

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

**If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.**

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**D & O GREEN TECHNOLOGIES BERHAD**

(Registration No. 200401006867 (645371-V))  
(Incorporated in Malaysia)

**PROPOSED VARIATION FOR THE UTILISATION OF BALANCE PROCEEDS  
RAISED FROM THE PRIVATE PLACEMENT OF 38,500,000 ORDINARY SHARES IN  
D & O GREEN TECHNOLOGIES BERHAD (“PROPOSED VARIATION”)**

**AND**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

The Proposed Variation will be tabled at the Extraordinary General Meeting (“**EGM**”) of D & O Green Technologies Berhad and the EGM details as follows:

Last date and time for lodgement of Form of Proxy : 21 February 2026 at 11.00 a. m.  
Date and time of the EGM : 23 February 2026 at 11.00 a.m.  
Place of the EGM : Perdana Hall, 1st Floor of Sports Complex  
Bukit Kiara Equestrian and Country Resort  
Jalan Bukit Kiara, Off Jalan Damansara  
60000, Kuala Lumpur

The Notice of the EGM and Proxy Form can be downloaded at <https://do.com.my/index.php?type=generalmeeting>

If you are unable to attend and vote at the EGM in person, you are requested to complete and return The Proxy Form in accordance with the instructions therein as soon as possible and deposited at the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, deposited in the dropbox located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200, Kuala Lumpur on or before the date and time indicated above or any adjournment thereof.

You also have the option to lodge the proxy appointment electronically via Vistra Share Registry and IPO (MY) portal (“The Portal”) at <https://srmv.vistra.com> before the Proxy Form lodgement cut-off time stated above.

**This Circular is dated 30 January 2026**

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## DEFINITIONS

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

Act	- Companies Act 2016 and amended from time to time and any re-enactment thereof
Board of Directors or Directors or Board	- Board of Directors of the Company
Bursa Securities	- Bursa Malaysia Securities Berhad (Registration No. 200301033577 (635998-W))
D&O or Company	- D & O Green Technologies Berhad (Registration No. 200401006867 (645371-V))
D&O Group or Group	- D&O and its subsidiaries, collectively
Dominant Malaysia	Dominant Opto Technologies Sdn Bhd (Registration No. 200001030501 (533108-P)), a subsidiary of D&O
DESB	Dominant Electronics Sdn Bhd (Registration No. 201801017626 (1279642-T)), a subsidiary of D&O
EGM	- Extraordinary General Meeting to be held on 23 February 2026
EPS	- Earnings Per Share
ICPS	- Irredeemable Convertible Preference Shares
LPD	- 31 December 2025, being the latest practicable date prior to the circulation of this Circular
Listing Requirements	- Main Market Listing Requirements of Bursa Securities including any amendments that may be made from time to time
NA	- Net Assets
Private Placement	- Private placement of 38,500,000 D&O Shares which was completed on 1 December 2021
Proposed Variation	- Proposed variation for the utilisation of Balance Proceeds raised from the Private Placement
RM	- Ringgit Malaysia

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. Reference to persons shall include corporations, unless otherwise specified.

Any reference in this Circular to any statutes, rules, regulations, enactments or rules of the stock exchange is a reference to such statutes, rules, regulations, enactments or rules of the stock exchange currently in force and as may be amended from time to time and any re-enactment thereof.

Certain statements in this Circular may be forward-looking in nature, which are subject to uncertainties and contingencies. Forward-looking statements may contain estimates and assumptions made by our Board after due inquiry, which are nevertheless subject to known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to differ materially from the anticipated results, performance or achievements expressed or implied in such forward-looking statements. In light of these and other uncertainties, the inclusion of a forward-looking statement in this Circular should not be regarded as a representation or warranty that our Group's plans and objectives will be achieved.

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## EXECUTIVE SUMMARY

This Executive Summary highlights only the salient information of the Proposed Variation. You are advised to read this Circular in its entirety for further details of the Proposed Variation and not to rely solely on this Executive Summary in forming a decision on the Proposed Variation before voting at the forthcoming EGM to be convened.

