

## OCEAN FRESH BERHAD

### LIST OF PROPERTIES

AS AT 31 DECEMBER 2024

Registered Owner	Location	Tenure	Description and Existing Use	Land Area / Build up Area (sq.m.)	Approximate Age of Building (Year)	NBV as at 31.12.2024 (RM'000)	Year of Acquisition
Ocean Fresh Seafood Products Sdn. Bhd.	<p><u>Title</u> GM 4240, Lot 19869, Mukim Kuala Kuantan, Daerah Kuantan, Negeri Pahang.</p> <p><u>Postal address</u> Lot 19869, Kampung Baru Peramu, 26060 Kuantan, Pahang Darul Makmur.</p>	Freehold	<p>Description Individually constructed factory comprising:-</p> <ul style="list-style-type: none"> <li>• single storey detached factory with mezzanine office ; (Factory A)</li> <li>• single storey detached factory with mezzanine office ; (Factory B)</li> <li>• a canteen, lab, store, toilet and changing room; and</li> </ul> <p>Existing use Processing facility including cold rooms and management office</p>	<p>Land area 7,638m<sup>2</sup></p> <p>Build-up area Factory A 2,038.29m<sup>2</sup></p> <p>Factory B 3,402.11m<sup>2</sup> a canteen, lab, store, Toilet and Changing room 139.35m<sup>2</sup></p> <p>Guardhouse 5.95m<sup>2</sup></p>	<p>Factory A 22 years</p> <p>Factory B 12 years</p>	<p>Land 993</p> <p>Factory A 2,309</p> <p>Factory B 2,838</p>	<p>Land 2002</p> <p>Factory A 2002</p> <p>Factory B 2012</p>

## ANALYSIS OF SHAREHOLDINGS

AS AT 14 APRIL 2025

Class of Equity Securities	:	Ordinary Shares ("Shares")
Total number of issued Shares	:	210,146,000 Shares
Voting rights by show of hand	:	One vote for every member
Voting rights by poll	:	One vote for every Share held

### DISTRIBUTION SCHEDULE OF SHAREHOLDINGS

Size of Holdings	No. of Holders	%	No. of Shares	%
Less than 100 Shares	3	0.14	8	0.00
100 - 1,000 Shares	310	14.03	163,800	0.08
1,001 - 10,000 Shares	1,052	47.62	6,003,192	2.85
10,001 - 100,000 Shares	716	32.41	25,526,500	12.15
100,001 - less than 5% of issued Shares	123	5.57	52,093,200	24.79
5% and above of issued Shares	5	0.23	126,359,300	60.13
<b>Total</b>	<b>2,209</b>	<b>100.00</b>	<b>210,146,000</b>	<b>100.00</b>

### DIRECTORS' SHAREHOLDINGS

*(As per the Register of Directors' Shareholdings)*

Name of Directors	Direct Interest		Indirect Interest	
	No. of Shares	%	No. of Shares	%
Law Chee Kheong	9,574,700	4.56	13,884,000 <sup>(1)</sup>	6.61
Siang Hai Yong	12,294,000	5.85	16,729,000 <sup>(1)(2)</sup>	7.96
Teo Chee Han	200,000	0.10	-	-
Kee Wan Chum	200,000	0.10	13,884,000 <sup>(1)</sup>	6.61
Dato' Sri Chia Hooi Huak	13,692,000	6.51	-	-
Chan Kee Eng	-	-	-	-
Syed Razif Al-Idid bin Syed Sidi Al-Idid	50,000	0.02	-	-
Ng Lai Hock	-	-	-	-
Yap Lee Teng	-	-	-	-
Go Sin Sin	-	-	-	-

**Notes:**

<sup>(1)</sup> Deemed interested by virtue of the Shares held by his/her shareholdings in Sierra Mode Sdn Bhd pursuant to Section 8 of the Companies Act 2016 ("the Act").

<sup>(2)</sup> Deemed interested by virtue of the Shares held by his spouse.

