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 advisers immediately.

Bursa Malaysia Securities Berhad ("**Bursa Malaysia Securities**") has only perused the contents of this Circular in respect of the proposed new shareholders' mandate for recurrent related party transactions of a revenue or trading nature on a limited review basis pursuant to the provisions of Practice Note 18 of the Main Market Listing Requirements of Bursa Malaysia Securities.

Bursa Malaysia Securities has not perused the contents of this Circular in relation to the proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature prior to its issuance as it is an exempt document pursuant to the provisions of Practice Note 18 of the Main Market Listing Requirements of Bursa Malaysia Securities.

Bursa Malaysia Securities takes no responsibility for the contents of this Circular, 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.

PTT SYNERGY GROUP BERHAD
[Registration No. 197101000134 (10493-P)]
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE

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

The resolutions in respect of the above proposal will be tabled as Special Business at the Fifty-Fifth Annual General Meeting ("**AGM**") of the Company, which is scheduled to be held at 2A-1-1(B), Space U8, No. 6, Persiaran Pasak Bumi, Taman Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan on Wednesday, 25 November 2026 at 10:00 a.m. or any adjournment thereof. The Notice and Form of Proxy are set out in the Annual Report of the Company for the financial year ended 30 June 2026 which is available at the Company's website at https://ptt.com.my/.

If you are unable to attend and vote at the Fifty-Fifth AGM, the Form of Proxy must be completed and deposited at the Company's Registered Office at Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not later than 48 hours before the time set for holding the Fifty-Fifth AGM. The lodging of the Form of Proxy will not preclude you from attending, participating, speaking, and voting in person at the Fifty-Fifth AGM should you subsequently wish to do so.

Day, date and time of the Fifty-Fifth AGM	:	Wednesday, 25 November 2026 at 10:00 a.m.
Last day, date and time for lodging the Form of Proxy	:	Monday, 23 November 2026 at 10:00 a.m.

This Circular is dated 27 October 2026

DEFINITIONS

For the purpose of this Circular and the accompanying appendix, except where the context otherwise requires, the following definitions shall apply: -

"Act"	–	Companies Act 2016, as amended from time to time and any re-enactment thereof
"AGM"	–	Annual General Meeting
"Annual Report 2026"	–	Annual Report of PTT issued for FYE 2026
"ATTG"	–	Aim Tetap Teguh Group Sdn. Bhd. [Registration No. 202001023181 (1379501-T)]
"Board"	–	Board of Directors of PTT
"Bursa Malaysia Securities"	–	Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
"Circular"	–	Circular to Shareholders dated 27 October 2026
"CMSA"	–	Capital Markets and Services Act 2007, as amended from time to time and any re-enactment thereof
"Director(s)"	–	Shall have the same meaning given in Section 2(1) of the CMSA and for the purpose of the Proposed New and Renewal of Shareholders' Mandate, includes any person who is or was within the preceding 6 months of the date on which the terms of the transactions were agreed upon, a director or a chief executive of the Company or any other company which is its subsidiary or holding company, in accordance with the definition in Chapter 10 of the Listing Requirements
"ECSSB"	–	Ediya Coffee Services Sdn. Bhd. [Registration No. 202301027133 (1521056-W)]
"EPS"	–	Earnings per share
"FYE"	–	Financial year ended/ending 30 June, as the case may be
"Listing Requirements"	–	Main Market Listing Requirements of Bursa Malaysia Securities, including any amendments thereto that may be made from time to time
"LPD"	–	2 October 2026, being the latest practicable date prior to the date of this Circular
"Major Shareholder(s)"	–	A person who has an interest or interests in one or more voting shares in the Company and the number or the 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.

"Major Shareholder(s)" *(cont'd)*	–	For the purpose of the Proposed New and Renewal of Shareholders' Mandate, it includes any person who is or was within the preceding 6 months of the date on which the terms of the transactions were agreed upon, a major shareholder of the Company as defined under Paragraph 1.01 of the Listing Requirements 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 attributable to ordinary equity holders of PTT
"Person(s) Connected"	–	In relation to any person (referred to as "**said Person**") means such person who falls under any one of the following categories: - i) a family member of the said Person. Family in relation to a person means such person who falls within any one of the following categories: - (a) spouse; (b) parent; (c) child including an adopted child and step-child; (d) brother or sister; and (e) spouse of the person referred to in subparagraphs (c) and (d) above. ii) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the said Person, or a family member of the said Person, is the sole beneficiary; iii) a partner of the said Person; iv) a person, or where a person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the said Person; v) a person, or where a person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes of the said Person is accustomed or is under an obligation, whether formal or informal, to act; vi) a body corporate in which the said Person or persons connected with the said Person are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or vii) a body corporate which is a Related Corporation of the said Person.

