THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

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CIRCULAR TO SHAREHOLDERS

IN RELATION TO

PROPOSED 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 at the forthcoming Annual General Meeting ("AGM") of Hong Leong Capital Berhad ("HLCB") to be held at the Auditorium, Ground Floor, Menara Hong Leong, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur on Tuesday, 27 October 2026 at 2.30 p.m. or at any adjournment thereof. The Notice of AGM and the Form of Proxy are set out in the 2026 Annual Report of HLCB, which is available on HLCB's website at https://www.hlcap.com.my/agm2026.

This Circular is dated 28 September 2026

DEFINITIONS

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

"Act"	:	Companies Act 2016, as amended from time to time and any re-enactment thereof
"AGM"	:	Annual General Meeting
"Board" or "Directors"	:	Board of Directors of HLCB
"Bursa Securities"	:	Bursa Malaysia Securities Berhad
"GCA"	:	GuoLine Capital Assets Limited
"Group Management And/Or Support Services"	:	Include services such as corporate advisory, secretarial and legal, treasury and risk management, internal audit, accounting and tax, share registration, nominees, custodian and executive share option scheme administration, human resources management, training, investment, support on corporate social responsibility initiatives, strategic business planning and any other services as may be agreed between the parties from time to time
"HLB"	:	Hong Leong Bank Berhad, a 64.23% subsidiary of HLFG
"HLB Group"	:	HLB and its subsidiaries
"HLCB" or "Company"	:	Hong Leong Capital Berhad
"HLCB Group"	:	HLCB and its subsidiaries
"HLCM"	:	Hong Leong Company (Malaysia) Berhad, the holding company of HLFG with 51.94% direct interest
"HLFG"	:	Hong Leong Financial Group Berhad, the holding company of HLCB with 70.40% direct interest
"HLFG Group"	:	HLFG and its unlisted subsidiaries (i.e. excluding HLB and HLCB and their respective subsidiaries)
"HLIB"	:	Hong Leong Investment Bank Berhad, a wholly-owned subsidiary of HLCB
"LPD"	:	4 September 2026, being the latest practicable date prior to the printing of this Circular
"Main Market Listing Requirements"	:	Main Market Listing Requirements of Bursa Securities, as amended from time to time
"Proposed Renewal of Shareholders' Mandate"	:	Shareholders' general mandate in relation to recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the HLCB Group as set out in Section 2.3 herein

"RM" and "sen"	:	Ringgit Malaysia and sen respectively
"RRPT"	:	Related party transactions which are recurrent, of a revenue or trading nature and which are necessary for the day-to-day operations
"Securities"	:	Has the same meaning given in Capital Markets and Services Act 2007, as amended from time to time
"Services"	:	Include sale, maintenance and marketing services, fund management services, corporate affairs and public relations services and any other services as may be agreed between the parties from time to time
"Shares"	:	Issued ordinary shares in HLCB

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HongLeong Capital Berhad
Registration No. 199101002695 (213006-U)

Registered Office:
Level 30, Menara Hong Leong
No. 6, Jalan Damanlela
Bukit Damansara
50490 Kuala Lumpur

28 September 2026

DIRECTORS:

Mr Tan Kong Khoon (Chairman; Non-Executive/Non-Independent)
Ms Lee Jim Leng (Non-Executive Director/Non-Independent)
Ms Tai Siew Moi (Non-Executive Director/Independent)
Ms Leong Ket Ti (Non-Executive Director/Independent)
Mr Peter Ho Kok Wai (Non-Executive Director/Independent)
Ms Teh Muy Ch'ng (Non-Executive Director/Independent)

To: The Shareholders of Hong Leong Capital Berhad

Dear Sir/Madam

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

1. INTRODUCTION

At the Company's AGM held on 29 October 2025, the Company obtained mandates from its shareholders for the HLCB Group to enter into RRPT with related parties. The said mandates shall, in accordance with the Main Market Listing Requirements, expire at the conclusion of the forthcoming AGM of the Company to be held on Tuesday, 27 October 2026 at 2.30 p.m. ("Said AGM"), unless they are renewed at the Said AGM.

In connection thereto, on 22 September 2026, the Company announced that your Directors propose to seek your approval for the Proposed Renewal of Shareholders' Mandate at the Said AGM.