Key information	Description	Reference to Circular
<b>Summary of the Proposed Variation</b>	The Proposed Variation constitutes a material change in the utilisation of the gross proceeds, representing approximately 98.43% of the total proceeds raised from the Private Placement.	Section 2 of this Circular
<b>Rationale for the Proposed Variation</b>	The commercial and strategic reasons for the Proposed Variation: <ul style="list-style-type: none"> <li>• optimisation of existing capacity and space utilisation;</li> <li>• targeted capital expenditure to modernise machineries and equipment; and</li> <li>• to strengthen the financial position of the Group.</li> </ul>	Section 3 of this Circular
<b>Effects of the Proposed Variation</b>	The Proposed Variation will not have any effect on the issued share capital and substantial shareholders' shareholdings of our Company.  The proforma gearing ratio is expected to improve from 0.50x to 0.37x (based on the audited consolidated financial statement as at 31 December 2024) and from 0.61x to 0.45x (based on unaudited consolidated financial statement as at 30 September 2025).  The Proposed Variation will not have any material effect on the net assets per share, earnings and earnings per share of our Group. Details of the illustration can be found in Section 4 of this Circular.	Section 4 of this Circular
<b>Approval required and inter-conditionality</b>	The approval of the shareholders of D&O for the Proposed Variation is not required under the Listing Requirements and that the approval is being sought on a voluntary basis. The Proposed Variation is not conditional upon any other corporate exercises being or proposed to be undertaken by our Company.	Section 5 and 6 of this Circular
<b>Interests of directors, major shareholders, chief executive and/or persons connected with them</b>	None of our Directors, major shareholders, chief executive and/or persons connected with them has any interest, whether direct or indirect, in the Proposed Variation.	Section 7 of this Circular
<b>Directors' statement and recommendation</b>	Our Board recommends our shareholders to vote in favour of the resolution pertaining to the Proposed Variation to be tabled at the forthcoming EGM.	Section 8 of this Circular



**D & O GREEN TECHNOLOGIES BERHAD**  
Registration No.: 200401006867 (645371-V)  
(Incorporated in Malaysia)

Registered Office:  
No. 15 Bukit Ledang  
Off Jalan Duta  
50480 Kuala Lumpur

30 January 2026

**The Board of Directors**

Tan Sri Mohammed Azlan bin Hashim (Non-Independent Non-Executive Chairman)  
Tay Kheng Chiong (Group Managing Director)  
Goh Chin Loong (Non-Independent Non-Executive Director)  
Yeow See Yuen (Non-Independent Non-Executive Director)  
Au Siew Loon (Independent Non-Executive Director)  
Jesper Bjoern Madsen (Senior Independent Non-Executive Director)  
Jennifer Chong Gaik Lan (Independent Non-Executive Director)  
Lui Soek Kuen (Independent Non-Executive Director)  
Raja Ahmad Nazim Azlan Shah bin Raja Ashman Shah (Independent Non-Executive Director)

**To: The Shareholders of D & O Green Technologies Berhad**

Dear Sir/Madam,

**PROPOSED VARIATION**

**1. INTRODUCTION**

On 1 December 2021, Maybank Investment Bank Berhad, had on behalf of the Board announced that D&O had completed the Private Placement following the listing and quotation of 38,500,000 Placement Shares pursuant to Sections 75 and 76 of the Act on the Main Market of Bursa Securities on even date. The Private Placement raised total gross proceeds of RM216.37 million ("Placement Proceeds") earmarked for the construction of third manufacturing plant ("Plant 3").

On 27 May 2024, the Board had announced that the Company had resolved to extend the timeframe for the utilisation of RM213.12 million out of RM214.01 million of the Placement Proceeds that had been earmarked for Plant 3 of the D&O Group for another 3 years to 7 years. Balance Proceeds as at LPD was RM212.97 million, further details of which are set out in Section 2 of this Circular.

On 15 January 2026, D&O announced that it proposes to undertake the Proposed Variation.

Further details of the Proposed Variation are set in the ensuing sections in this Circular.

