**SIME DARBY PROPERTY BERHAD**
Registration No. 197301002148 (15631-P)
(Incorporated in Malaysia)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING ("EGM") OF SIME DARBY PROPERTY BERHAD ("SIME DARBY PROPERTY" OR "THE COMPANY") HELD AT THE GRAND BALLROOM, FIRST FLOOR, KLGCC CONVENTION CENTRE (FORMERLY KNOWN AS SIME DARBY CONVENTION CENTRE), 1A, JALAN BUKIT KIARA 1, 60000 KUALA LUMPUR, MALAYSIA ("MEETING VENUE") AND VIRTUALLY VIA ONLINE MEETING PLATFORM HOSTED AT https://investor.boardroomlimited.com ON WEDNESDAY, 10 JUNE 2026 AT 1.17 P.M.**

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|---|---|---|
| **BOARD OF DIRECTORS** | : | YBhg. Dato' Rizal Rickman Ramli *(Chairman)*<br>YBhg. Dato' Seri Azmir Merican<br>YBhg. Dato' Soam Heng Choon *<br>YAM Tengku Datuk Seri Ahmad Shah Alhaj ibni Almarhum Sultan Salahuddin Abdul Aziz Shah Alhaj<br>YBhg. Dato' Seri Ahmad Johan Mohammad Raslan<br>YBhg. Datin Norazah Mohamed Razali<br>YBhg. Dato' Mohamed Ridza Mohamed Abdulla<br>YBhg. Dato' Hamidah Naziadin<br>Dr. Lisa Lim Poh Lin *<br>YBhg. Datuk Ir. Ho Hon Sang<br>Mr. Thayaparan Sangarapillai *<br>Ms. Nur Farahbi Shaari<br>Ms. Nur Farhanah Mohd Radzif<br>*(Alternate to Ms. Nur Farahbi Shaari)* |
| **GROUP COMPANY SECRETARY** | : | Ms. Noreen Melini Muzamli |
| **REPRESENTATIVES OF THE PRINCIPAL ADVISER** | : | CIMB Investment Bank Berhad ("**CIMB**")<br>Mr. Teh Liang Seng<br>Ms. Lee Sher Min |
| **REPRESENTATIVES OF THE SCHEME ADVISER** | : | Towers Watson (Malaysia) Sdn Bhd ("**WTW**")<br>Mr. Shai Ganu<br>Mr. Shankar Kurunathan |
| **REPRESENTATIVES OF THE LEGAL ADVISER** | : | Zaid Ibrahim & Co. ("**ZiCo**")<br>Mr. Mohammad Iliyas Razali<br>Ms. Aida Shahima Ahmad Shauki |
| **SENIOR MANAGEMENT** | : | As per the Attendance List |
| **SHAREHOLDERS / CORPORATE REPRESENTATIVES / PROXIES** | : | As per the Summary of Attendance |
| **SCRUTINEER** | : | Coopers Professional Scrutineers Sdn Bhd<br>Ms. Foong Suet Li |

**Attendance via video conferencing*

## 1.0 CHAIRMAN'S OPENING REMARKS

1.1 The Chairman, on behalf of the Board and Management, welcomed the shareholders who were present physically at the Meeting Venue, as well as those who participated remotely via the online meeting platform and expressed his appreciation for their participation and continued support to the Company.

1.2 The Chairman informed that the Group Company Secretary had confirmed the presence of a requisite quorum in accordance with the Company's Constitution and declared the Meeting duly convened at 1.17 p.m.

1.3 The Chairman informed that the Notice of the EGM dated 26 May 2026, having been circulated to all shareholders in accordance with the Company's Constitution, was taken as read.

1.4 The Chairman further informed that the purpose of the Meeting was to consider and if thought fit, approve the businesses as set out in the said Notice of the EGM.