"Proposed New and Renewal of Shareholders' Mandate"	–	Proposed New and Renewal of Shareholders' Mandate for RRPTs to be entered into by PTT Group from the date of the forthcoming AGM until the next AGM
"PTT" or "the Company"	–	PTT Synergy Group Berhad [Registration No. 197101000134 (10493-P)]
"PTTA"	–	PTT Assets Sdn. Bhd. [Registration No. 202201003650 (1449347-P)]
"PTTJ"	–	PTT Jentera Sdn. Bhd. [Registration No. 200801035760 (837101-V)]
"PTT Group" or "the Group"	–	Collectively, PTT and its subsidiaries
"PTTSB"	–	Pembinaan Tetap Teguh Sdn. Bhd. [Registration No. 200001018496 (521103-D)]
"PTT Share(s)" or "Share(s)"	–	Ordinary share(s) in PTT
"Related Corporation"	–	A corporation is deemed to be related to each other if it is: - (a) a holding company of another corporation; (b) a subsidiary of another corporation; or (c) a subsidiary of the holding company of another corporation.
"Related Party(ies)"	–	As defined in the Listing Requirements, a Director, Major Shareholder, or Person Connected with such Director or Major Shareholder
"RRPTs"	–	Recurrent related party transactions of a revenue or trading nature, which are necessary for the day-to-day operations and are to be entered into by PTT Group in the ordinary course of business of PTT Group involving the direct and/or indirect interests of Related Party(ies)
"RM" and "sen"	–	Ringgit Malaysia and sen, respectively
"WTIP"	–	WTIP Development & Management Sdn. Bhd. [Registration No. 202001034355 (1390676-X)]

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Unless otherwise stated, the information set out above in relation to the Major Shareholder(s), Director(s), and Person(s) Connected is as at the LPD.

Words denoting the singular shall, where applicable, include the plural and vice versa. 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 to any enactment in this Circular is a reference to that enactment as for the time being amended or re-enacted.

Any reference to a time of day shall be a reference to Malaysian time unless otherwise stated.

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

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PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE

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PTT SYNERGY GROUP BERHAD
[Registration No. 197101000134 (10493-P)]
(Incorporated in Malaysia)

Registered Office:
Level 7, Menara Milenium,
Jalan Damanlela,
Pusat Bandar Damansara,
Damansara Heights,
50490 Kuala Lumpur,
Wilayah Persekutuan

27 October 2026

Board of Directors: -
Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar *(Executive Chairman)*
Dato' Teo Swee Leng *(Deputy Chairman)*
Teo Swee Phin *(Managing Director)*
Tang Choi Peng *(Group Chief Strategy Officer cum Executive Director)*
Datin Ng Fong Shiang *(Executive Director)*
Dato' Mahamed bin Hussain *(Independent Non-Executive Director)*
Datuk Ir. Ruslan bin Abdul Aziz (*Independent Non-Executive Director)*
Toh Seng Thong *(Independent Non-Executive Director)*

To: The shareholders of PTT

Dear Sir/Madam,

PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE

1.0 INTRODUCTION

At the Fifty-Fourth AGM of the Company held on 26 November 2025, the Company obtained a general mandate from its shareholders for the Company and/or its subsidiaries to enter into RRPTs in the ordinary course of business based on commercial terms which are not more favourable to the Related Parties than those generally available to the public.

In accordance with the Listing Requirements, the mandate referred to above shall lapse at the conclusion of the forthcoming Fifty-Fifth AGM of the Company, unless authority for its renewal is obtained from the shareholders at the said AGM of the Company.

The Company had on 13 October 2026 announced to Bursa Malaysia Securities its intention to seek the shareholders' approval for the Proposed New and Renewal of Shareholders' Mandate at the forthcoming Fifty-Fifth AGM of the Company.

The purpose of this Circular is to provide you with details of the Proposed New and Renewal of Shareholders' Mandate and seek your approval for the ordinary resolutions to be tabled at the forthcoming Fifty-Fifth AGM of the Company. The Notice of the Fifty-Fifth AGM and the Form of Proxy are enclosed in the Annual Report 2026.

1.0 INTRODUCTION *(CONT'D)*

The Company advises you to read and carefully consider the contents of this Circular before voting on the ordinary resolutions in relation to the Proposed New and Renewal of Shareholders' Mandate to be tabled at the forthcoming Fifty-Fifth AGM.

2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE

2.1 The Listing Requirements

Paragraph 10.09(2) of the Listing Requirements provides that a listed issuer may seek a mandate from its shareholders for RRPTs, subject to the following: -

(i) the transactions are in the ordinary course of business and are on terms not more favourable to the Related Parties than those generally available to the public;

(ii) the shareholders' mandate is subject to annual renewal, and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year (based on the type of transactions, names of Related Parties involved in each type of transaction made and their relationship with the listed issuer), where the aggregate value is equal to or more than the thresholds below in relation to a listed issuer with an issued share capital of RM60 million and above: -

(a) the consideration, value of the assets, capital outlay, or costs of the aggregated transactions is RM1 million or more; or

(b) the percentage ratio of such aggregated transactions is 1% or more,

whichever is the higher;

(iii) the listed issuer's circular to shareholders for the shareholders' mandate includes the information as may be prescribed by Bursa Malaysia Securities. The draft circular must be submitted to Bursa Malaysia Securities together with a checklist showing compliance with such information;

(iv) in a meeting to obtain the shareholders' mandate, the relevant Related Party must comply with the following requirements: -

(a) a Related Party with any interest, direct or indirect ("**Interested Related Party**"), must not vote on the resolution in respect of the RRPT;

(b) an Interested Related Party who is a Director or Major Shareholder must ensure that Persons Connected with them abstain from voting on the resolution in respect of the RRPT; and

(c) where the Interested Related Party is a Person Connected with a Director or Major Shareholder, such Interested Related Party must not vote on the resolution in respect of the RRPT.

