO BE SATISFIED VIA A COMBINATION OF CASH OF RM72.0 MILLION AND ISSUANCE OF NEW ORDINARY SHARES IN ELIXIR II OF RM103.2 MILLION (“PROPOSED WSPL DISPOSAL”)

“THAT subject to the passing of Ordinary Resolution 1, as well as the approvals of all relevant authorities and/or parties being obtained (where required), authority be and is hereby given for WMSC to proceed with, carry out and implement the Proposed WSPL Disposal, the details of which are set out in Part A of the Circular, in accordance with the terms and conditions of the conditional share purchase agreement dated 1 April 2026 entered into between WMSC, Elixir II and Elixir I Pte. Ltd. in respect of the Proposed WSPL Disposal (“SPA 2”), as supplemented by the supplemental agreement dated 10 June 2026 (“Supplemental SPA 2”) and the letter agreement dated 18 September 2026 between WMSC, Elixir II and Elixir I Pte. Ltd.

AND THAT the Board be and is hereby authorised to do all acts, deeds and things, and to sign and execute all documents as the Board considers necessary or expedient in connection with the Proposed WSPL Disposal, and to take all such necessary steps to give full effect to the Proposed WSPL Disposal, with full powers to assent to, accept and/or make any conditions, variations, modifications and/or amendments in any manner as may be required, imposed or permitted by any relevant authorities and/or parties, or as the Board may deem necessary or expedient in the best interest of the Company.”

SPECIAL RESOLUTION

PROPOSED CHANGE OF NAME OF OUR COMPANY FROM WILLOWGLEN MSC BERHAD TO WILLOWNEX BERHAD (“PROPOSED CHANGE OF NAME”)

“THAT subject to the passing of Ordinary Resolution 1 and Ordinary Resolution 2, the name of the Company be changed from “Willowglen MSC Berhad” to “Willownex Berhad” effective from the date of issuance of the Notice of Registration of New Name by the Companies Commission of Malaysia to the Company.

AND THAT the Board and/or the Company Secretaries be and are hereby authorised and empowered to carry out all the necessary steps and formalities to give full effect to the Proposed Change of Name.”

BY ORDER OF THE BOARD

CHUA SIEW CHUAN (SSM PC No. 201908002648/ MAICSA 0777689)

TAN LEY THENG (SSM PC No. 201908001685/ MAICSA 7030358)

CHEW KIT YEE (SSM PC No. 202208000376/ MAICSA 7067474)

Company Secretaries

25 September 2026

Notes:

1. As the Proposed WMSB Disposal and Proposed WSPL Disposal constitute a “Major Disposal” pursuant to Paragraph 10.11A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Ordinary Resolution 1 and Ordinary Resolution 2 require the approval of at least 75% of the total number of issued shares held by the shareholders present and voting either in person or by proxy at EGM.
2. In respect of deposited securities, only members whose names appear in the Record of Depositors as at 12 October 2026 shall be eligible to participate in the EGM or appoint proxy(ies) to participate and/or vote in his/her stead.
3. A member entitled to participate and vote at the EGM shall be entitled to appoint more than one (1) proxy to participate, speak and vote in his/her stead. Where a member appoints more than one (1) proxy in relation to a meeting, the member shall specify the proportion of his/her shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
4. A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate, speak and vote at the EGM shall have the same rights as the member to participate, speak and vote at the EGM.
5. The instrument appointing a proxy shall be in writing under the hand of the member or of his/her attorney duly authorised in writing or, if the member is a corporation, either under common seal or under the hand of an officer or attorney duly authorised.
6. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account (“Omnibus Account”), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
7. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the office of the Company’s Share Registrar, Boardroom Share Registrars Sdn. Bhd. (“BoardRoom”) at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan or alternatively, lodged electronically via BoardRoom Smart Investor Portal at <https://investor.boardroomlimited.com> or email to BoardRoom at bsr_proxy@boardroomlimited.com, not later than forty-eight (48) hours before the time set for holding the EGM or any adjournment thereof. The lodging of the Form of Proxy does not preclude a member from attending and voting at the EGM should he/she subsequently decides to do so, provided a notice of termination of proxy authority in writing is given to the Company and deposited at the office of the Company’s Share Registrar, BoardRoom at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time stipulated for holding the EGM or any adjournment thereof.
8. Any notice of termination of authority to act as proxy must be received by the Company not less than twenty-four (24) hours before the time stipulated for holding the EGM or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Companies Act 2016:-
 - (a) the constitution of the quorum at such meeting;
 - (b) the validity of anything he did as chairman of such meeting;
 - (c) the validity of a poll demanded by him at such meeting; or
 - (d) the validity of the vote exercised by him at such meeting.