1.5 The Chairman briefed the Meeting on the following:

(i) The EGM was convened to seek shareholders' approval for the proposed establishment of a Long-Term Incentive Plan ("**LTIP**") comprising share grant scheme consisting of Performance and/or Restricted Share grants of up to 5% of the total number of issued ordinary shares in Sime Darby Property Berhad for the Executive Director(s) and employees of Sime Darby Property Berhad and its subsidiary companies (which are not dormant) who fulfil the eligibility criteria as set out in the By-Laws of the LTIP ("**Proposed LTIP**").

(ii) Currently, Sime Darby Property did not have a share-based incentive scheme. The Proposed LTIP was intended to strengthen the alignment between its key talents, the Group's long-term performance, and shareholder value creation.

(iii) The LTIP was intended to provide selected employees with an opportunity to participate in the Company's equity, fostering a stronger ownership mindset and encouraging decisions that support sustainable long-term growth.

(iv) In addition, the LTIP incorporated a vesting period that promotes employee retention and long-term commitment, ensuring continuity of leadership and critical capabilities. By linking rewards to the Company's share performance, the scheme further aligns employee interests with those of shareholders.

(v) Finally, the LTIP would enhance the Group's overall remuneration framework by introducing a competitive, non-cash long-term incentive that supports the attraction and retention of high-performing talent essential to delivering Sime Darby Property's long-term strategic ambitions.

(vi) This Meeting served as a platform for shareholders to seek clarification and to raise any questions or concerns relating to the Proposed LTIP, prior to considering and voting on the resolutions pertaining to the establishment of the Proposed LTIP and the Proposed Allocation of a Maximum of Up to 8,000,000 New Shares of Sime Darby Property to the Group Managing Director and Chief Executive Officer ("**GMD & CEO**") of Sime Darby Property, Dato' Seri Azmir Merican Azmi Merican, for the 2026 Grant under the Proposed LTIP ("**Proposed Allocation**").

1.6 The Chairman introduced the Board Members who were present at the Meeting Venue and who participated via video conferencing. The Chairman also introduced the Group Company Secretary, Senior Management Team and representatives from external advisers, namely CIMB, WTW and ZICO, who were also present at the Meeting Venue.

1.7 The Chairman proceeded to brief the shareholders on the following:

i) As stated in the Notice of EGM, the Company had fixed 29 May 2026 as the cut-off date for determining who are entitled to attend, speak and vote at the EGM. As at the cut-off date, the Company had 27,268 depositors, and the total number of issued shares stood at 6,800,839,377 ordinary shares.

ii) Based on the registration data provided by the Poll Administrator, Boardroom Share Registrar Sdn Bhd ("**Boardroom**") as of 1.17 p.m., a total of 1,175 members attended the EGM physically, whilst 72 members participated virtually.

iii) All proxy votes given to the Chairman would be exercised in accordance with the instructions indicated in the proxy forms and in the absence of specific instructions, the Chairman would vote in favour of each respective resolution.

iv) In accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Malaysia**"), all proposed resolutions set out in the Notice of the EGM would be voted by way of poll, via electronic voting ("**e-voting**") system administered by Boardroom.

v) The Company had appointed Coopers Professional Scrutineers Sdn Bhd as Independent Scrutineer to validate the poll results.

vi) All shareholders and proxies present, whether physically or virtually, were entitled to vote and each member would have one (1) vote for every ordinary share held.

vii) There were two (2) Ordinary Resolutions to be voted as set out in the Notice of the EGM. An Ordinary Resolution would require a simple majority vote.

1.8 The Chairman informed the shareholders that they may submit their votes at any time, from the commencement of the Meeting until the end of the voting session. The poll voting results would be announced after the Independent Scrutineer validated the poll results upon closure of the voting session. A video on the e-voting procedures was presented to the shareholders.

1.9 The Chairman further informed that all Shareholders and proxies were welcomed to submit questions in writing via the messaging window facilities in the online meeting portal. Those attending in person may scan the QR code provided during registration to submit questions electronically or pose question directly during the Question and Answer ("**Q&A**") session.

1.10 The Chairman thereafter invited Ms. Chua Eng Imm, Chief People Officer ("**CPO**") to provide a brief presentation on the Proposed LTIP.