## ANALYSIS OF SHAREHOLDINGS

AS AT 14 APRIL 2025

### SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS

*(As per the Register of Substantial Shareholders)*

Name of Substantial Shareholders	Direct Interest		Indirect Interest	
	No. of Shares	%	No. of Shares	%
Siang Hai Yong	12,294,000	5.85	16,729,000 <sup>(1)(2)</sup>	7.96
Kee Wan Chum	200,000	0.10	13,884,000 <sup>(1)</sup>	6.61
Treasure Gain Sdn Bhd	51,840,300	24.67	-	-
Untung Besar Sdn Bhd	34,649,000	16.49	-	-
Sierra Mode Sdn Bhd	13,884,000	6.61	-	-
Dato' Sri Chia Hooi Huak	13,692,000	6.51	-	-
Law Chee Kheong	9,574,700	4.55	13,884,000 <sup>(1)</sup>	6.61
Darmanto	-	-	51,840,300 <sup>(3)</sup>	24.67
Tan Eng Aun	-	-	34,649,000 <sup>(4)</sup>	16.49
Lee Siok Ming	-	-	34,649,000 <sup>(4)</sup>	16.49

**Notes:**

<sup>(1)</sup> Deemed interested by virtue of the Shares held by his/her shareholdings in Sierra Mode Sdn Bhd pursuant to Section 8 of the Act.

<sup>(2)</sup> Deemed interested by virtue of the Shares held by his spouse.

<sup>(3)</sup> Deemed interested by virtue of the Shares held by his shareholdings in Treasure Gain Sdn Bhd pursuant to Section 8 of the Act.

<sup>(4)</sup> Deemed interested by virtue of the Shares held by his shareholdings in Untung Besar Sdn Bhd pursuant to Section 8 of the Act.

## ANALYSIS OF SHAREHOLDINGS

AS AT 14 APRIL 2025

### 30 LARGEST SECURITIES ACCOUNT HOLDERS

*(without aggregating the securities from different securities accounts belonging to the same registered holder)*

No.	Name	No. of Shares held	%
1.	Treasure Gain Sdn. Bhd.	51,840,300	24.67
2.	Untung Besar Sdn. Bhd.	34,649,000	16.49
3.	Sierra Mode Sdn. Bhd.	13,884,000	6.61
4.	Chia Hooi Huak	13,692,000	6.51
5.	Siang Hai Yong	12,294,000	5.85
6.	Law Chee Kheong	9,574,700	4.56
7.	Chia Siew Lee	2,845,000	1.35
8.	Amanahraya Trustees Berhad - PMB Dana Bestari	2,500,000	1.19
9.	Wong Sing Hong	1,520,700	0.72
10.	Affin Hwang Nominees (Tempatan) Sdn. Bhd. - Pledged Securities Account for Er Ka Yong	1,300,000	0.62
11.	Charley Wong	1,123,000	0.53
12.	Affin Hwang Nominees (Tempatan) Sdn. Bhd. - Pledged Securities Account for Leong Kim Fong	988,200	0.47
13.	HLB Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Heng Chang Hooi	950,000	0.45
14.	Lee Choon Teng	940,700	0.45
15.	Tang Kai Khong	938,600	0.45
16.	Maybank Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Teh Boon Chiew	913,000	0.43
17.	Tee Kian Heng	727,500	0.35
18.	Lee Hai Guan	702,000	0.33
19.	Maybank Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Syed Mudzaffar Bin Syed Zainul Abidin	677,200	0.32
20.	Cimsec Nominees (Tempatan) Sdn Bhd - CIMB for Song Teik Sun (PB)	650,000	0.31
21.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. - Pledged Securities Account for Yan Hock Chuan (Empire Gallery-CL)	620,000	0.30
22.	Affin Hwang Nominees (Tempatan) Sdn. Bhd. - Pledged Securities Account for Toh Eng Keat (M04)	619,100	0.29