The purpose of this Circular is to provide you with details of the Proposed Renewal of Shareholders' Mandate and to seek your approval for the proposed ordinary resolutions pertaining to the Proposed Renewal of Shareholders' Mandate to be tabled at the Said AGM.

The Notice of the Said AGM together with the Form of Proxy are set out in the 2026 Annual Report of HLCB, which is available on HLCB's website at https://www.hlcap.com.my/agm2026.

2. DETAILS OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE

2.1 Provisions under the Main Market Listing Requirements

Paragraph 10.09(2) of the Main Market Listing Requirements provides that a listed issuer may seek a mandate from its shareholders for RRPT of a listed issuer or its subsidiaries subject to, inter-alia, the following:

(a) the transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public;

(b) the shareholder mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholder mandate during the financial year where the aggregate value is equal to or more than the threshold prescribed under paragraph 10.09(1) of the Main Market Listing Requirements;

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

(d) in a meeting to obtain the shareholder mandate, the interested director, interested major shareholder or interested person connected with a director or major shareholder; and where it involves the interest of an interested person connected with a director or major shareholder, such director or major shareholder, must not vote on the resolution in respect of the transactions. An interested director or interested major shareholder must ensure that persons connected with him abstain from voting on the resolution in respect of the transactions; and

(e) the listed issuer immediately announces to Bursa 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 to shareholders by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

Where a listed issuer has procured a shareholder mandate pursuant to the above, the provisions of paragraph 10.08 of the Main Market Listing Requirements will not apply with regard to transactions as detailed in Section 2.3 of this Circular.

As HLIB is a company falling under paragraph 9.20(2)(c) of the Main Market Listing Requirements i.e. a company which carries on the business of dealing in securities and for the time being recognised as a Participating Organisation of Bursa Securities in accordance with the provisions of Part A of Chapter 3 of Bursa Securities' rules, Practice Note No. 12 issued by Bursa Securities allows HLCB to procure a shareholders' mandate for the acquisition or disposal of Securities which is a recurrent transaction, involving the interest of a related party by HLIB.

The Company proposes to seek your mandate for the HLCB Group to enter into RRPT on terms not more favourable to the related parties than those generally available to and/or from the public, where applicable, and are not detrimental to the minority shareholders of HLCB.

The Proposed Renewal of Shareholders' Mandate, if approved at the Said AGM, will take immediate effect upon conclusion of the Said AGM and will continue to be in force until the conclusion of the next AGM of the Company or until the expiration of the period within which the next AGM is required by law to be held (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act), unless revoked or varied by the Company in a general meeting, whichever is earlier.

2.2 Classes of related parties

Shareholders' approval is sought for the Proposed Renewal of Shareholders' Mandate involving RRPT which are carried out by the HLCB Group with any of the following classes of related parties:

(i) HLCM and GCA (major shareholders of HLCB) and persons connected with them (collectively referred to as "Hong Leong Group") including but not limited to those as listed in Appendix II of this Circular; and

(ii) Tower Real Estate Investment Trust ("Tower REIT"). The trustee and manager of Tower REIT are MTrustee Berhad and GLM REIT Management Sdn Bhd ("GLM REIT Management") respectively. GLM REIT Management is a joint venture of GuocoLand (Malaysia) Berhad ("GLM"). As at LPD, GLM Equities Sdn Bhd and Asia Fountain Investment Company Limited (subsidiaries of GCA) and certain subsidiaries of HLCM, namely Hong Leong Assurance Berhad, Associated Land Sendirian Berhad and HLIB have a total of 69.75% in the units of Tower REIT.

The details of shareholdings of HLCM and GCA in HLCB are set out in Section 5 of this Circular.

2.3 Nature of RRPT contemplated

HLCB is principally an investment holding company. The principal activities of HLCB's subsidiaries as set out in Appendix III of this Circular include investment banking, stockbroking business, futures broking and related financial services; nominee and custodian services; investment activities; and unit trust management, fund management including Islamic fund management service and sale of unit trusts.