**2.0 PRESENTATION BY THE CPO**

2.1 The CPO thanked the Chairman and welcomed all shareholders present. She then proceeded to brief the Meeting, which covered the following as per **Appendix 1** of the Minutes:

i) Rationale of the Proposed LTIP;
ii) Salient Features of the LTIP; and
iii) Key Effects of LTIP.

**3.0 ORDINARY RESOLUTION 1**
**- PROPOSED ESTABLISHMENT OF A LTIP COMPRISING SHARE GRANT SCHEME CONSISTING OF PERFORMANCE AND/OR RESTRICTED SHARE GRANTS OF UP TO 5% OF THE TOTAL NUMBER OF ISSUED ORDINARY SHARES IN SIME DARBY PROPERTY FOR THE EXECUTIVE DIRECTOR(S) AND EMPLOYEES OF SIME DARBY PROPERTY AND ITS SUBSIDIARY COMPANIES (WHICH ARE NOT DORMANT) WHO FULFIL THE ELIGIBILITY CRITERIA AS SET OUT IN THE BY-LAWS OF THE LTIP**

3.1 The Chairman informed the Meeting that the full text of the Ordinary Resolution had been set out in the Notice of the EGM dated 26 May 2026, which was enclosed in the Circular to shareholders dated 26 May 2026.

3.2 The Chairman advised shareholders to refer to the said Circular for detailed information on the Proposed LTIP.

3.3 The Chairman then requested a shareholder to propose Ordinary Resolution 1. Mr. Vijayandran A/L S Meyappam, a shareholder, proposed Ordinary Resolution 1 and Mr. Rashid Esoofi, a shareholder, seconded the motion.

**4.0 ORDINARY RESOLUTION 2**
**- PROPOSED ALLOCATION OF A MAXIMUM OF UP TO 8,000,000 NEW SHARES OF SIME DARBY PROPERTY TO DATO' SERI AZMIR MERICAN AZMI MERICAN, BEING THE GMD & CEO OF SIME DARBY PROPERTY, FOR THE 2026 GRANT UNDER THE PROPOSED LTIP**

4.1 The Chairman informed the meeting that Ordinary Resolution 2 relates to the Proposed Allocation to Dato' Seri Azmir Merican, the GMD & CEO of the Company.

4.2 Dato' Seri Azmir Merican was entitled to participate in the Proposed LTIP and was therefore deemed interested in the Proposed LTIP and the Proposed Allocation. Accordingly, he had abstained and would continue to abstain from all deliberations, including expressing any opinion and making any recommendation, at all relevant Board and Board committee meetings, and would also abstain from voting in respect of his direct and/or indirect shareholdings in the Company. He had further undertaken to ensure that persons connected with him, if any, would also abstain from voting.

4.3 The Chairman also informed that the Board, having considered all aspects of the Proposed LTIP, including but not limited to the rationale, justifications and effects of the Proposed LTIP, as well as the Proposed Allocation to the GMD & CEO, was of the view that the proposals were in the best interests of the Group.

4.4 The Chairman then requested a shareholder to propose Ordinary Resolution 2. Ms. Cheong Ai Ling, a proxy, proposed Ordinary Resolution 2 and Mr. Kenneth Mow, a shareholder, seconded the motion.

## 5.0 Q&A SESSION

5.1 The Chairman informed that the Meeting would proceed with the Q&A session, during which questions received from shareholders prior to the Meeting would be addressed first, followed by questions raised by shareholders and proxies present at the Meeting Venue, and thereafter questions submitted through the online meeting platform.

### 5.2 Q&A received prior to the Meeting

5.2.1 The Chairman invited GMD & CEO to present a total of three (3) questions received from shareholders prior to the Meeting, along with the Company's responses, as per **Appendix 2** of the Minutes. GMD & CEO proceeded to read out the names of the respective shareholders and the responses.

### 5.3 Q&A from Meeting Venue

5.3.1 The Chairman then opened the floor for questions from shareholders and proxies present at the Meeting Venue. For record purposes, attendees were requested to state their full name and indicate whether they were shareholders or proxies before posing their questions.