2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.1 The Listing Requirements *(cont'd)*

(v) the listed issuer immediately announces to Bursa Malaysia Securities when the actual value of a RRPT entered into by the listed issuer 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 Malaysia Securities in its announcement.

Accordingly, the Board proposes to seek the shareholders' approval for the Proposed New and Renewal of Shareholders' Mandate pursuant to Paragraph 10.09(2) of the Listing Requirements and the provision under items 3.1 and 3.2 of Practice Note 12 of the Listing Requirements. The Proposed New and Renewal of Shareholders' Mandate will allow PTT Group, in the normal course of business, to enter into the RRPTs referred to in Section 2.5 with the Related Party(ies), provided that such transactions are made at arm's length, on PTT Group's normal commercial terms and terms not more favourable to the Related Party(ies) than those generally available to the public and are not to the detriment of the minority shareholders of PTT.

2.2 Validity Period of the Proposed New and Renewal of Shareholders' Mandate

The authority to be conferred pursuant to the Proposed New and Renewal of Shareholders' Mandate, if approved by the shareholders, shall take effect from the date of passing of the ordinary resolution proposed at the forthcoming AGM and shall continue to be in force until: -

(a) the conclusion of the next AGM of the Company following the general meeting at which such mandate was passed, at which time it will lapse, unless by a resolution passed at a general meeting, the authority is renewed;

(b) the expiration of the period within which the next AGM after that date 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 of the Company in general meeting,

whichever is earlier.

2.3 Principal Activities of PTT Group

PTT is principally engaged in investment and property holding.

The principal activities of the subsidiaries of PTT as at the LPD are as follows:-

Name	**Principal Activities**	**Effective Equity Interest (%)**
Hoover Management Sdn. Bhd.	Provision of management services and business management consultancy services	100.00

2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.3 Principal Activities of PTT Group *(cont'd)*

Name	Principal Activities	Effective Equity Interest (%)
PROTT Sdn. Bhd.	Real estate activities with own or lease property, development of buildings projects for own operation, and warehousing and storage services	100.00
PTTA	Asset management and property investment holding	100.00
PTT Development Sdn. Bhd.	Property development, building and civil contractors	100.00
PTT E Energy Sdn. Bhd.	Operation of transmission, distribution and sales of electricity, other transportation support activities and operation of generation facilities that produce electric energy	100.00
PTT Infra Sdn. Bhd.	Building, earthworks and civil contractors	100.00
PTT Logistics Hub 1 Sdn. Bhd.	Renting and operational leasing of automated storage and retrieval system together with warehouse	100.00
PTT Logistics Hub 2 Sdn. Bhd.	Real estate activities with own or lease property	100.00
PTT Logistics Hub 3 Sdn. Bhd.	Real estate activities with own or lease property	100.00
PTT Machineries Sdn. Bhd.	Renting and operational leasing of warehouse with or without automated storage and retrieval system	100.00
PTT Property Sdn. Bhd.	Property development and investment holding	100.00
PTT Synexis Sdn. Bhd.	Develop and lease of warehouse	100.00
PTTSB	Construction of other engineering projects, buying, selling, renting and operating of self-owned or leased real estate (non-residential buildings), transportation agent as well as leasing and rental of construction and industrial machinery and equipment	100.00
PROTT Logistics Sdn. Bhd. *(formerly known as PTT Logistics Sdn. Bhd.)*	Warehousing and storage services, transportation support activities and project consultant and related activities	70.00

2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.3 Principal Activities of PTT Group *(cont'd)*

Name	Principal Activities	Effective Equity Interest (%)
PTT Robotics Sdn. Bhd.	Selling, leasing, servicing and maintaining of automated storage and retrieval system's software and hardware, equipment and spare parts	70.00
PTT Robotics Services Sdn. Bhd.	Provide maintenance and support services	51.00

It is envisaged that, in the normal course of PTT Group's businesses, transactions of a revenue or trading nature between companies in PTT Group and the Related Party(ies) are likely to occur, which are necessary for its day-to-day operations.

2.4 Classes of Related Parties

The Related Parties in which the Proposed New and Renewal of Shareholders' Mandate is applicable are as follows: -

<table>
<tr><th>Name</th><th>Background Information</th></tr>
<tr><td>PTTJ</td><td>PTTJ was incorporated on 31 October 2008 under the Companies Act, 1965. PTTJ is principally engaged in letting of earth moving machineries, providing maintenance services, providing transportation agency services and undertaking earthwork contracting activities.