THE PURPOSE OF THIS CIRCULAR IS TO PROVIDE YOU WITH RELEVANT INFORMATION PERTAINING TO THE PROPOSED VARIATION TOGETHER WITH THE RECOMMENDATION OF OUR BOARD AND TO SEEK YOUR APPROVAL FOR THE ORDINARY RESOLUTION PERTAINING TO THE PROPOSED VARIATION TO BE TABLED AT THE FORTHCOMING EGM OF THE COMPANY. THE NOTICE OF EGM TOGETHER WITH THE FORM OF PROXY ARE SET OUT IN THIS CIRCULAR.

YOU ARE ADVISED TO READ AND CAREFULLY CONSIDER THE CONTENTS TOGETHER WITH THE APPENDIX OF THIS CIRCULAR BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED VARIATION TO BE TABLED AT THE FORTHCOMING EGM OF THE COMPANY.

## 2. DETAILS OF THE PROPOSED VARIATION

The details of the utilisation of proceeds as at the LPD and the Proposed Variation are as follows:

Details	Original Utilisation (RM'000)	Actual Utilisation (RM'000)	Balance Proceeds (RM'000)	Intended Timeframe of Proposed Utilisation from the Completion of the Placement	Revised Timeframe for Utilisation of Balance Proceeds which was announced on 27 May 2024	Proposed Variation (RM'000)	Revised Utilisation After the Proposed Variation (RM'000)	Intended Timeframe of Proposed Variation
Capital expenditure (Plant 3) <sup>(1)</sup>	214,008	1,036	212,972	Within 4 years (by 1 December 2025)	Within 7 years (by 1 December 2028)	(212,972)	-	-
Defray expenses relating to the Placement	2,362	2,362	-	Within 2 months	-	-	-	Fully Utilised
Capital expenditure (machineries and equipment) <sup>(2)</sup>	-	-	-	-	-	85,972	85,972	By 1 December 2028
Repayment of Borrowings <sup>(3)</sup>	-	-	-	-	-	127,000	127,000	Within 12 Months
<b>Total</b>	<b>216,370</b>	<b>3,398</b>	<b>212,972</b>			<b>-</b>	<b>212,972</b>	

**Notes:**

- (1) An 8-storey new manufacturing plant with an overall floor space of approximately 60,000 square meters, situated between the D&O Group's two existing manufacturing plants in Batu Berendam Free Trade Zone, Melaka.
- (2) The proposed targeted capital expenditure will be directed towards enhancing and modernising existing machineries and equipment (including purchases of new machineries and/or equipment) to improve product quality, production efficiency, and operational reliability. These investments are intended to support continuous technological advancement and optimise the use of existing production facilities. Collectively, these initiatives are expected to strengthen operational efficiency, reinforce capital discipline, and support the Group's long-term competitiveness.

We expect the utilisation of the targeted capital expenditure are as follows:

<b>Estimated targeted capital expenditure</b>	<b>(RM'000)</b>
Assembly line machineries and equipment	60,180
Testing line machineries and equipment	25,792
	<b>85,972</b>

- (3) At the LPD date, total borrowings of the Group stood at approximately RM458.5 million. The Company intends to use the unutilised Balance Proceeds to pare down existing borrowings as follows:

<b>Type of borrowings</b>	<b>Outstanding amount as at the LPD (RM'000)</b>	<b>Proposed repayment amount (RM'000)</b>	<b>Interest rate per annum</b>
Term Loans	91,562	(20,000)	4.15% to 4.84%
Revolving Credits	218,090	(97,000)	2.85% to 4.54%
Trade Financing	148,844	(10,000)	2.08% to 3.31%
	<b>458,496</b>	<b>(127,000)</b>	

The Company proposes to vary the utilisation of the Balance Proceeds of up to RM212.97 million, as set out above, which was originally for the construction of Plant 3. The revised utilisation comprises allocation towards targeted capital expenditure of RM85.97 million and repayment of borrowings amounting to RM127.0 million.

The Proposed Variation constitutes a material change in the utilisation of the Placement Proceeds, representing approximately 98.43% of the total proceeds raised from the Private Placement.