The Hong Leong Group is also involved in a diverse range of industries including, inter-alia, the following:

- manufacturing, procuring and assembling of motorcycles, scooters, motorcycle engines and related parts and products; distribution of motorcycles and motorcycle components; provision of maintenance and repair services for motorcycles; provision of research and development services for motorcycles;
- distribution, trading and provision of services in marine related products;
- manufacturing and sale of ceramic tiles; provision of research and development services for ceramic tiles;
- provision of information technology related products, solutions and services;
- manufacturing services of semiconductor packaging and testing;
- manufacturing and sale of cement and cement related products;
- provision of management services; property investment;
- commercial banking business and provision of related services which include Islamic banking business, property investment and management, investment holding and nominee services;
- underwriting of life and general insurance businesses; Family Takaful business including investment-linked business;

- property investment and development; provision of project, property and related management services; hotel operations; and

- provision of management and healthcare services.

In view of the diversity of the Hong Leong Group's business, it is envisaged that in the normal course of business of the HLCB Group, transactions in respect of goods and/or services between companies in the HLCB Group and the Hong Leong Group will occur with some degree of frequency from time to time and may arise at any time.

The Group Management And/Or Support Services are part of the shared services of companies within the Hong Leong Group. These shared services are provided in-house in order to align with the Hong Leong Group's corporate objective and management disciplines and to reduce operating cost and improve efficiency such as through economies of scale, better utilisation and allocation of resources, standardisation of processes and operating procedures and information technology. Accordingly, the Board considers it beneficial to enter into transactions in respect of the Group Management And/Or Support Services. The Group Management And/Or Support Services are carried out on commercial terms and on terms not more favourable to the related parties than those generally available to and/or from the public, where applicable, and which will not be, in the Company's opinion, detrimental to the minority shareholders of HLCB.

One of the recommendations under the Financial Sector Masterplan (launched by Bank Negara Malaysia in March 2001) was that financial institutions create one-stop financial centers offering customers a broad range of financial products and services. In line with this, the HLFG Group (including HLCB Group and HLB Group) has embarked on cross-selling of selected financial products and services as part of the cross-selling initiatives of the HLFG Group (including HLCB Group and HLB Group) and the following cross-selling services are carried out:

(i) selected financial products and services of the HLCB Group such as unit trust and share trading services are sold to customers of the HLB Group and the HLFG Group; and

(ii) selected financial products and services of the HLB Group and the HLFG Group such as credit cards, home/car loans, structured products and insurance are sold to customers of the HLCB Group.

Every successful sale completed by the product owner under the cross-selling programme entitles the company, which had rendered the cross-selling service by referring or introducing its customers to the product owner, to receive a payment from the product owner. The cross-selling services are mutually beneficial to the HLCB Group, HLB Group and HLFG Group in that it enlarges the customer base and delivery channels for their respective products and services.

The acquisition and disposal of Securities by HLIB, a Participating Organisation of Bursa Securities, are in the ordinary course of business of HLIB.

Details of RRPT carried out/contemplated shall include, but not limited to those described below:

(A) RRPT with the Hong Leong Group are as follows:

Transaction	Vendor/ Provider	Purchaser/ Recipient	Interested related parties	Estimated aggregate value as disclosed in the Circular to Shareholders dated 30 September 2025 ("Estimated Value") (RM'million)	Actual value transacted (from date of AGM on 29 October 2025 up to the LPD) ("Actual Value") (RM'million)	*Estimated aggregate value during the validity period of the Proposed Renewal of Shareholders' Mandate ("Current Estimated Value") (RM'million)
(a) Receipt of support services which include information technology services and other support services	HLB Group	HLCB Group	Tan Sri Quek Leng Chan, Kwek Leng Beng, Kwek Leng Kee, HLFG, HLCM and GCA	3.00	1.42	3.00
(b) Purchase of goods such as building materials, motorcycles and other products	Hong Leong Group	HLCB Group	Tan Sri Quek Leng Chan, Kwek Leng Beng, Kwek Leng Kee, HLFG, HLCM and GCA	5.00	Nil	5.00
(c) Receipt of Services	Hong Leong Group	HLCB Group	Tan Sri Quek Leng Chan, Kwek Leng Beng, Kwek Leng Kee, HLFG, HLCM and GCA	3.20	Nil	3.20
(d) Rental of properties from the Hong Leong Group such as business premises** and/or meeting rooms and related facilities	Hong Leong Group	HLCB Group	Tan Sri Quek Leng Chan, Kwek Leng Beng, Kwek Leng Kee, HLFG, HLCM and GCA	5.00	2.15	5.00
(e) Receipt of Group Management And/Or Support Services	Hong Leong Group	HLCB Group	Tan Sri Quek Leng Chan, Kwek Leng Beng, Kwek Leng Kee, HLFG, HLCM and GCA	8.00	4.53	8.00
(f) Provision of Services	HLCB Group	Hong Leong Group	Tan Sri Quek Leng Chan, Kwek Leng Beng, Kwek Leng Kee, HLFG, HLCM and GCA	4.00	0.03	4.00