As at the LPD, the Directors of PTTJ are as follows: -

1. Teo Swee Phin
2. Faddly bin Nordin

As at the LPD, the shareholder of PTTJ and his shareholdings are as follows: -

<table>
<tr><th>Shareholder</th><th>No. of Shares</th><th>% of Shareholding</th></tr>
<tr><td>Teo Swee Phin</td><td>5,000,000</td><td>100.00</td></tr>
</table>
</td></tr>
<tr><td>ECSSB</td><td>ECSSB was incorporated on 14 July 2023 under the Act. ECSSB is principally engaged to carry on the business of retail sale of tea, coffee, soft drinks, mineral water and other beverages and other service activities and renting and leasing of other machinery.

As at the LPD, the Directors of ECSSB are as follows: -

1. Teo Swee Phin
2. Ian Ong Ming Hock
3. Hafiz @ Mohd Hafiz bin Ab Rahim</td></tr>
</table>

2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.4 Classes of Related Parties *(cont'd)*

<table>
<tr><th>Name</th><th>Background Information</th></tr>
<tr><td>ECSSB
(cont'd)</td><td>As at the LPD, the shareholders of ECSSB and their respective shareholdings are as follows: -

<table>
<tr><th>Shareholders</th><th>No. of Shares</th><th>% of Shareholding</th></tr>
<tr><td>ATTG</td><td>600,000</td><td>20.00%</td></tr>
<tr><td>Oatster Marketing Sdn. Bhd.</td><td>200,000</td><td>6.67%</td></tr>
<tr><td>Uncle Don's Holdings Sdn. Bhd.</td><td>100,000</td><td>3.33%</td></tr>
<tr><td>Hafiz @ Mohd Hafiz bin Ab Rahim</td><td>100,000</td><td>3.33%</td></tr>
<tr><td>Teo Swee Phin</td><td>2,000,000</td><td>66.67%</td></tr>
<tr><td>Total</td><td>3,000,000</td><td>100.00</td></tr>
</table></td></tr>
<tr><td>WTIP</td><td>WTIP was incorporated on 26 October 2020 under the Act. WTIP is principally engaged in development of building projects, buying, selling, renting and operating of self-owned or lease real estate.

As at the LPD, the Directors of WTIP are as follows: -

1. Teo Swee Phin
2. Low Wan Cheong @ Low Poh Cheong

As at the LPD, the shareholder of WTIP and its shareholdings are as follows: -

<table>
<tr><th>Shareholder</th><th>No. of Shares</th><th>% of Shareholding</th></tr>
<tr><td>ATTG</td><td>6</td><td>100%</td></tr>
</table></td></tr>
</table>

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2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.5 Details of RRPTs contemplated under the Proposed New and Renewal of Shareholders' Mandate

The details and nature of RRPTs which PTT Group and the Related Parties will enter into are set out below: -

(a) Proposed New Shareholders' Mandate

Related Parties	Transacting Parties	Nature of Transactions	Interested Directors/ Major Shareholders and Persons Connected to them	Estimated aggregate value from the forthcoming Fifty-Fifth AGM until the next AGM * (RM'000)
PTTJ	PTT Group	Earthworks for site preparation and formation, including clearing and grubbing, cut-and-fill operations and reinstatement works to PTTJ	Dato' Teo Swee Leng (1) Teo Swee Phin (2) Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar (3) ATTG (4) Faddly bin Nordin (5)	20,000

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2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.5 Details of RRPTs contemplated under the Proposed New and Renewal of Shareholders' Mandate *(cont'd)*

(b) Proposed Renewal of Shareholders' Mandate

Related Parties	Transacting Parties	Nature of Transactions	Interested Directors/ Major Shareholders and Persons Connected to them	Estimated aggregate value as disclosed in the Circular dated 28 October 2025 (RM'000)	Actual value transacted from 26 November 2025 to LPD (RM'000)	Estimated aggregate value from the forthcoming Fifty-Fifth AGM until the next AGM * (RM'000)
PTTJ	PTT Group	Receipt of services of repair and maintenance of machinery[6] including spare parts from PTTJ	Dato' Teo Swee Leng [1] Teo Swee Phin [2] Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar [3] ATTG [4] Faddly bin Nordin [5]	20,000	300	20,000
PTTJ	PTT Group	Purchasing and/or leasing of machinery[6] for the undertaking of construction/infrastructure from PTTJ		52,000	8,260	32,000
PTTJ	PTTA	Rental of factory lots located at No. 16, Jalan Inai 2D/KU5, Bandar Bukit Raja, 41050 Klang, Selangor measuring approximately 4,047 square metres ("**Factory**") to PTTJ [7]		1,000	550	1,000
ECSSB	PTT Group	Sales and/or leasing of robotic equipment, e.g. mobile digital coffee device uses remote control and dual cooperative robotic arm technology to ECSSB		3,000	-	3,000

2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.5 Details of RRPTs contemplated under the Proposed New and Renewal of Shareholders' Mandate *(cont'd)*