### 3. RATIONALE OF THE PROPOSED VARIATION

#### A. Optimisation of Existing Capacity and Space Utilisation

Following the completion of the Private Placement on 1 December 2021, the Group has implemented a series of productivity enhancement initiatives across its existing manufacturing facilities. These initiatives include conversion to higher-density leadframes, deployment of double-deck casting machines, and progressive upgrades of machineries and equipment to improve units-per-hour output.

As a result of these initiatives, the Group has successfully increased its production capacity without requiring additional factory floor space. In addition, available floor space at Plant 2 provides sufficient operational flexibility to support near to medium-term growth. The current utilisation rate of Plant 2 floor space is 69%. Accordingly, the Group no longer requires to incur the capital expenditure to build Plant 3 in the next three to five years.

#### B. Capital Expenditure (machineries and equipment)

In order to utilise the Balance Proceeds in an optimised manner, and taking into consideration prevailing operational requirements and the evolving business environment, the D&O Group has reassessed its utilisation priorities. The Balance Proceeds amounting to RM85.97 million will be allocated towards targeted capital expenditure, with a clear focus on technological enhancement and modernisation of machineries and equipment which is a key enabler of the Group's operational strategy that improve efficiency and provide the fundamental platform required to support advanced process technologies. This will further improve process stability, yield consistency, strengthen quality control and reliability across production lines.

Quality enhancement underpins the above initiatives. Improved quality reduces the risk of costly rework, warranty claims, and reputational damage, while increasing the effectiveness and return on investment of the targeted capital expenditure. This investment is particularly critical in the automotive lighting and semiconductor packaging segments, where customer expectations, quality standards, and technology cycles continue to evolve rapidly.

#### C. Strengthening the Financial Position

The Group also proposes to allocate the remaining Balance Proceeds of approximately RM127.0 million towards reduction of bank borrowings.

The repayment of bank borrowings will reduce the Group's reliance on external financing for working capital and operational needs. This will result in:

- Lower interest expenses;
- Improved gearing ratios; and
- Enhanced balance sheet resilience.

### 4. EFFECTS OF THE PROPOSED VARIATION

The Proposed Variation will not have any effect on the issued share capital and substantial shareholders' shareholdings of the Company.

#### Effects on Gearing, NA and NA per share

For illustration purposes, the pro forma effects of the Proposed Variation on gearing position of D&O Group are based on the audited consolidated financial statement as at 31 December 2024 and unaudited consolidated financial statement as at 30 September 2025 are set out below:

Details	Audited as at 31 December 2024	After the Proposed Variation	Unaudited as at 30 September 2025	After the Proposed Variation
	(RM'000)	(RM'000)	(RM'000)	(RM'000)
Share Capital	474,209	474,209	474,209	474,209
ICPS	228,671	228,671	228,671	228,671
Reserves	207,486	208,278	42,605	43,397
Non-Controlling Interests	61,286	61,373	41,886	41,973
<b>Total Equity</b>	<b>971,652</b>	<b>972,531</b>	<b>787,371</b>	<b>788,250</b>

<b>Total Borrowings</b>	<b>484,241</b>	<b>357,241</b>	<b>483,993</b>	<b>356,993</b>
<b>Gearing Ratio (times)</b>	<b>0.50</b>	<b>0.37</b>	<b>0.61</b>	<b>0.45</b>
NA attributable to owners of the Company (RM'000)	910,366	911,158	745,485	746,277
NA per share attributable to owners of the Company (sen)	73.45	73.51	60.14	60.21

### **Effects on earnings and EPS**

The Proposed Variation is not expected to have any material effect on the earnings and EPS of D&O Group.

Following this optimisation and for illustration purposes only, the Group's effective interest cost is expected to decline, supporting the Group's objective of improving overall profit margins. The pro forma net interest savings based on estimated earnings for the financial year ended 31 December 2025, assuming a reduction of RM127.0 million debt at the beginning of the year is summarised below:

<b>Details</b>	<b>Weighted Average Interest Rate</b>	<b>(RM'000)</b>
Estimated reduction in interest expense	4.09%	5,197
Estimated reduction in interest income arises from lower deposits placed with financial institutions following the utilisation of the Balance Proceeds	3.40%	(4,318)
<b>Pro forma estimated net interest savings in financial year ended 31 December 2025</b>		<b>879</b>
<b>Pro forma impact on EPS (sen)</b>		<b>0.07</b>

### **5. APPROVAL REQUIRED**

The approval of the shareholders of D&O for the Proposed Variation is not required under the Listing Requirements and that the approval is being sought on a voluntary basis.