1) Question from Mr. Johan Erwan Kamarulzaman

Whether the proposed LTIP would dilute shareholders' shareholding.

Response:

*The Chairman explained that the total number of shares that may be made available under the Proposed LTIP was not more than 5% of the total issued shares of the Company at any one time during the duration of the scheme. The LTIP awards would be subject to the achievement of prescribed performance conditions before vesting can occur. These performance conditions include measures linked to shareholder value creation, such as Total Shareholder Return ("**TSR**"), cumulative Profit After Tax and Minority Interests ("**PATAMI**") and growth in Assets Under Management ("**AUM**"). As such, shares would only vest if the performance targets were achieved. Any dilutive effect arising from the vesting of shares would only occur upon the achievement of those performance targets, which are intended to enhance shareholder value.*

*The Chairman added that the Proposed LTIP was intended to incentivise Management to deliver sustained performance, encourage long-term retention, and align Management's rewards with the creation of long-term shareholder value.*

*The Chairman also clarified that the Company had adopted an Absolute TSR approach, as opposed to a Relative TSR approach. Under the Absolute TSR approach, rewards would only be linked to the achievement of positive shareholder returns, thereby ensuring that Management would not be rewarded in circumstances where shareholder value had not increased.*

2) Question from Mr. Johan Erwan Kamarulzaman

What is the strategic direction of SHIFT32 and how it differs from SHIFT25?

Response:

*The Chairman explained that SHIFT32 was an extension of the Company's previous strategy under SHIFT25. While the overall strategy remained intact, SHIFT32 provided a more prescriptive framework through three growth engines.*

*Under Engine 1, the Group would continue to focus on property development while adopting a more asset-light approach. In addition to traditional development activities, the Group would expand into design and development management services, enabling the Group to unlock value and participate in development opportunities without necessarily owning the underlying land or assets.*

*Under Engine 2, the Company would continue to grow its Investment and Asset Management business and recurring income portfolio, which included geographical expansion, building on its presence in Melbourne, Australia through the Aurum development and exploring opportunities in other markets, such as Vietnam.*

*For Engine 3, the Chairman explained that the Group planned to allocate approximately 10% of its efforts towards exploring new opportunities and experimental growth areas.*

*The Chairman emphasised that SHIFT32 was a continuation of the Group's transformation from a pure-play property developer into a diversified real estate company, with the objective of delivering long-term sustainable growth and shareholder value creation.*

3) Question from Mr. Mohamed Shahrul bin Mohamed Yudin

What specific measurable targets would be required before the shares granted under the LTIP would vest, and how would the Board ensure that any value created for shareholders would outweigh the potential dilution arising from the LTIP?

Response:

*The Chairman explained that the Board had assessed the Proposed LTIP by comparing the value created upon achievement of the prescribed performance targets against the cost of the scheme. One of the key vesting conditions would be the achievement of cumulative PATAMI targets. If the performance targets were met, the cost of the LTIP, based on target performance, would represent approximately 2% to 3% of the cumulative PATAMI generated. The Board considered this to be a fair allocation of the value created, having benchmarked the LTIP against similar schemes approved by shareholders of other listed companies in Malaysia. The Chairman further emphasised that the performance targets were set beyond business-as-usual ("**BAU**") expectations and shares would only vest upon achievement of those targets. Accordingly, the LTIP was designed to align Management's interests with those of shareholders by rewarding value creation while ensuring that no shares vest if the prescribed performance conditions are not achieved.*

4) Question from Mr. Mohamed Shahrul bin Mohamed Yudin

Whether the proposed sizeable allocation under the LTIP was justified given that Sime Darby Property's share price remained below the expectations of many shareholders despite improvements in operational performance.