(c) RRPTs that are not sought under Renewal of Shareholders' Mandate ^

Related Parties	**Transacting Parties**	**Nature of Transactions**	**Interested Directors/ Major Shareholders and Persons Connected to them**	**Estimated aggregate value as disclosed in the Circular dated 28 October 2025 (RM'000)**	**Actual value transacted from 26 November 2025 to LPD (RM'000)**
PTTJ	PTT Group	Purchasing of concrete from PTTJ	Dato' Teo Swee Leng [1] Teo Swee Phin [2] Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar [3] ATTG [4] Faddly bin Nordin [5]	10,000	-
WTIP	PTTSB	Design and undertaking of construction/infrastructure from WTIP [8]		42,000	3,000

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2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.5 Details of RRPTs contemplated under the Proposed New and Renewal of Shareholders' Mandate *(cont'd)*

Notes: -

* *The estimated values as set out above are based on management's estimates of the value of transactions to be undertaken for the period from the forthcoming Fifty-Fifth AGM to the next AGM. However, the value of transactions may be subject to changes.*

(1) *Dato' Teo Swee Leng is a Director and Major Shareholder of PTT. He is also a Director and Major Shareholder of ATTG as well as a Major Shareholder of WTIP and ECSSB. His direct and indirect interests in ATTG, WTIP and ECSSB as at the LPD are as follows: -*

Companies	***Direct***		***Indirect***	
	No. of Shares	***%***	***No. of Shares***	***%***
ATTG	*30,000*	*24.92*	*-*	*-*
WTIP	*-*	*-*	*6*	*100.00*
ECSSB	*-*	*-*	*600,000*	*20.00*

Dato' Teo Swee Leng is a person connected to Teo Swee Phin, Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar and Faddly bin Nordin pursuant to his directorship and major shareholding in ATTG, of which Teo Swee Phin, Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar and Faddly bin Nordin are the Directors and Major Shareholders.

(2) *Teo Swee Phin is a Director and Major Shareholder of PTT. He is also a Director and Major Shareholder of ATTG, PTTJ, WTIP and ECSSB. His direct and indirect interests in ATTG, PTTJ, WTIP and ECSSB as at the LPD are as follows: -*

Companies	***Direct***		***Indirect***	
	No. of Shares	***%***	***No. of Shares***	***%***
ATTG	*29,000*	*24.08*	*-*	*-*
PTTJ	*5,000,000*	*100.00*	*-*	*-*
WTIP	*-*	*-*	*6*	*100.00*
ECSSB	*2,000,000*	*66.67*	*600,000*	*20.00*

Teo Swee Phin is a person connected to Dato' Teo Swee Leng, Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar and Faddly bin Nordin pursuant to his directorship and major shareholding in ATTG, of which Dato' Teo Swee Leng, Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar and Faddly bin Nordin are the Directors and Major Shareholders.

2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.5 Details of RRPTs contemplated under the Proposed New and Renewal of Shareholders' Mandate *(cont'd)*

Notes *(cont'd)*: -

(3) *Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar is a Director and Major Shareholder of PTT. He is also a Director and Major Shareholder of ATTG as well as a Major Shareholder of WTIP and ECSSB. His direct and indirect interests in ATTG, WTIP and ECSSB as at the LPD are as follows: -*

Companies	***Direct***		***Indirect***	
	No. of Shares	***%***	***No. of Shares***	***%***
ATTG	*49,371*	*41.00*	*-*	*-*
WTIP	*-*	*-*	*6*	*100.00*
ECSSB	*-*	*-*	*600,000*	*20.00*

Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar is a person connected to Dato' Teo Swee Leng, Teo Swee Phin and Faddly bin Nordin pursuant to his directorship and major shareholding in ATTG, of which Dato' Teo Swee Leng, Teo Swee Phin and Faddly bin Nordin are the Directors and Major Shareholders.

(4) *ATTG is a Major Shareholder of PTT, WTIP and ECSSB. Its direct and indirect interests in WTIP and ECSSB as at the LPD are as follows: -*

Companies	***Direct***		***Indirect***	
	No. of Shares	***%***	***No. of Shares***	***%***
WTIP	*6*	*100.00*	*-*	*-*
ECSSB	*600,000*	*20.00*	*-*	*-*

(5) *Faddly bin Nordin is a Director of PTTSB and PTT Infra Sdn. Bhd. He is also a Director and Major Shareholder of ATTG. His direct and indirect interests in ATTG as at the LPD are as follows: -*

Company	***Direct***		***Indirect***	
	No. of Shares	***%***	***No. of Shares***	***%***
ATTG	*12,037*	*10.00*	*-*	*-*

Faddly bin Nordin is a person connected to Dato' Teo Swee Leng, Teo Swee Phin and Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar pursuant to his directorship and major shareholding in ATTG, of which Dato' Teo Swee Leng, Teo Swee Phin and Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar are the Directors and Major Shareholders.

2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.5 Details of RRPTs contemplated under the Proposed New and Renewal of Shareholders' Mandate *(cont'd)*

Notes *(cont'd)*: -

(6) *Machinery(ies) refer to articulated truck, bulldozer, compactor, excavator, concrete mixer, wheel loader, back pusher and etc.*

(7) *The rental of Factory is for a tenure of up to 3 years, commencing on 1 May 2025 and expiring on 30 April 2028.*

The payment of rental is on a monthly basis.