### **6. INTER-CONDITIONALITY**

The Proposed Variation is not conditional upon any other corporate proposal undertaken or to be undertaken by the Company.

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

None of the Directors, major shareholders of D&O and/or persons connected with them has any interest, whether direct or indirect, in the Proposed Variation.

**8. DIRECTORS' STATEMENT AND RECOMMENDATION**

The Board, after taking into consideration all aspects of the Proposed Variation, including the rationale and effects of the Proposed Variation and after careful deliberation, is of the opinion that the Proposed Variation is in the best interest of the D&O Group. Accordingly, the Board recommends that you vote in favour of the resolution pertaining to the Proposed Variation to be tabled at the forthcoming EGM.

**9. ESTIMATED TIMEFRAME FOR COMPLETION**

The Proposed Variation shall be effective upon obtaining the approval from our shareholders at our forthcoming EGM and the Balance Proceeds are expected to be fully utilised within the revised time frame as set out in Section 2 of this Circular.

**10. CORPORATE EXERCISE ANNOUNCED BUT NOT YET COMPLETED**

Save for the Proposed Variation, there is no other outstanding corporate exercise which has been announced but pending completion as at the LPD.

**11. EGM**

The EGM, the notice of which is set out in this Circular, to be held at Perdana Hall, 1st Floor of Sports Complex, Bukit Kiara Equestrian and Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000, Kuala Lumpur on Monday, 23 February 2026 at 11.00 a.m. for the purpose of considering and if thought fit, passing the resolution, with or without modification, to give effect to the Proposed Variation.

If you are unable to attend and vote in person at the EGM, you are requested to complete and return The Proxy Form in accordance with the instruction therein as soon as possible so as to arrive at Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, deposited in the dropbox located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not later than forty-eight (48) hours before the time fixed for EGM. You also have the option to lodge the proxy appointment electronically via The Portal at <https://srmy.vistra.com> before the Proxy Form lodgement cut-off time stated above. The lodging of the Form of Proxy will not preclude you from attending and voting in person at the meeting should you subsequently wish to do so.

**12. FURTHER INFORMATION**

Shareholders are requested to refer to the attached Appendix for further information.

Yours faithfully

On behalf of the Board of Directors of  
**D & O GREEN TECHNOLOGIES BERHAD**

**Tan Sri Mohammed Azlan bin Hashim**  
Chairman

**1. DIRECTORS' RESPONSIBILITY STATEMENT**

This Circular has been seen and approved by the Directors of D&O and that they individually and collectively accept full responsibility for the accuracy of the information given and confirmed that after making all reasonable enquiries and to the best of their knowledge and belief, there are no material facts, the omission of which would make any statement herein misleading.

**2. MATERIAL LITIGATION**

D&O Group is not engaged in any material litigation, claims or arbitration either as plaintiff or defendant, and the Directors are not aware of any proceedings pending or threatened or of any fact likely to give rise to any proceedings which might materially and adversely affect the income from, title to, or possession of any of D&O Group's assets and/or businesses.

**3. MATERIAL CONTRACTS**

D&O Group has not entered into any material contracts (not being contracts entered into the ordinary course of business) within two years immediately preceding the date of this Circular.