Response:

*The Chairman explained that the Proposed LTIP was intended to incentivise Management to drive long-term value creation for shareholders. Absolute TSR was one of the key performance conditions under the LTIP and, accordingly, rewards would only be realised if the Company's share price performance and shareholder return meet the prescribed targets. The number of shares allocated under the LTIP was determined in line with the Company's remuneration philosophy, which aimed to position total compensation at the median market level (50th percentile) for target performance and between the median and upper quartile (75th percentile) levels for stronger performance. He added that the LTIP was designed to provide a meaningful long-term incentive to attract, retain and motivate key talent, while supporting the successful execution of the Group's seven-year SHIFT32 strategic plan. The LTIP's rolling three-year performance and vesting cycles were also intended to encourage sustained performance and long-term commitment from Management.*

5) Question from Mr. Chan Heng Leong

What was the reason for the Company adopting a Share Grant Scheme instead of an Employee Share Option Scheme ("**ESOS**"), given that stock options had historically been used as an incentive mechanism and appeared to offer a more direct alignment between management rewards and share price performance.

Response:

*The Chairman explained that the design of an LTIP involved several considerations, including eligibility, reward levels, the incentive instrument and alignment with the Company's remuneration philosophy. While both performance shares and ESOS were commonly used incentive structures, each had its own advantages and trade-offs. ESOS was primarily driven by share price appreciation, whereas performance shares allow the Company to incorporate other strategic and financial performance measures that support long-term value creation. Performance shares enabled the Board to reward Management for achieving key business objectives that are fundamental drivers of shareholder value, even where short-term share price performance may be influenced by broader market conditions. The Chairman added that market practice had increasingly shifted towards performance share plans, and invited Mr. Shai of WTW to provide further insights.*

*Mr. Shai Ganu, the representative of WTW, explained that performance share plans have become more prevalent in the market as they provide greater alignment with long-term business performance and shareholder interests. Unlike ESOS, which rewards only share price appreciation, performance shares can incorporate measures such as TSR including dividends, as well as strategic and financial performance targets.*

*Mr. Shai added that ESOS arrangements may be more dilutive, as a greater number of options would typically be required to deliver the same incentive value, and may also result in accounting expenses being recognised where options may not deliver reward value. In contrast, the proposed LTIP would only vest upon the achievement of prescribed performance conditions, including TSR hurdles that require both share price appreciation and shareholder returns to be achieved.*

6) Question from Mr. Chan Heng Leong

Under a Share Grant Scheme, Management might still receive substantial value from share grants even if the Company's share price were to decline, and whether this would weaken the incentive for Management to drive stronger share price performance.

Response:

*The Chairman clarified that shares granted under the Proposed LTIP would only vest upon the achievement of prescribed performance targets. If the performance conditions, including Absolute TSR targets, were not achieved, no shares would vest and Management would not receive any LTIP payout. The LTIP was therefore structured to ensure that Management would only be rewarded when shareholders also benefited from improved returns.*

*The Chairman added that if the share price declined significantly, it would be likely that the relevant performance conditions, including Absolute TSR and financial performance targets, are not met and, accordingly, no shares would vest.*

*Datin Norazah Mohamed Razali, Chairman of the Nomination and Remuneration Committee, further clarified that the approval sought at the EGM was for the allocation of shares under the LTIP, whereas actual vesting of those shares would remain conditional upon the achievement of Board-approved performance targets. Accordingly, in the absence of satisfactory performance, no vesting would occur.*

*The Chairman reiterated that shareholders were being asked to approve the Company's ability to allocate shares under the LTIP, while the actual issuance and vesting of such shares would remain subject to the prescribed performance hurdles.*

7) Question from Mr. Mohamed Shahrul bin Mohamed Yudin

Whether the performance targets set under the Proposed LTIP would be reviewed or adjusted during the performance period to facilitate achievement of the scheme.