The transaction complies with Paragraph 3.2(c), Practice Note 12 of the Listing Requirements.

(8) *To provide design works and undertake construction/infrastructure to develop a 89.6 acres of land in Kawasan Perindustrian Wakaf Tapai, Mukim Bukit Payong, Daerah Marang, Negeri Terengganu into Wakaf Tapai Innovation Park. The construction/infrastructure includes land improvement and earthwork. The project commenced on 30 August 2024 and the contract was subsequently terminated on 30 September 2025. As no further RRPTs are contemplated under this arrangement, such RRPTs will not be sought for renewal under the Proposed New and Renewal of Shareholders' Mandate.*

^ *No shareholders' mandate is sought for the RRPTs at the forthcoming AGM.*

The actual value transacted of the above transactions from the date on which the existing mandate was obtained (i.e. the date of the Fifty-Fourth AGM on 26 November 2025) up to the LPD was not exceeding the estimated value by 10% or more.

2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.6 Amount Due and Owing to PTT Group by Related Parties

As at the LPD, there is no amount due and owing to PTT Group by its Related Parties, which exceeded the credit term. Therefore, the disclosures as required under Paragraphs 16A and 16B in Annexure PN12-A of the Listing Requirements are not applicable.

2.7 Review Procedures for the RRPTs

The procedures and processes to ensure that the RRPTs are conducted at arm's length and on normal commercial terms which are consistent with PTT's usual business practices and policies are envisaged as follows: -

(a) Each Director is required to make full disclosure at once of any interest he or she may have in any business enterprise with an existing or proposed business relationship or transaction with the Company and/or its subsidiaries.

(b) A list of Related Parties of PTT Group will be circulated to the Directors and the management of the Group where considerations would be made after taking into account the pricing and contract rates, terms and conditions, level of service and expertise required, and the quality of products and services provided, compared with the prevailing market prices and rates, industry norms and standards, as well as general practices, adopted by service providers of similar capacities and capabilities generally available in the open market. In addition, wherever practicable and/or feasible, at least 2 other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as a comparison for determining whether the price and terms offered to/by the Related Parties are fair and reasonable and comparable to those offered to/by unrelated third parties.

In the event that quotations or comparative pricing from unrelated third parties cannot be obtained for the proposed RRPTs, the pricing of any RRPTs entered into will be determined based on usual business practices and policies of the Group to ensure that the RRPTs are not detrimental to the Group.

(c) There are no specific thresholds for approval of RRPTs within the Group. However, all potential RRPTs have to be disclosed. Through the Audit Committee, the Board will subsequently review the RRPTs and ensure compliance with internal control procedures and the provisions of the Listing Requirements. The review includes the examination of the nature of the transaction, and if necessary, its supporting documents and/or such data deemed necessary by the Audit Committee. All RRPTs entered into will be recorded in a register to be maintained by the Company.

(d) The interested Directors in the RRPTs must abstain from the Board deliberations and voting on the relevant resolution(s) regarding the RRPTs.

2.0 DETAILS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE *(CONT'D)*

2.7 Review Procedures for the RRPTs *(cont'd)*

(e) The internal audit plan shall incorporate a periodic review of identified and reported related party transactions to determine whether internal guidelines and procedures have been complied with to ensure that the transactions are at arms' length. In addition, an annual review of the system of controls to ensure all related party transactions are adequately identified and reported and that review procedures were adhered to; and

(f) The Board and the Audit Committee of PTT shall periodically review the internal audit plan to ascertain that review procedures established to monitor the RRPTs are complied with. The interested Directors in the RRPTs must abstain from the Board deliberations and voting on the relevant resolution(s) regarding the RRPTs.

2.8 Statement by the Audit Committee

The Audit Committee of PTT has seen and reviewed the procedures as set out in Section 2.7 of this Circular and is of the view that the procedures are sufficient to ensure that the RRPTs are not favourable to the Related Parties than those generally available to the public and not detrimental to the interests of the minority shareholders of PTT.

The Audit Committee is satisfied that PTT Group has in place adequate procedures and processes to monitor, track and identify the RRPTs in a timely and orderly manner. The Audit Committee conducts the review of these procedures and processes on an annual basis.

2.9 Rationale and Benefits of the Proposed New and Renewal of Shareholders' Mandate

The Proposed New and Renewal of Shareholders' Mandate will enable the Group to grow its construction business and potentially improve its future earnings by securing construction contracts from the relevant Related Parties and enabling the Group to procure the necessary machinery and equipment critical to carry out the construction works.

Accordingly, the Proposed New and Renewal of Shareholders' Mandate will enable the Group to secure and undertake the RRPTs expeditiously without announcing and convening separate general meetings (if applicable) from time to time to seek shareholders' mandate for such transaction(s). Further, certain transactions, such as the award of contracts, could be time-sensitive in nature, making it impractical to seek shareholders' approval on a case-to-case basis. Hence, the Proposed New and Renewal of Shareholders' Mandate will substantially reduce the expenses, time and resources associated with convening general meetings on an ad hoc basis.