**4. MATERIAL AGREEMENTS**

Save as disclosed below, there are no agreements subsisting as at LPD which are material and have been entered into by the Company and its subsidiaries in the ordinary course of business:-

- a. Industrial all risks policy with Generali Insurance Malaysia by D&O, Dominant Malaysia and DESB for the period from 1 Aug 2025 to 31 July 2026 to cover material & property damage for its property located at Lot 6 & Lot 7, Batu Berendam Free Trade Zone, Phase III, 75350, Melaka including among others, land, building, building improvement and facilitation, electrical installations, plant, machinery, tools, office equipment, production equipment on lease, electronic equipment and the like, renovation, stock in trade consisting of raw material, work in progress, finished goods, other goods and stocks which are related to Dominant Malaysia, DESB and D&O business. The total amount insured under this policy is RM1,341,100,000.00;
- b. Industrial all risks policy with Generali Insurance Malaysia by Dominant Malaysia for the period from 1 Aug 2025 to 31 July 2026 to cover the loss of profits of Dominant Malaysia for its business operations at Lot 6, Batu Berendam Free Trade Zone, Phase III, 75350, Melaka. The total amount insured under this policy is RM379,416,280.00;
- c. Product liability policy with Generali Insurance Malaysia by Dominant Malaysia for the period from 1 Aug 2025 to 31 July 2026 to cover products liability and product recall expenses for the business of the Dominant Group. The total amount insured under this policy is RM24,000,000.00 for product liability and RM2,000,000.00 for product recall expenses for each and every claim and in respect of any one period of insurance;
- d. Dormitory Fire Insurance policy with Berjaya Sompoo Insurance Malaysian Bhd by Dominant Malaysia for the period from 1 July 2025 to 30 June 2026 to cover damage for its property located at PN 16948, Lot 5808 Bachang, 75350 Melaka caused by Fire or Lightning and/or any Extraneous Perils as stated in the policy schedule. The total amount insured under this policy is RM7,400,000.00.

**5. DOCUMENTS AVAILABLE FOR INSPECTION**

Copies of the following documents are available for inspection during normal office hours (except for public holidays) at No.15, Bukit Ledang, Off Jalan Duta, 50480 Kuala Lumpur from the date of this Circular up to and including the date of the forthcoming EGM:-

- (a) The Constitution of D&O;
- (b) The Audited Consolidated Financial Statements of D&O each for the past 2 financial years ended 31 December 2023 and 31 December 2024;
- (c) Material Agreements referred to in Section 4 above.

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**D & O GREEN TECHNOLOGIES BERHAD**  
Registration No. 200401006867 (645371-V)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting (“EGM”) of D & O Green Technologies Berhad (“D&O” or “the Company”) will be held at Perdana Hall, 1st Floor of Sports Complex, Bukit Kiara Equestrian and Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000, Kuala Lumpur on Monday, 23 February 2026 at 11.00 a.m. for the purpose of considering and if thought fit, passing the following resolution, with or without modification:

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**ORDINARY RESOLUTION**

**PROPOSED VARIATION FOR THE UTILISATION OF BALANCE PROCEEDS RAISED FROM THE PRIVATE PLACEMENT OF 38,500,000 ORDINARY SHARES IN D & O GREEN TECHNOLOGIES BERHAD (“PROPOSED VARIATION”)**

“THAT approval be and is hereby granted to the Company to vary the utilisation of the Balance Proceeds raised from the Private Placement of 38,500,000 ordinary shares which was completed on 1 December 2021 to the manner and to the extent as set out in Section 2 of the circular to shareholders of the Company dated 30 January 2026.

**AND THAT** the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things and to execute all necessary documents to give full effect to the Proposed Variation with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities and to take all steps and actions as they may deem necessary and expedient to finalise, implement and give full effect to the Proposed Variation.”

By Order of the Board  
**TAN PEI CHOO**  
(MAICSA 7023284)  
SSM PC NO: 202008001020  
Company Secretary

Kuala Lumpur  
30 January 2026

**NOTES:-**

- 1) For the purpose of determining who shall be entitled to attend the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the Record of Depositors as at 12 February 2026. Only a member whose name appears on this Record of Depositors shall be entitled to attend the EGM.
- 2) A member who is entitled to attend the EGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
- 3) A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint one (1) or more proxies to attend instead of the member at the EGM.
- 4) Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his holding(s) to be represented by each proxy.
- 5) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (“Central Depositories Act”), it may appoint more than one (1) proxy in respect of each security account it holds in ordinary shares of the Company standing to the credit of the said securities account.