(B) RRPT with Tower REIT are as follows:

Transaction	Vendor/ Provider	Purchaser/ Recipient	Interested related parties	Estimated aggregate value as disclosed in the Circular to Shareholders dated 30 September 2025 ("Estimated Value") (RM'million)	Actual value transacted (from date of AGM on 29 October 2025 up to the LPD) ("Actual Value") (RM'million)	*Estimated aggregate value during the validity period of the Proposed Renewal of Shareholders' Mandate ("Current Estimated Value") (RM'million)
Rental of properties such as the following business premises from Tower REIT: ** (i) Menara HLX, Jalan Kia Peng, Kuala Lumpur (ii) Plaza Zurich, Jalan Gelenggang, Bukit Damansara, Kuala Lumpur	Tower REIT	HLCB Group	Tan Sri Quek Leng Chan, Kwek Leng Beng, Kwek Leng Kee, HLCM and GCA	4.00	1.77	4.00

(C) RRPT for the acquisition and disposal of Securities are as follows:

Transaction	Vendor/ Provider	Purchaser/ Recipient	Interested related parties	Estimated aggregate value as disclosed in the Circular to Shareholders dated 30 September 2025 ("Estimated Value") (RM'million)	Actual value transacted (from date of AGM on 29 October 2025 up to the LPD) ("Actual Value") (RM'million)	*Estimated aggregate value during the validity period of the Proposed Renewal of Shareholders' Mandate ("Current Estimated Value") (RM'million)
(a) Acquisition of Securities through direct business transactions, subscriptions, placements and/or underwriting	Hong Leong Group	HLIB	Tan Sri Quek Leng Chan, Kwek Leng Beng, Kwek Leng Kee, HLFG, HLCM and GCA	50.00	Nil	50.00
(b) Disposal of Securities through direct business transactions and/or placements	HLIB	Hong Leong Group	Tan Sri Quek Leng Chan, Kwek Leng Beng, Kwek Leng Kee, HLFG, HLCM and GCA	50.00	Nil	50.00

Notes:

* *The Current Estimated Value of the transactions is based on the Actual Value transacted and/or management's estimate of the value to be transacted during the validity period of the Proposed Renewal of Shareholders' Mandate. The Current Estimated Value of these transactions may be subject to changes.*

** *The rental of office space is for a tenure of up to three (3) years and payment of rental is on a monthly basis.*

None of the Actual Value of the RRPT as disclosed above has exceeded the Estimated Value by 10% or more.

2.4 Amount due and owing by related parties

As at the financial year ended 30 June 2026, there is no amount due and owing to the HLCB Group by its related parties arising from the RRPT as set out in Sections 2.3(A) to 2.3(C) of this Circular, which exceeded the credit term.

2.5 Methods or procedures on which transaction prices are determined/review procedures for RRPT

To ensure that the RRPT are conducted on commercial terms consistent with the HLCB Group's usual business practices and policies and on transaction prices and terms not more favourable to the related parties than those generally available to and/or from the public, where applicable, and are not, in the Company's opinion, detrimental to the minority shareholders, the following principles will apply:

(i) The purchase of goods and provision or receipt of Services shall be determined based on prevailing rates/prices of the goods or services (including where applicable, preferential rates/prices/discounts accorded to a class or classes of customers or for bulk purchases) according to commercial terms, business practices and policies or otherwise in accordance with other applicable industry norms/considerations.