Further, the Proposed New and Renewal of Shareholders' Mandate will enable the Group to pursue available business opportunities expeditiously and, in turn, achieve the business objectives of the Group.

3.0 INTERESTS OF THE DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

As at the LPD, the direct and indirect interests of the Directors, Major Shareholders and/or Persons Connected to them who are interested in the Proposed New and Renewal of Shareholders' Mandate are as follows: -

Interested Directors/ Major Shareholders/ Persons Connected to the interested Directors/Major Shareholders	**Direct**		**Indirect**	
	No. of Shares	**%***	**No. of Shares**	**%***
Directors				
Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar	-	-	194,632,098 (1)	40.77
Dato' Teo Swee Leng	9,049,240	1.90	194,632,098 (1)	40.77
Teo Swee Phin	64,990,624	13.61	194,632,098 (1)	40.77
Faddly bin Nordin	-	-	-	-
Major Shareholders				
Dato' Ts. Hj. Abd Rahim bin Hj. Jaafar	-	-	194,632,098 (1)	40.77
Dato' Teo Swee Leng	9,049,240	1.90	194,632,098 (1)	40.77
Teo Swee Phin	64,990,624	13.61	194,632,098 (1)	40.77
ATTG	194,632,098	40.77	-	-

Notes: -

* *Based on the total number of 477,367,407 ordinary shares as at the LPD.*

(1) *Deemed interested by virtue of his interests in ATTG pursuant to Section 8(4) of the Act.*

The abovementioned interested Directors have abstained and will continue to abstain from Board deliberations and voting on the resolutions pertaining to the Proposed New and Renewal of Shareholders' Mandate at the Board meetings.

The abovementioned interested Directors, Major Shareholders and/or Person Connected to Directors and/or Major Shareholders will abstain from voting on the resolutions pertaining to the Proposed New and Renewal of Shareholders' Mandate at the forthcoming AGM.

The abovementioned interested Directors and Major Shareholders have undertaken to ensure that the Persons Connected to them will abstain from voting in respect of their direct and/or indirect shareholdings on the resolutions pertaining to the Proposed New and Renewal of Shareholders' Mandate at the forthcoming AGM.

4.0 FINANCIAL EFFECTS OF THE PROPOSED NEW AND RENEWAL OF SHAREHOLDERS' MANDATE

The Proposed New and Renewal of Shareholders' Mandate is not expected to have any material impact on the issued share capital, NA, gearing, EPS, and substantial shareholders' shareholdings of PTT and/or PTT Group.

5.0 APPROVAL REQUIRED

The Proposed New and Renewal of Shareholders' Mandate is subject to the approval of the shareholders of PTT at the forthcoming Fifty-Fifth AGM to be convened or at any adjournment thereof.

6.0 DIRECTORS' RECOMMENDATION

The Board (save for the interested Directors), having considered all aspects of the Proposed New and Renewal of Shareholders' Mandate, including the rationale and benefits, is of the opinion that the Proposed New and Renewal of Shareholders' Mandate is fair, reasonable, and in the best interest of PTT Group.

Accordingly, the Board (save for the interested Directors) recommends that you vote in favour of the resolutions pertaining to the Proposed New and Renewal of Shareholders' Mandate at the forthcoming AGM of the Company.

7.0 AGM

The Fifty-Fifth AGM, Notice of which is enclosed in the Annual Report 2026 of the Company, will be held at 2A-1-1(B), Space U8, No. 6, Persiaran Pasak Bumi, Taman Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan on Wednesday, 25 November 2026 at 10:00 a.m. or any adjournment thereof for the purpose of considering and, if thought fit, approving, inter alia, with or without modifications, the ordinary resolutions on the Proposed New and Renewal of Shareholders' Mandate as set out in the said Notice.

If you are unable to attend and vote in person at the Fifty-Fifth AGM, you may complete the Form of Proxy and deposit it at the Company's Registered Office at Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not later than 48 hours before the time set for holding the Fifty-Fifth AGM. The lodging of the Form of Proxy will not preclude you from attending, participating, speaking, and voting in person at the Fifty-Fifth AGM should you subsequently wish to do so.

8.0 FURTHER INFORMATION

You are advised to refer to the attached Appendix I for further information.