- 6) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“omnibus account”), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- 7) The appointment of a proxy may be made in a hard copy form and must be deposited at the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, deposited in the dropbox located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or by electronic means can be electronically lodged via The Portal at <https://srmv.vistra.com>. Kindly refer to the Administrative Guide for further information on electronic lodgement of proxy form. All proxy forms submitted must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote.
- 8) Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- 9) Last date and time for lodging the proxy form is **Saturday, 21 February 2026 at 11.00 a.m.**
- 10) Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, deposited in the dropbox located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
- 11) For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment at the Registered Office of the Company at No. 15, Bukit Ledang, Off Jalan Duta, 50480 Kuala Lumpur. The certificate of appointment should be executed in the following manner:
  - (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
  - (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
    - (a) at least two (2) authorised officers, of whom one shall be a director; or
    - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.
- 12) Pursuant to Paragraph 8.29A(1) of the Listing Requirements, the resolution set out in this Notice will be put to vote by way of poll.

# D&O Greentech

**D & O GREEN TECHNOLOGIES BERHAD**  
(Registration No: 200401006867/645371-V)  
(Incorporated in Malaysia)

## PROXY FORM

(To be completed in capital letters)

No. of Shares held:	CDS Account No.

\* I/We \_\_\_\_\_  
I/C or Company No \_\_\_\_\_ of \_\_\_\_\_

being a Member/Members of **D & O Green Technologies Berhad** hereby appoint:

Full Name (in Block Letters)	NRIC/Passport No.	Proportion of shareholdings	
		No. of D&O Shares	%
Address			

And/Or

Full Name (in Block Letters)	NRIC/Passport No.	Proportion of shareholdings	
		No. of D&O Shares	%
Address			

Or failing #THE CHAIRMAN OF THE MEETING as \*my/our proxy to vote for \*me/us on \*my/our behalf at an Extraordinary General Meeting of the Company will be held at Perdana Hall, 1st Floor of Sports Complex, Bukit Kiara Equestrian and Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000, Kuala Lumpur on Monday, 23 February 2026 at 11.00 a.m. in the manner indicated below:

Ordinary Resolution		For	Against	Abstain
1	Proposed Variation			

Please indicate with an "X" how you wish your vote to be cast. In the absence of specific directions, your Proxy may vote or abstain at his/her discretion.

For appointment of two proxies, percentage of shareholdings to be represented by the proxies:-	
Proxy 1	%
Proxy 2	%
Total	100%

Signature/Common Seal of Member(s)

Date: \_\_\_\_\_

Tel. No. \_\_\_\_\_

- # If you wish to appoint other person(s) to be your proxy/proxies, kindly delete the words "The Chairman of the Meeting" and insert the name(s) of the person(s) desired.  
\* Delete if not applicable.



**Notes:**

- i) For the purpose of determining who shall be entitled to attend the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, the **Record of Depositors as at 12 February 2026**. Only a member whose name appears on this Record of Depositors shall be entitled to attend the EGM.
- ii) A member who is entitled to attend the EGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
- iii) A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint one (1) or more proxies to attend instead of the member at the EGM.
- iv) Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his holding(s) to be represented by each proxy.
- v) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint more than one (1) proxy in respect of each security account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- vi) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- vii) The appointment of a proxy may be made in a hard copy form and must be deposited at the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively, deposited in the dropbox located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or by electronic means can be electronically lodged via The Portal at <https://srmy.vistra.com>. Kindly refer to the Administrative Guide for further information on electronic lodgement of proxy form. All proxy forms submitted must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the EGM or adjourned general meeting at which the person named in the appointment proposes to vote.
- viii) Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

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Postage  
Stamp

**The Share Registrar**  
**D & O GREEN TECHNOLOGIES BERHAD**  
**Registration No: 200401006867 (645371-V)**  
Tricor Investor & Issuing House Services Sdn Bhd  
Registration No: 197101000970 (11324-H)  
Unit 32-01, Level 32, Tower A,  
Vertical Business Suite, Avenue 3, Bangsar South,  
No 8, Jalan Kerinchi,  
59200 Kuala Lumpur.

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