## ANALYSIS OF SHAREHOLDINGS

AS AT 14 APRIL 2025

<b>No.</b>	<b>Name</b>	<b>No. of Shares held</b>	<b>%</b>
23.	Lin Wenna	600,000	0.29
24.	Mohammad Faqrullah Bin Mohammad Riazzuddin	600,000	0.29
25.	Ngeu Sze En	584,000	0.28
26.	Koh Miau Chu	520,000	0.25
27.	Kee Siok Moy	500,000	0.24
28.	Ng Ah Bah @ Ng See Kai	500,000	0.24
29.	Tan Chaw Foo	500,000	0.24
30.	Teoh Seak Pooh	500,000	0.24



**OCEAN FRESH BERHAD**

**Registration No. 202301019041 (1512963-A)**

(Incorporated in Malaysia)

**NOTICE IS HEREBY GIVEN** that the Second Annual General Meeting (“2<sup>nd</sup> AGM”) of OCEAN FRESH BERHAD (“OFB” or “the Company”) will be held at Meeting Room GDM 5 & 6, Mezzanine Floor, Grand DarulMakmur Hotel Kuantan, Lot 5 & 10, Lorong Gambut Off Jalan Beserah, 25300 Kuantan, Pahang Darul Makmur, Malaysia on Thursday, 12 June 2025 at 2:00 p.m. or at any adjournment thereof, to transact the following businesses:

**A G E N D A**

**AS ORDINARY BUSINESS:**

1. To receive the Audited Financial Statements for the financial year ended 31 December 2024 together with the Reports of the Directors and Auditors thereon. **(Please refer to Explanatory Note 1)**
  2. To approve the payment of Directors’ fees and benefits of RM120,000.00 for the financial year ended 31 December 2024. **Ordinary Resolution 1 (Please refer to Explanatory Note 2)**
  3. To approve the payment of Directors’ fees and benefits up to an aggregate amount of RM550,000.00 payable to the Non-Executive Directors for the period from 1 January 2025 until the conclusion of the next Annual General Meeting of the Company to be held in 2026, to be paid monthly in arrears after each month of completed service of the Directors. **Ordinary Resolution 2 (Please refer to Explanatory Note 2)**
  4. To re-elect the following Directors who retire by rotation pursuant to Clause 112 of the Company’s Constitution and being eligible, have offered themselves for re-election:
    - (i) Mr Siang Hai Yong
    - (ii) Mr Teo Chee Han**Ordinary Resolution 3  
Ordinary Resolution 4  
(Please refer to Explanatory Note 3)**
- Mr Law Chee Kheong, who also retires by rotation pursuant to Clause 112 of the Company’s Constitution, has expressed his intention not to seek for re-election at the 2<sup>nd</sup> AGM. Hence, he will retain office until the conclusion of the 2<sup>nd</sup> AGM.*
5. To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. **Ordinary Resolution 5**

## AS SPECIAL BUSINESS:

To consider and if thought fit, pass with or without any modifications, the following resolutions:

### 6. PROPOSED AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 (“PROPOSED AUTHORITY”)

*Ordinary Resolution 6  
(Please refer to  
Explanatory Note 4)*

“THAT subject always to the Constitution of the Company, the Companies Act 2016 (“Act”), the ACE Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approvals of the relevant governmental/regulatory authorities, where required, the Directors of the Company, be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company to such persons, at any time, and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten percent (10%) of the total number of issued shares of the Company (excluding treasury shares) at any point of time AND THAT the Directors be and also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting (“AGM”) of the Company held next after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier.”

### 7. PROPOSED SHAREHOLDERS’ RATIFICATION AND PROPOSED NEW SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE AND/OR TRADING NATURE (“PROPOSED SHAREHOLDERS’ MANDATE”)

*Ordinary Resolution  
7  
(Please refer to  
Explanatory Note 5)*

“THAT authority be and is hereby given in line with Rule 10.09 of the Listing Requirements of Bursa Securities for the Company and/or its subsidiaries to enter into any of the transactions falling within the types of the Recurrent Related Party Transactions, particulars of which are set out in Section 2.4 of the Circular to Shareholders dated 30 April 2025, provided that such transactions are of revenue or trading nature, which are necessary for the day-to-day operations of the Company and/or its subsidiaries within the ordinary course of business of the Company and/or its subsidiaries, made on an arm’s length basis and on normal commercial terms which are generally available to the public and are not detrimental to the minority shareholders of the Company.