(ii) The rental of properties shall be at the prevailing market rates for the same or substantially similar properties and shall be on commercial terms.

(iii) The receipt of Group Management And/Or Support Services is based on commercial terms.

(iv) The payment and receipt of cross-selling services is based on commercial terms.

(v) The acquisition or disposal of Securities shall be based on prevailing market prices.

At least two (2) other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as comparison, wherever possible, to determine whether the price and terms offered to/by the related parties are fair and reasonable and comparable to those offered to/by other unrelated third parties for the same or substantially similar type of products/services and/or quantities.

In the event that quotation or comparative pricing from unrelated third parties cannot be obtained, the Board Audit and Risk Management Committee ("BARMC"), in its review of the RRPT may, as it deems fit and whenever available, request for additional information pertaining to the transactions from independent sources or advisers.

To monitor, track and identify the RRPT, the following review procedures have been implemented:

(i) A register is maintained to record all RRPT which are entered into pursuant to the Proposed Renewal of Shareholders' Mandate.

(ii) The BARMC will undertake a quarterly review of RRPT to ensure that such transactions are undertaken on commercial terms and on transaction prices and terms not more favourable to the related parties than those generally available to and/or from the public, where applicable, and are not, in the Company's opinion, detrimental to the minority shareholders and are in the best interest of the HLCB Group.

There are no specific thresholds for approval of RRPT within the HLCB Group. However, all RRPT are subject to the approval of the Heads of the relevant operating companies or such persons to whom they may delegate such power subject always to any HLCB Group's policies that may be issued from time to time.

The BARMC will review the existing procedures and processes, on an annual basis and as and when required, to ensure that the RRPT are at all times carried out on commercial terms consistent with the HLCB's usual business practices and policies.

The BARMC of the Company has seen and reviewed the above procedures and is satisfied that the said procedures are adequate to monitor, track and identify RRPT in a timely and orderly manner and are sufficient to ensure that the RRPT will be carried out on commercial terms consistent with HLCB's usual business practices and policies and on terms not more favourable to the related parties than those generally available to and/or from the public, where applicable, and are not detrimental to the minority shareholders. Any member of the BARMC who is interested in any transaction shall abstain from reviewing and deliberating on such transaction.

2.6 Validity period of the Proposed Renewal of Shareholders' Mandate

The Proposed Renewal of Shareholders' Mandate if approved at the Said AGM, shall take immediate effect upon the conclusion of the Said AGM and shall continue to be in force until:

(i) the conclusion of the next AGM of the Company, at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or

(ii) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(iii) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier.

The Proposed Renewal of Shareholders' Mandate is subject to satisfactory review by the BARMC of the Company of its continued application to RRPT.

2.7 Disclosure

Disclosure will be made in the Company's Annual Report of the breakdown of the aggregate value of the RRPT made during the financial year, types of transactions made, names of the related parties involved and their relationship with the HLCB Group pursuant to the Proposed Renewal of Shareholders' Mandate in accordance with paragraph 10.09(2) and Practice Note No. 12 of the Main Market Listing Requirements.

3. RATIONALE FOR AND BENEFITS OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE

The rationale for and the benefits of the Proposed Renewal of Shareholders' Mandate to the HLCB Group are as follows:

(i) The Proposed Renewal of Shareholders' Mandate will facilitate transactions with related parties which are in the ordinary course of business of the HLCB Group and undertaken on commercial terms, on terms not more favourable to the related parties than those generally available to and/or from the public, where applicable, and are not, in the Company's opinion, detrimental to the minority shareholders of the Company.

(ii) The Proposed Renewal of Shareholders' Mandate will enhance the HLCB Group's ability to pursue business opportunities which are time-sensitive in nature and will eliminate the need for the Company to convene separate general meetings to seek shareholders' approval for each transaction.

(iii) For certain transactions, where it is vital that confidentiality be maintained, it would not be viable to obtain shareholders' prior approval as releasing details of the transaction prematurely may adversely affect and prejudice the HLCB Group's interests and place the HLCB Group at a disadvantage as compared to its competitors who may not require shareholders' approval to be obtained.

(iv) The Proposed Renewal of Shareholders' Mandate will substantially reduce the expenses associated with convening general meetings on an ad hoc basis, improve administrative efficiency considerably and allow resources to be channeled towards attaining other corporate objectives.

