



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**”) of YTL Power International Berhad (“**YTL Power**” or the “**Company**”) will be held at Mayang Sari Grand Ballroom, Lower Level 3, JW Marriott Hotel Kuala Lumpur, 183, Jalan Bukit Bintang, 55100 Kuala Lumpur on Monday, 28 April 2025 at 10.30 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing the following ordinary resolution, with or without modification:

ORDINARY RESOLUTION

PROPOSED BONUS ISSUE OF UP TO 1,674,134,461 WARRANTS IN THE COMPANY (“WARRANTS”) ON THE BASIS OF 1 WARRANT FOR EVERY 5 EXISTING ORDINARY SHARES IN THE COMPANY HELD ON AN ENTITLEMENT DATE TO BE DETERMINED (“ENTITLEMENT DATE”) AND ANNOUNCED LATER (“PROPOSED BONUS ISSUE OF WARRANTS”)

“**THAT** subject to the approval of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) for the listing of and quotation of the new ordinary shares in the Company (“**New Shares**”) to be allotted and issued arising from the exercise of the Warrants on the Main Market of Bursa Securities, and all relevant authorities and parties (where applicable) being obtained, the Company be and is hereby authorised to allot and issue up to 1,674,134,461 Warrants in registered form and constituted by a deed poll to be executed by the Company (“**Deed Poll**”) on the basis of 1 Warrant for every 5 existing ordinary shares held by the shareholders of the Company whose names appear on the Record of Depositors of the Company on the Entitlement Date, with the exercise price of RM2.45 per Warrant;

THAT the Board of Directors of the Company (“**Board**”) be and is hereby authorised to allot and issue such appropriate number of additional Warrants as may be required or permitted to be issued as consequences of any adjustments in accordance with the provisions in the Deed Poll (“**Additional Warrants**”);

THAT the Board be and is hereby authorised to execute the Deed Poll for and on behalf of the Company, with full power to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities or deemed necessary by the Board, and subject to all provisions and adjustments contained in the Deed Poll, to assent to any condition, modification, variation and/or amendment to the exercise price, exercise period and/or number of Warrants as may be required or permitted to be revised as a consequence of any adjustments under the provisions of the Deed Poll with full power to implement and give effect to the terms and conditions of the Deed Poll, and to take all steps as the Board may deem fit or expedient in order to implement, finalise and give full effect to the Deed Poll;

THAT the Board be and is hereby authorised to disregard any fractional entitlements of the Warrants that may arise from the Proposed Bonus Issue of Warrants, if any, in such manner as the Board shall in its absolute discretion deem fit and expedient in the best interest of the Company;

THAT approval be and is hereby given to the Board to allot and issue such appropriate number of New Shares, credited as fully paid-up, to the Warrant holders arising from the exercise of the Warrants in accordance with the provisions of the Deed Poll, including such appropriate number of New Shares arising from the exercise of the subscription rights represented by the Additional Warrants, and that such New Shares shall, upon allotment and issuance and full payment of the exercise price, rank equally in all respects with the then existing Shares, save and except that such New Shares will not be entitled to any dividends, rights, allotments and/or other distributions that may be declared, made or paid to the shareholders, of which the entitlement date is prior to the date of allotment and issuance of such New Shares;

THAT the Board be and is hereby authorised to utilise the proceeds raised from the exercise of the Warrants for such purpose and in such manner as set out in Section 3 of the Company’s Circular to shareholders in relation to the Proposed Bonus Issue of Warrants dated 10 April 2025, with full powers to vary the manner and/or purpose of utilisation of such proceeds in such manner as the Board may deem fit, necessary and or expedient, subject to the approval of the relevant authorities (if required) and in the best interest of the Company;

AND THAT the Board be and is hereby authorised to finalise, approve, issue, execute, sign and deliver all necessary documents and/or agreements in connection with the Proposed Bonus Issue of Warrants, including any relevant confirmations, declarations, certifications, agreements, notices, forms, announcements, responsibility statements or other communications required or permitted to be given by or on behalf of the Company in connection with the Proposed Bonus Issue of Warrants and to do all acts and things as may be necessary or desirable to give effect to and implement the Proposed Bonus Issue of Warrants, with full power to assent to any condition, modification, variation and/or amendment as the Board may deem fit or expedient in the best interest of the Company.”

BY ORDER OF THE BOARD

Ho Say Keng
Company Secretary

Kuala Lumpur
10 April 2025

Notes:

PROXY

1. A member (including an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (“**SICDA**”)) entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the EGM.
2. Where a member is an Exempt Authorised Nominee as defined under the SICDA, which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“**Omnibus Account**”), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
3. A proxy may but need not be a member of the Company. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
4. 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 seal or under the hand of an officer or attorney duly authorised in writing.
5. The appointment of proxy may be made in hardcopy form or by electronic means as specified below and must be received by Boardroom Share Registrars Sdn Bhd (“**Boardroom**”) not less than 48 hours before the time appointed for holding the EGM i.e. no later than **Saturday, 26 April 2025 at 10.30 a.m.**:

(i) In hardcopy form

The original Form of Proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified or office copy of that power or authority shall be deposited at the office of Boardroom at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.

(ii) Electronically via Boardroom Smart Investor Portal (“**BSIP**”)

The Form of Proxy can be electronically lodged with Boardroom via BSIP at <https://investor.boardroomlimited.com>. Please follow the procedures set out in the Administrative Guide for the EGM.

6. For the purpose of determining a member who shall be entitled to attend the EGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Article 59 of the Company’s Constitution and Section 34(1) of the SICDA to issue a General Meeting Record of Depositors as at 21 April 2025. Only a depositor whose name appears on the General Meeting Record of Depositors as at 21 April 2025 shall be entitled to attend the said meeting or appoint proxy(ies) to attend and/or vote in his stead.

REPRESENTATIVE FROM CORPORATE MEMBER

7. For a corporate member who has appointed an authorised representative, please deposit the original certificate of appointment of corporate representative with Boardroom at its office at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, before the time appointed for holding the EGM or adjourned meeting.