THAT such authority shall commence immediately upon passing of this Resolution and continue to be in force until:

- (i) the conclusion of the next AGM, unless the authority is renewed by a resolution passed at the next AGM; or
- (ii) the expiration of the period within which the next AGM after the date it is required to be held pursuant to Section 340(2) of the Act (but

- will not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,

whichever is the earlier.

AND THAT all Recurrent Related Party Transactions entered into by the Related Parties prior to this Resolution particulars which are set out in the Circular to Shareholders dated 30 April 2025 be and are hereby approved, confirmed and ratified;

AND FURTHER THAT the Board of Directors be and is hereby authorised to do all acts, deeds and things as may be deemed fit, necessary, expedient and/or appropriate in order to implement the Proposed Shareholders' Mandate with full power to assent to all or any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities or otherwise and to deal with all matters relating thereto and to take all such steps and to execute, sign and deliver for and on behalf of the Company all such documents, agreements, arrangements and/or undertakings, with any party or parties and to carry out any other matters as may be required to implement, finalise and complete, and give full effect to the Proposed Shareholders' Mandate in the best interest of the Company."

8. To transact any other business of which due notice shall have been given in accordance with the Act.

By order of the Board

**KHOO MING SIANG (MAICSA 7034037)**  
**(SSM Practising Cert. No.: 202208000150)**  
Company Secretary

Petaling Jaya, Selangor Darul Ehsan  
30 April 2025

**Notes:**

- (a) A member who is entitled to attend, participate, speak and vote at the Meeting shall be entitled to appoint more than two (2) proxies to attend, participate, speak and vote at the Meeting in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
- (b) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 77(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 5 June 2025. Only members whose names appear in the General Meeting Record of Depositors as at 5 June 2025 shall be regarded as members and entitled to attend, participate, speak and vote at the Meeting.
- (c) A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting. However, if

the appointer or representative attend and vote on a resolution, the proxy or attorney must not vote.

- (d) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
- (e) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (f) Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple Beneficial Owners in one (1) securities account (“omnibus account”), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- (g) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised in writing.
- (h) Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- (i) Last date and time for lodging the proxy form is Tuesday, 10 June 2025 at 2.00 p.m.
- (j) To be valid, the instrument appointing a proxy must be deposited at the office of the Share Registrar of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the Meeting or at any adjournment thereof at which the person named in the appointment proposes to vote.
- (k) Pursuant to Rule 8.31A(1) of the Listing Requirements of Bursa Securities, all the resolutions set out in this Notice of the Meeting will be put to vote by poll.

## EXPLANATORY NOTES TO ORDINARY BUSINESS AND SPECIAL BUSINESS

### 1. **Agenda 1 – Audited Financial Statements for the financial year ended 31 December 2024**

The Audited Financial Statements for the financial year ended 31 December 2024 are laid in accordance with Section 340(1) of the Act for discussion only. They do not require a formal approval of the shareholders and hence, will not be put forward for voting.

### 2. **Ordinary Resolutions 1 and 2 – Directors’ Fees and Benefits**

Pursuant to Section 230(1) of the Act, the directors’ fees and any benefits payable to the directors of a listed company and its subsidiaries shall be approved by the shareholders at a general meeting.

The current structure of Directors' fees has been reviewed by the Remuneration Committee. The Board has endorsed the Remuneration Committee's recommendation to seek for the shareholders' approval for the payment of Non-Executive Directors' fees and benefits as follows:

- (i) RM120,000.00 for the financial year ended 31 December 2024 under Ordinary Resolution 1; and
- (ii) Up to an aggregate amount of RM550,000.00 for the period from 1 January 2025 up to the next AGM of the Company to be held in year 2026 under Ordinary Resolution 2.

The proposed Directors' fees and benefits are calculated based on the current Board size. In the event the proposed amount is insufficient due to enlarged Board size, approval will be sought at the next AGM for the shortfall.