Yours faithfully,

For and on behalf of the Board of Directors
PTT SYNERGY GROUP BERHAD

DATO' MAHAMED BIN HUSSAIN
INDEPENDENT NON-EXECUTIVE DIRECTOR

FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

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

2. MATERIAL CONTRACTS

Save as disclosed below, the Group has not entered into any material contracts (not being contract entered into in the ordinary course of business) within the past 2 years immediately preceding the date of this Circular: -

a) On 18 December 2024, the Company entered into a Share Sales Agreement ("**SSA**") with HW Barakah Sdn. Bhd. to dispose its 70% equity interest in Heap Wah Barakah Sdn. Bhd. comprising 700,000 ordinary shares for a total cash consideration of RM15.0 million. On 28 March 2025, the Company has completed all the condition precedents as stipulated in the SSA. Consequently thereupon, Heap Wah Barakah Sdn. Bhd. ceased to be a subsidiary of the Company.

b) On 2 December 2024, the Company via its wholly-owned subsidiary entered into a conditional sale and purchase agreement with MTrustee Berhad ("**MTrustee**"), the trustee of CapitaLand Malaysia Trust ("**CLMT**") for the proposed disposal of two (2) parcels of adjoining freehold land together with a single-storey industrial warehouse with an annexed three-storey office building and ancillary buildings to be erected thereon, for a cash consideration of RM180.0 million. In conjunction with this, an indirect wholly-owned subsidiary of the Company, PROTT Sdn. Bhd. has also executed a lease agreement with MTrustee (acting as trustee of CLMT) to lease property for a lease term of 10 years (with an option to renew for 2 terms of 5 years), commencing from 26 September 2025. The aforesaid disposal and leaseback were completed on 26 September 2025.

c) 8 separate Sale and Purchase Agreements dated 18 July 2025 entered into between PTT Logistics Hub 2 Sdn. Bhd. and Koperasi Kakitangan Bank Rakyat Berhad for the acquisition of eight (8) parcels of freehold land for a total cash consideration of RM60,000,000.00 only. As at the LPD, all 8 parcels of freehold land have been duly registered into PTT Logistics Hub 2 Sdn. Bhd.'s name.

d) PTTA, an indirect wholly-owned subsidiary of PTT, had on 9 July 2026 entered into a Sale and Purchase Agreement with WDG Resources Sdn. Bhd. for the disposal of all the piece of a freehold land held under H.S.(D) 165675, PT 84377, Mukim Kapar, Daerah Klang, Negeri Selangor, measuring approximately 4,987 square metres with a unit of double storey detached factory with a gross built-up area of approximately 20,197 square feet erected thereon bearing the postal address of 18, Jalan Inai 2D/KU05, Bandar Bukit Raja, 41050, Selangor for a total cash consideration of RM17.0 million only.

e) PTT Robotics Sdn. Bhd., an indirect 70%-owned subsidiary of the Company, had on 17 July 2026 entered into a Software Acquisition Agreement and 3 Supplemental Agreements (collectively referred to as the "**Agreement**") with vTradEx Information Technology (Shanghai) Co., Ltd. to acquire all legal and beneficial ownership, including all intellectual property rights in and to the Software in the Territory (details as set out in the Agreement), for a total cash consideration of USD7,106,400.00, subject to the terms and conditions set out in the Agreement.

f) On 23 July 2026, PROTT Sdn. Bhd. ("**PROTT**"), a wholly-owned subsidiary of the Company, had entered into a Joint Venture Agreement ("**JVA**") with CNANC Industrial Integration (Malaysia) Sdn. Bhd. In line with the JVA, both parties agreed to incorporate a joint venture company, PTT Robotics Services Sdn. Bhd. ("**JV Company**"), to carry out maintenance and related support services in respect of smart industrial warehouses and automated storage and retrieval system (ASRS) equipment, including training of competent, qualified and suitably skilled personnel.

   On 1 August 2026, the JV Company was incorporated with an issued and paid-up capital of RM100.00 comprising 100 ordinary shares, whereby PROTT holds a 51% equity interest.

g) PTT Logistics Hub 3 Sdn. Bhd., a wholly-owned subsidiary of the Company, had on 11 September 2026 entered into a Sale and Purchase Agreement ("**SPA**") with Lee Mooi Khean for the acquisition of all that parcel of freehold land known as Geran 77766, Lot 1597, Mukim 12, Daerah Seberang Perai Selatan, Negeri Pulau Pinang, measuring 3.925 hectares for a total cash consideration of RM62,527,555.00 only, subject to the terms and conditions of the SPA.

h) PTTA, an indirect wholly-owned subsidiary of the Company, had on 30 September 2026 entered into 4 separate Sale and Purchase Agreements ("**SPAs**") with Sime Darby Property (Bukit Raja) Sdn. Bhd. for the acquisition of 4 parcels of land, each together with a unit of detached factory erected or to be erected thereon, for a total cash consideration of RM31,996,552.00 only, subject to the terms and conditions of the SPAs.

3. MATERIAL LITIGATION, CLAIM, OR ARBITRATION

As at LPD, there is no material litigation, claim or arbitration proceedings, either pending or threatened, against the Group. The Board is also not aware of any circumstances or facts that are likely to give rise to any such proceedings which may have a material and adverse effect on the financial position or business of PTT Group.

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Registered Office of the Company at Securities Services (Holdings) Sdn. Bhd., Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan during normal office hours (except for public holidays) from the date of this Circular, up to and including the date of the forthcoming Fifty-Fifth AGM: -

a. The Constitution of PTT;

b. The audited financial statements of the Group for the past 2 FYEs 2025 and 2026; and

c. The material contracts referred to in Section 2 of Appendix I of this Circular.

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