Response:

*The Chairman responded that the performance hurdles under the Proposed LTIP were established upfront and would not be revised during the performance period. The Company has carefully considered the appropriate performance thresholds at the outset to ensure that these were aligned with the Group’s long-term objectives and were sufficiently robust.*

*The Chairman emphasised that the Company would not "move the goalposts" during the performance cycle. This approach was applied consistently, such that the Company would not lower the hurdles if performance were below targets, nor would it increase the hurdles should Management outperform expectations. This was intended to provide clarity, certainty and fairness in the assessment of performance throughout the performance cycle.*

*The Chairman added that while the Proposed LTIP had a 10-year duration, the first award cycle covered a three-year performance period, with vesting and payouts accruing in years 3, 4 and 5. Accordingly, the performance hurdles and threshold for that award cycle would remain fixed throughout the three-year performance period.*

5.4 **Q&A from the Online Meeting Platform**

5.4.1 The Chairman noted that there were no questions submitted through the online meeting platform and declared the Q&A session closed.

## 6.0 POLL VOTING

6.1 The Chairman reminded the shareholders to cast their votes as the voting session would end in 10 minutes.

*(The Meeting was adjourned for approximately 10 minutes to allow for the voting session)*

6.2 After 10 minutes, the Chairman announced that the voting session for the EGM had concluded and thanked all shareholders for their participation and patience throughout the EGM.

6.3 The Chairman informed the Meeting that the Poll Administrator would compile and hand over the poll results to the Independent Scrutineer for validation.

6.4 The Meeting was adjourned for approximately 15 minutes to facilitate the validation of the poll results.

## 7.0 POLL RESULTS

7.1 The Meeting resumed at 2.32 p.m. and the Chairman invited Ms. Foong Suet Li, representative of the Independent Scrutineer, to present the validated poll results.

7.2 Ms. Foong Suet Li presented the validated poll results as per table below, which were displayed on the screen in the Meeting Venue:

| Resolution | Voted For | | Voted Against | |
|---|---|---|---|---|
| | No. of shares | % | No. of shares | % |
| **Ordinary Resolution 1**<br>- Proposed LTIP | 5,272,267,825 | 93.3326 | 376,632,928 | 6.6674 |
| **Ordinary Resolution 2**<br>- Proposed Allocation | 5,272,208,839 | 93.3318 | 376,681,282 | 6.6682 |

7.3 Ms. Foong Suet Li handed the proceedings back to the Chairman, who thanked her for presenting the poll results.

7.4 The Chairman announced that the following resolutions were passed:

**ORDINARY RESOLUTION 1**

**PROPOSED ESTABLISHMENT OF A LONG-TERM INCENTIVE PLAN COMPRISING SHARE GRANT SCHEME CONSISTING OF PERFORMANCE AND/OR RESTRICTED SHARE GRANTS OF UP TO 5% OF THE TOTAL NUMBER OF ISSUED ORDINARY SHARES IN SIME DARBY PROPERTY BERHAD FOR THE EXECUTIVE DIRECTOR(S) AND EMPLOYEES OF SIME DARBY PROPERTY BERHAD AND ITS SUBSIDIARY COMPANIES (WHICH ARE NOT DORMANT) WHO FULFIL THE ELIGIBILITY CRITERIA AS SET OUT IN THE BY-LAWS OF THE LONG-TERM INCENTIVE PLAN ("PROPOSED LTIP")**

"**THAT** subject to the approvals of all relevant regulatory authorities being obtained (where applicable), and to the extent permitted by law and the Constitution of the Company, the Board of Directors of the Company ("**Board**"), be and is hereby authorised and empowered to:

(a) establish, implement and administer the Proposed LTIP of up to 5% of the total number of issued ordinary shares (excluding treasury shares, if any) of the Company ("**Shares**") at any one time during the duration of the Proposed LTIP for the Executive Director(s) of the Group and employees who hold Senior Management positions and key roles within the Group as selected by the Nomination and Remuneration Committee or such other committee to be established and authorised by the Board to implement and administer the Proposed LTIP in accordance with the provisions of the By-Laws governing the Proposed LTIP ("**By-Laws**") (the "**LTIP Committee**"), at its sole and absolute discretion, who fulfil the eligibility criteria to participate in the Proposed LTIP in accordance with the provisions of the By-Laws (the "**Eligible Persons**");