(v) In respect of the Group Management And/Or Support Services, the Proposed Renewal of Shareholders' Mandate will enable the HLCB Group to reduce operating cost and to improve efficiency, thereby improving business and administrative efficacy for the HLCB Group.

4. CONDITION OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE

The Proposed Renewal of Shareholders' Mandate is subject to your approval at the Said AGM.

5. DIRECTORS' AND MAJOR SHAREHOLDERS' INTERESTS

HLCM and GCA are major shareholders of HLCB. YBhg Tan Sri Quek Leng Chan is a major shareholder of HLCB, and a Director and major shareholder of HLCM and GCA. Mr Kwek Leng Beng is a major shareholder of HLCB and GCA, and a Director and major shareholder of HLCM. Mr Kwek Leng Kee is a major shareholder of HLCB, HLCM and GCA.

The shareholdings of HLCM, GCA, HLFG, YBhg Tan Sri Quek Leng Chan, Mr Kwek Leng Beng and Mr Kwek Leng Kee in HLCB as at LPD are as follows:

	No. of Shares held			
	Direct	**%**	**Indirect**	**%**
HLCM	-	-	173,805,058	70.40*
GCA	-	-	173,805,058	70.40*
HLFG	173,805,058	70.40	-	-
Tan Sri Quek Leng Chan	-	-	173,805,058	70.40**
Kwek Leng Beng	-	-	173,805,058	70.40**
Kwek Leng Kee	-	-	173,805,058	70.40**

Notes:

* *Held through HLFG*
** *Held through HLCM*

HLCM, GCA, HLFG, YBhg Tan Sri Quek Leng Chan, Mr Kwek Leng Beng and Mr Kwek Leng Kee shall abstain from voting and will ensure that persons connected with them will also abstain from voting, in respect of their direct and/or indirect interests, on the proposed ordinary resolutions pertaining to the Proposed Renewal of Shareholders' Mandate at the Said AGM.

Save as disclosed above, none of the other Directors and major shareholders or persons connected with the Directors or major shareholders as defined in the Main Market Listing Requirements, has any interest, direct or indirect, in the relevant resolutions pertaining to the Proposed Renewal of Shareholders' Mandate.

6. DIRECTORS' RECOMMENDATION

Your Board having taken into consideration all aspects of the Proposed Renewal of Shareholders' Mandate, is of the opinion that the Proposed Renewal of Shareholders' Mandate is in the best interest of the HLCB Group and accordingly, your Board recommends that you vote in favour of the proposed ordinary resolutions relating to the Proposed Renewal of Shareholders' Mandate to be tabled at the Said AGM.

7. RESOLUTIONS ON THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE AND AGM

The proposed ordinary resolutions on the Proposed Renewal of Shareholders' Mandate will be tabled at the Said AGM to be held at the Auditorium, Ground Floor, Menara Hong Leong, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur on Tuesday, 27 October 2026 at 2.30 p.m. or at any adjournment thereof. The said resolutions are set out in the 2026 Annual Report of HLCB.

The Notice of the Said AGM and the Form of Proxy are set out in the 2026 Annual Report of HLCB, which is available on HLCB's website at https://www.hlcap.com.my/agm2026.

If you are unable to attend the Said AGM and wish to appoint other person(s) to be your proxy, please complete the Form of Proxy. The Form of Proxy must be deposited at the Registered Office of HLCB at Level 30, Menara Hong Leong, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur or lodged electronically via email at cosec-hlfg@hongleong.com.my, not less than forty-eight (48) hours before the time appointed for holding of the Said AGM or at any adjournment thereof.

The completion and deposit of the Form of Proxy will not preclude you from attending and voting at the Said AGM should you wish to do so. The Form of Proxy should be completed strictly in accordance with the instructions contained therein.

8. FURTHER INFORMATION

Shareholders are requested to refer to the attached Appendix IV of this Circular for further information.