The Ordinary Resolution 2, if passed, will allow the Company to make the payment to the Non-Executive Directors ("NEDs") on a monthly basis. The Board is of the view that it is just and equitable for the NEDs to be paid such payment on a monthly basis after they have discharged their responsibilities and rendered their services to the Company.

### **3. Ordinary Resolutions 3 and 4 – Re-election of Retiring Directors**

Clause 112 of the Company's Constitution provides that one-third (1/3) of the Directors of the Company for the time being or if their number is not a multiple of three, then the number nearest to one-third (1/3) shall retire by rotation at each AGM of the Company and be eligible for re-election provided always that all Directors shall retire from office at least once every three (3) years but shall be eligible for re-election.

Mr. Siang Hai Yong and Mr Teo Chee Han ("Retiring Directors") are due for retirement by rotation and they have offered themselves for re-election at the 2<sup>nd</sup> AGM.

The Board has endorsed the Nomination Committee's recommendation to seek for the shareholders' approval to re-elect the Retiring Directors as they possess the required skill sets to facilitate and contribute to the Board's effectiveness and value. The Retiring Directors have abstained from deliberations and decisions on their own eligibility to stand for re-election at the Board meetings and they will continue to abstain from deliberations and decisions on their own eligibility to stand for re-election at the 2<sup>nd</sup> AGM of the Company.

Mr. Law Chee Kheong who is subject to retirement by rotation pursuant to Clause 112 of the Constitution of the Company had indicated that he will not be seeking re-election and shall be retiring as Director at the conclusion of the 2<sup>nd</sup> AGM.

The details and profiles of the Retiring Directors are provided in the Directors' Profile of the Company's 2024 Annual Report.

### **4. Ordinary Resolution 6 – Proposed Authority to allot and issue shares pursuant to Sections 75 and 76 of the Act**

The Ordinary Resolution 6, is to seek a general mandate for issuance and allotment of shares to empower the Directors of the Company pursuant to Sections 75 and 76 of the Act. This Ordinary Resolution, if passed, is to empower the Directors to allot and issue shares in the Company up to an amount not exceeding in total ten per centum (10%) of the total number of issued shares of the Company (other than bonus or rights issue) for such purposes as the Directors consider would be in the interest of the Company. This would avoid any delay and cost involved in convening a general meeting to approve the issuance and allotment of such shares. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.

The General Mandate will provide flexibility and expediency to the Company for any possible fund-raising activities including but not limited to further placing of shares, to facilitate business expansion or strategic merger and acquisition opportunities involving equity deals or part equity or to fund future investment project(s) or to finance the day-to-day operational expenses, working capital requirements, repayment of borrowings or debt settlement/repayment.

At this juncture, there is no decision to issue new shares. If there should be a decision to issue new shares after the general mandate is obtained, the Company will make an announcement in respect thereof.

## **5. Ordinary Resolution 7 – Proposed Ratification and New Mandate for RRPT**

The Ordinary Resolution 7, if passed, will ratify recurrent related party transactions (“RRPTs”) detailed in Section 2.4 of the Circular to Shareholders dated 30 April 2025 that were entered into by the Company and its subsidiaries (“Group”) during the specified ratification period. Furthermore, it will empower the Group to continue entering into such transactions, which are necessary for the Group’s day-to-day operations and on normal commercial terms not more favourable to the related parties than those generally available to the public, and are not to the detriment of the minority Shareholders of the Company. The approval of the Proposed RRPT Mandate would eliminate the need for separate general meetings for each RRPT entered into which is more cost effective and timing efficient for the Company. The authority granted under Ordinary Resolution 7, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM.

Please refer to the Circular to Shareholders dated 30 April 2025 for further information.