(b) issue, allot and/or transfer such number of Shares from time to time during the entire duration of the Proposed LTIP to the Eligible Persons who have accepted the award of the Shares ("**LTIP Award(s)**"), as may be required to be issued, allotted and/or transferred to the Eligible Person(s) who have accepted the LTIP Award(s), subject to the terms and conditions of the By-Laws, provided that:

    (i) the total number of such Shares to be issued under the Proposed LTIP shall not in aggregate exceed 5% of the total number of issued Shares at any one time during the duration of the Proposed LTIP;

    (ii) no more than 10% of the new Shares which may be issued under the Proposed LTIP, shall be allocated to any Eligible Person, if such Eligible Person, whether individually or collectively through persons connected to him, hold 20% or more of the issued Shares; and

    (iii) any new Shares to be issued under the Proposed LTIP, shall upon allotment and issuance, rank equally in all respects with the then existing Shares, save and except that the new Shares will not be entitled to any dividends, rights, allotments and/or any other forms of distribution, the entitlement date of which precedes the relevant date of allotment and issuance of the new Shares. The new Shares will be subject to all provisions of the Constitution of the Company and such amendments thereafter, if any; and

(c) add, amend, modify and/or delete all or any part of the terms and conditions as set out in the By-Laws governing the Proposed LTIP from time to time provided that such addition, amendment, modification and/or deletion are effected in accordance with the provisions of the By-Laws, and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Proposed LTIP.

**THAT** the draft By-Laws as set out in Appendix I of the Company's Circular to shareholders dated 26 May 2026 ("**Circular**"), which is in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Listing Requirements**"), be and is hereby approved and shall be adopted on the effective date of implementation of the Proposed LTIP.

**AND THAT** the Board be and is hereby empowered and authorised to take such steps and to do all such acts, deeds and things, and to execute, sign, deliver and cause to be delivered on behalf of the Company, all such agreements, arrangements and documents as the Board may deem fit, necessary, expedient or appropriate in order to implement, finalise and give full effect to the Proposed LTIP and the terms of the By-Laws, with full powers to approve, agree and/or assent to any term, condition, variation, modification and/or amendment in any manner as may be required by the relevant authorities and/or parties or as may be deemed necessary and/or expedient by the Board in the best interests of the Company, and to deal with all matters incidental to, ancillary to and/or relating to the Proposed LTIP."

**ORDINARY RESOLUTION 2**

**PROPOSED ALLOCATION OF A MAXIMUM OF UP TO 8,000,000 NEW SHARES OF SIME DARBY PROPERTY BERHAD TO DATO' SERI AZMIR MERICAN AZMI MERICAN, BEING THE GROUP MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER OF SIME DARBY PROPERTY BERHAD, FOR THE 2026 GRANT UNDER THE PROPOSED LTIP ("PROPOSED ALLOCATION")**

"**THAT** subject to the passing of the Ordinary Resolution 1 and the approvals of the relevant authorities being obtained, approval be and is hereby given to the Board to authorise the LTIP Committee, from time to time under the Proposed LTIP, allocate Dato' Seri Azmir Merican Azmi Merican, being the Group Managing Director and Chief Executive Officer of the Company, LTIP Award(s) of a maximum of up to 8,000,000 new Shares for the 2026 grant, as the Board may deem fit, which shall be subject to the following:

(a) that he shall abstain from all deliberations and/or discussions relating to his own allocation; and

(b) that the allocation shall be subject to the Listing Requirements (where applicable) or any prevailing guidelines issued by Bursa Malaysia Securities Berhad or any other relevant authorities, as amended from time to time, for the purposes as set out in the Circular and subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-Laws.

**AND THAT** the Board is also authorised to issue new Shares pursuant to the vesting of the LTIP Award(s) that may be awarded to him under the Proposed LTIP."

## 8.0 CONCLUSION

8.1 The Chairman informed the Meeting that the results of the poll voting would be announced to Bursa Malaysia on the same day.

8.2 The Chairman thanked all for their participation at the EGM.

8.3 There being no further business, the Meeting concluded at 2.34 p.m. with a vote of thanks to the Chair.

Dated : 23 July 2026