Yours faithfully
For and on behalf of the Board

PETER HO KOK WAI
Independent Non-Executive Director

DEFINITIONS PURSUANT TO THE MAIN MARKET LISTING REQUIREMENTS

"related party(ies)"	(a) in relation to a corporation, means a director, major shareholder or person connected with such director or major shareholder; (b) in relation to a business trust, means the trustee-manager, a director or major shareholder of the trustee-manager, a major unit holder of the business trust or person connected with any of the aforesaid persons; (c) in relation to a closed-end fund, means the Managers, a director or major shareholder of the Managers or the closed-end fund, or person connected with any of the aforesaid persons; or (d) in relation to a real estate investment trust ("REIT"), means the management company, the trustee, a director or major shareholder of the management company, major unit holder of the REIT, or person connected with any of the aforesaid persons. For the purpose of this definition, "director", "major shareholder" and "major unit holder" have the meanings given in paragraph 10.02 of the Main Market Listing Requirements and "Managers" has the meaning given in paragraph 1.01 of the Main Market Listing Requirements.
"director"	has the meaning given in Section 2(1) of the Capital Markets and Services Act 2007 and includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon: (a) a director of the listed issuer, its subsidiary or holding company; (b) a chief executive of the listed issuer, its subsidiary or holding company; (c) in relation to a special purpose acquisition company ("SPAC"), a member of the SPAC's management team; (d) in relation to a business trust, a director or chief executive of the trustee-manager, its subsidiary or holding company; (e) in relation to a closed-end fund, in addition to a director or chief executive of the closed-end fund, a director or chief executive of the Managers, its subsidiary or holding company; and (f) in relation to a REIT, a director or chief executive of the management company.

"major shareholder"	includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a person who has an interest or interests in one or more voting shares in a corporation and the number or aggregate number of those shares, is: (a) 10% or more of the total number of voting shares in the corporation; or (b) 5% or more of the total number of voting shares in the corporation where such person is the largest shareholder of the corporation. (For the purpose of this definition, "interest" shall have the meaning of "interest in shares" given in Section 8 of the Act).
"person connected"	in relation to any person (referred to as "said Person") means such person who falls under any one of the following categories: (a) a family member of the said Person; (b) 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; (c) a partner of the said Person; (d) a person, or where the 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; (e) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes the said Person is accustomed or is under an obligation, whether formal or informal, to act; (f) 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 (g) a body corporate which is a related corporation of the said Person.

PERSONS CONNECTED WITH HLCM AND GCA AS AT 1 SEPTEMBER 2026

(1) Persons Connected With HLCM

Company	Interest of HLCM as at 01.09.2026 (%)	Nature of business
1. HL Management Co Sdn Bhd and its subsidiaries and/or its related corporations	100.00	Provision of management services; and investment holding
2. Hong Leong Share Registration Services Sdn Bhd	100.00	Provision of share registration services
3. Hong Leong Manufacturing Group Sdn Bhd and its unlisted subsidiaries and associated corporations	100.00	Investment holding; provision of management services; and property investment
4. Hong Leong Financial Group Berhad and its unlisted subsidiaries and associated corporations	51.94	Investment holding; provision of services to its subsidiaries to enhance group value; underwriting of life and general insurance businesses; and Family Takaful business including investment-linked business
5. Hong Leong Bank Berhad and its subsidiaries and associated corporations	64.37	Commercial banking business and provision of related services which include Islamic banking business, property investment and management, investment holding and nominee services
6. Hong Leong Industries Berhad and its subsidiaries and associated corporations	75.17	Investment holding; manufacturing, procuring and assembling of motorcycles, scooters, motorcycle engines and related parts and products; distribution of motorcycles and motorcycle components; provision of maintenance and repair services for motorcycles; distribution, trading and provision of services in marine related products; manufacturing and sale of ceramic tiles; provision of research and development services for motorcycles and ceramic tiles; and provision of information technology related products, solutions and services

(1) Persons Connected With HLCM (Cont'd)