### *Personal data privacy:*

*By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “Purposes”), (ii) warrants that where the member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.*



**OCEAN FRESH BERHAD**  
**Registration No. 202301019041 (1512963-A)**  
(Incorporated in Malaysia)

**PROXY FORM**

(Before completing this form please refer to the notes below)

<b>No. of shares held</b>	:	
<b>CDS Account No.</b>	:	

I/We \* \_\_\_\_\_ NRIC/Passport/Registration No.\* \_\_\_\_\_  
(Full name in block)

of \_\_\_\_\_  
(Address)

with email address \_\_\_\_\_ mobile phone no. \_\_\_\_\_

being a member/members\* of **OCEAN FRESH BERHAD** (“OFB” or “the Company”) hereby appoint(s):

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email Address			
Mobile Phone No.			

and/or

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email Address			
Mobile Phone No.			

or failing him/her\* the Chairperson of the Meeting as my/our\* proxy to vote for me/us\* on my/our\* behalf at the Second Annual General Meeting of the Company (“2<sup>nd</sup> AGM” or “the Meeting”) to be held at Meeting Room GDM 5 & 6, Mezzanine Floor , Grand DarulMakmur Hotel Kuantan, Lot 5 & 10, Lorong Gambut Off Jalan Beserah, 25300 Kuantan, Pahang Darul Makmur, Malaysia on Thursday, 12 June 2025 at 2:00 p.m. or at any adjournment thereof.

Please indicate with an “X” in the appropriate spaces how you wish your votes to be cast. If no specific direction as to vote is given, the Proxy will vote or abstain from voting at his/her\* discretion.

No.	Ordinary Resolutions	For	Against
1.	To approve the payment of Directors’ fees and benefits of RM120,000.00 for the financial year ended 31 December 2024.		
2.	To approve the payment of Directors’ fees and benefits up to an aggregate amount of RM550,000.00 payable to the Non-Executive Directors for the period from 1 January 2025 until the conclusion of the next Annual General Meeting of the Company to be held in 2026, to be paid monthly in arrears after each month of completed service of the Directors.		
3.	To re-elect Mr. Siang Hai Yong as a Director of the Company.		
4.	To re-elect Mr. Teo Chee Han as a Director of the Company.		
5.	To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.		
6.	To approve the authority for Directors to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016.		

7.	To approve the Proposed Shareholders' Ratification and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions.		
----	---	--	--

\* *delete whichever not applicable*

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025

\_\_\_\_\_  
Signature of Member(s) / Common Seal

Notes:

- (a) A member who is entitled to attend, participate, speak and vote at the Meeting shall be entitled to appoint more than two (2) proxies to attend, participate, speak and vote at the Meeting in his/her stead. Where a member appoints more than one (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy, failing which the appointment shall be invalid
- (b) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 63(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 5 June 2025. Only members whose names appear in the General Meeting Record of Depositors as at 5 June 2025 shall be regarded as members and entitled to attend, participate, speak and vote at the Meeting.
- (c) A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member to speak at the Meeting. However, if the appointer or representative attend and vote on a resolution, the proxy or attorney must not vote.
- (d) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
- (e) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (f) Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple Beneficial Owners in one (1) securities account ("omnibus account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
- (g) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised in writing.
- (h) Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
- (i) Last date and time for lodging the proxy form is Tuesday, 10 June 2025 at 2.00 p.m.
- (j) To be valid, the instrument appointing a proxy must be deposited at the office of the Share Registrar of the Company at Level 7, Menara Milenium, Jalan Damansara, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the Meeting or at any adjournment thereof at which the person named in the appointment proposes to vote.
- (k) Pursuant to Rule 8.31A(1) of the Listing Requirements of Bursa Securities, all the resolutions set out in this Notice of the Meeting will be put to vote by poll.

*Personal data privacy:*

By submitting an instrument appointing proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of 2<sup>nd</sup> AGM dated 30 April 2025.

*Fold this flap for sealing*

---

Fold here

---

AFFIX  
STAMP

The Share Registrar of  
**OCEAN FRESH BERHAD**

**Securities Services (Holdings) Sdn. Bhd.**  
Level 7, Menara Milenium  
Jalan Damanlela  
Pusat Bandar Damansara  
Damansara Heights  
50490 Kuala Lumpur  
Malaysia

Fold here

---