Company	Interest of HLCM as at 01.09.2026 (%)	Nature of business
7. Malaysian Pacific Industries Berhad and its subsidiaries and associated corporations	57.68	Investment holding; and manufacturing services of semiconductor packaging and testing
8. Hume Cement Industries Berhad and its subsidiaries and associated corporations	72.78	Investment holding; and manufacturing and sale of cement and cement related products
9. BIB Insurance Brokers Sdn Bhd and its subsidiaries	30.00	Investment holding; insurance brokers and consultants; commission agents; and rent-a-captive insurance business
10. Asia OneHealthcare Ltd (now known as HLT Healthcare Holdings Singapore Ltd) and its subsidiaries	29.30	Investment holding; operating hospitals; and provision of healthcare related activities
11. IMU Health Sdn Bhd and its subsidiaries	38.66	Investment holding; provision of management and healthcare services; managing educational institutions, colleges, schools and other centres of learning, research and education; and provision of educational programs and training courses for healthcare and related fields
12. Southern Steel Berhad and its subsidiaries	27.80	Investment holding; and manufacturing, sale and trading in billets, steel bars, wire rods, pre-stressed concrete strands, bars and wires, steel pipes, steel wires and other related products

(2) Persons Connected With GCA

Company	Interest of GCA as at 01.09.2026 (%)	Nature of business
1. GuoLine Group Management Company Pte Ltd	100.00	Provision of management services
2. GuoLine Intellectual Property Limited (formerly known as GuoLine Intellectual Assets Limited)	100.00	Intellectual properties holding company
3. Gaia Investment Partners Sdn Bhd	100.00	Provision of investment advisory services
4. Hong Leong Financial Group Berhad and its unlisted subsidiaries and associated corporations	25.37	Investment holding; provision of services to its subsidiaries to enhance group value; underwriting of life and general insurance businesses; and Family Takaful business including investment-linked business
5. Hong Leong Bank Berhad and its subsidiaries and associated corporations	64.50	Commercial banking business and provision of related services which include Islamic banking business, property investment and management, investment holding and nominee services
6. GuocoLand (Malaysia) Berhad and its subsidiaries and associated corporations	100.00	Investment holding; property development; property investment; hotel operations; trading in securities; provision of management and property-related services; and operation of oil palm estates
7. Guoco Group Limited and its non-Malaysian subsidiaries and associated corporations	71.88	Investment holding and management; principal investment; property development and investment; hospitality and leisure business; banking and insurance as well as production and distribution of honey and related products
8. Lam Soon (Hong Kong) Limited and its subsidiaries and associated corporations	57.53	Investment holding; importing, processing and trading of flour products; manufacturing, processing and trading of edible oils and specialty fats products and processing and trading of home care products

ACTIVITIES OF THE HLCB GROUP AS AT LPD

Name of Company	Effective % held	Principal Activities
Subsidiaries		
Hong Leong Investment Bank Berhad and its subsidiaries:	100.00	Investment banking, stockbroking business, futures broking and related financial services
HLIB Nominees (Tempatan) Sdn Bhd	100.00	Nominee and custodian services for Malaysian clients
HLIB Nominees (Asing) Sdn Bhd	100.00	Nominee and custodian services for foreign clients
HLCB Assets Sdn Bhd	100.00	Investment activities
Hong Leong Asset Management Bhd and its subsidiary:	100.00	Unit trust management, fund management and sale of unit trusts
Hong Leong Islamic Asset Management Sdn Bhd	100.00	Islamic fund management service

FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular had been seen and approved by the Directors of HLCB who collectively and individually accept full responsibility for the accuracy of the information given and confirm that, having made all reasonable enquiries and to the best of their knowledge and belief, there are no other material facts, the omission of which would make any statement herein misleading.

2. MATERIAL LITIGATION, CLAIMS AND ARBITRATION

As at the LPD, HLCB Group is not engaged in any material litigation, claims or arbitration either as plaintiff or defendant and the Directors are not aware of any proceeding pending or threatened against the HLCB Group or any other facts likely to give rise to any proceeding which might materially and adversely affect the business and financial position of the HLCB Group.

3. MATERIAL CONTRACTS

There are no contracts which are material (not being contracts entered into in the ordinary course of business) which have been entered into by the HLCB Group within the two (2) years immediately preceding the date of this Circular.

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Registered Office of HLCB at Level 30, Menara Hong Leong, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur during normal office hours from Mondays to Fridays (except public holidays) from the date of this Circular to the date of the Said AGM:

(i) Constitution of HLCB; and

(ii) audited consolidated financial statements of HLCB for the past two (2) financial years ended 30 June 2025 and 30 June 2026.