THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

Bursa Malaysia Securities Berhad ("Bursa Securities") has not perused this Circular prior to its issuance as it is prescribed as an exempt circular pursuant to Practice Note 18 of the Main Market Listing Requirements of Bursa Securities.

Bursa Securities takes no responsibility for the contents of this Circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular.



MICROLINK SOLUTIONS BERHAD
[Registration No. 200301018362 (620782-P)]
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE

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

The ordinary resolution in respect of the above proposal will be tabled at the Twenty-Third Annual General Meeting ("**23rd AGM**") of Microlink Solutions Berhad ("**MSB**" or "**Company**") to be held at Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Tuesday, 1 December 2026 at 10.00 a.m. or at any adjournment thereof. The Notice of 23rd AGM together with the Form of Proxy are set out in the Company's Annual Report 2026.

The Form of Proxy must be deposited at the office of the Share Registrar, Bina Management (M) Sdn Bhd (Registration No. 197901005880 (50164-V)) at Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan or email to binawin@binamg168.com, not less than forty-eight (48) hours before the time for holding the meeting. The lodging of the Form of Proxy shall not preclude you from attending, participating, speaking and voting at the forthcoming 23rd AGM, should you subsequently wish to do so.

Last date and time for lodging the Form of Proxy	:	Sunday, 29 November 2026 at 10.00 a.m.
Date and time for 23rd AGM	:	Tuesday, 1 December 2026 at 10.00 a.m.

This Circular is dated 30 October 2026.

Except where the context otherwise requires, the following definitions shall apply throughout and for the purposes of this Circular only:

Act	:	The Companies Act 2016 and as may be amended from time to time and any re-enactment thereof
AGM	:	Annual General Meeting
Board	:	Board of Directors of MSB
Bursa Securities	:	Bursa Malaysia Securities Berhad [200301033577 (635998-W)]
Director(s)	:	Shall have the same meaning given in Section 2(1) of the Capital Markets and Services Act 2007, for the purpose of the Proposed Renewal of Existing Shareholders' Mandate, includes any person who is or was within the preceding six (6) months of the date on which the terms of the transactions were agreed upon, a Director of MSB or any other company which is its subsidiary or holding company and a chief executive officer of MSB, its subsidiary or holding company
Ho Hup	:	Ho Hup Construction Company Berhad [197301000497 (14034-W)]
Ho Hup Group	:	Ho Hup and its subsidiary companies
OHB	:	Omesti Holdings Berhad [199301026262 (0281000-K)]
Teguh Sedaya	:	Teguh Sedaya Sdn Bhd [202501012736 (1614150-D)]
Listing Requirements	:	Main Market Listing Requirements of Bursa Securities including any amendment(s) that may be made from time to time
LPD	:	1 October 2026, being the latest practicable date prior to the printing of this Circular
Major Shareholder	:	means 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, and a Major Shareholder includes any person who is or was within the preceding six (6) months of the date on which the terms of the transaction were agreed upon, a Major Shareholder of MSB

		as defined under Paragraph 1.01 or any other corporation which is its subsidiary or holding company
MSB or the Company	:	Microlink Solutions Berhad [200301018362 (620782-P)]
MSB Group or the Group	:	MSB and its subsidiary and associated companies
NA	:	Net Assets
Tegra	:	Tegra Berhad (formerly known as Omesti Berhad) [200001028094 (530701-T)]
Tegra Group	:	Tegra and its subsidiary companies
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.
Proposed Renewal of Existing Shareholders' Mandate	:	Proposed renewal of existing shareholders' mandate for RRPTs entered into by MSB Group from the date of the forthcoming AGM until the next AGM
Related Party(ies)	:	Director(s), Major Shareholder(s) or Person(s) Connected with such Director(s) or Major Shareholder(s) as defined therein

Related Party Transaction	:	A transaction entered into by the Company or its subsidiaries which involves the interest, direct or indirect, of a Related Party
Recurrent Related Party Transactions or RRPTs	:	Recurrent Related Party Transactions which are recurrent, of a revenue or trading nature and which are necessary for the day-to-day operations and are to be entered into by MSB Group in the ordinary course of business of MSB Group involving the direct and/or indirect interests of Related Party(ies)
RM and sen	:	Ringgit Malaysia and sen respectively
Tegra	:	Tegra Berhad (formerly known as Omesti Berhad) [200001028094 (530701-T)]
Tegra Group	:	Tegra and its subsidiary companies

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FULL TEXT OF ORDINARY RESOLUTION 8 AS REFERRED TO IN NOTICE OF 23rd AGM DATED 30 OCTOBER 2026			**ENCLOSED**

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MICROLINK SOLUTIONS BERHAD
[Registration No. 200301018362 (620782-P)]
(Incorporated in Malaysia)

Registered Office:

Ho Hup Tower – Aurora Place 2-07-01 – Level 7
Plaza Bukit Jalil
No. 1, Persiaran Jalil 1
Bandar Bukit Jalil
57000 Kuala Lumpur

30 October 2026

Board of Directors
Mr Thong Weng Sheng *(Executive Director)*
Mr Wong Kwang Chwen *(Executive Director)*
Dato' Ahmad Najmi bin Abdul Razak *(Non-Independent Non-Executive Director)*
Dato' Wong Gian Kui *(Non-Independent Non-Executive Director)*
Ms Thong Mei Chuen *(Non-Independent Non-Executive Director)*
Mr Narayanasamy A/L N Chithambaram *(Non-Independent Non-Executive Director)*
Dato' Mohamad Azmi bin Ali *(Independent Non-Executive Director)*
Puan Noor Zaliza Yati binti Yahya *(Independent Non-Executive Director)*
Ms Karen Yap Pik Li *(Independent Non-Executive Director)*

To: The Shareholders of Microlink Solutions Berhad

Dear Sir / Madam,

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

1. INTRODUCTION

1.1 At the 22nd AGM held on 2 December 2025, the shareholders of the Company approved, *inter alia*, the shareholders' mandate for the Company and/or its subsidiaries to enter into RRPTs. The said mandate shall, in accordance with the Listing Requirements, expire at the conclusion of the forthcoming 23rd AGM of the Company, unless renewal is obtained.

1.2 In connection thereto, the Board of MSB had on 26 October 2026, announced its intention to seek shareholders' approval for the Proposed Renewal of Existing Shareholders' Mandate.

1.3 The purpose of this Circular is to provide you with the relevant information on the Proposed Renewal of Existing Shareholders' Mandate and to seek your approval for the ordinary resolution to be tabled at the forthcoming 23rd AGM of the Company. The Notice of 23rd AGM is set out in the Annual Report 2026. The extract of ordinary resolution on the Proposed Renewal of Existing Shareholders' Mandate to be tabled at the MSB's 23rd AGM is enclosed together with this Circular.

YOU ARE ADVISED TO READ THE CONTENTS OF THIS CIRCULAR, TOGETHER WITH THE APPENDIX CONTAINED HEREIN CAREFULLY BEFORE VOTING ON THE RESOLUTION TO GIVE EFFECT TO THE PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE.

2. DETAILS OF THE PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE

2.1 The Proposed Renewal of Existing Shareholders' Mandate

Paragraph 10.08 of the Listing Requirements stipulates the obligations of a listed issuer to comply with in relation to Related Party Transactions. However, pursuant to Paragraph 10.09(2) of the Listing Requirements, a listed issuer may seek a mandate from shareholders in respect of RRPTs, subject to 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 shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year where the aggregate value is equal to or more than the threshold prescribed under Paragraph 10.09(1) of the Listing Requirements;

(c) a circular to shareholders which includes information as may be prescribed by Bursa Securities is issued by the listed issuer for the shareholders' mandate;

(d) in a meeting to obtain a 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 to approve the transaction. An interested Director or interested Major Shareholder must ensure that Persons Connected with him abstain from voting on the resolution approving 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 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 shareholders' mandate in respect of RRPTs, the provisions under Paragraph 10.08 of the Listing Requirements will not apply to the RRPTs which are comprised in the said mandate.

The Proposed Renewal of Existing Shareholders' Mandate, if approved by the shareholders of the Company at the forthcoming 23rd AGM, shall continue to be in force until:

(a) the conclusion of the next AGM of the Company following the forthcoming 23rd AGM, at which time the mandate shall lapse unless the authority is renewed by a resolution passed at that AGM;

(b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("the Act"), without taking into account any extension of time granted pursuant to Section 340(4) of the Act; or

(c) the mandate is revoked or varied by a resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first.

2.2 Principal activities of the MSB Group

MSB is principally involved in investment holding and provision of research and development on information technology solutions to the financial services industry. The principal activities of the subsidiary companies within the MSB Group as at the LPD are as follows:

Name of Company	**Effective Equity Interest %**	**Principal Activities**
Subsidiaries of MSB		
CA IT Infrastructure Solutions Sdn Bhd	100.00	Trading and marketing of computer software programmes and products.
CSA Servis (M) Sdn Bhd ("CSAS")	100.00	Investment holding and provision of computer repair and maintenance services, supply of computer parts, accessories, computers and peripherals.
Dhanalynk Sdn Bhd	100.00	Development of application software, system integration services and the provision of hardware and software maintenance services.
Microlink Systems Sdn Bhd ("MSSB")	100.00	Provision of information technology solutions to the financial services industry and dealing in related products.
Microlink Innovation Sdn Bhd	100.00	Research and development of information technology solution for financial services industry.

Name of Company	Effective Equity Interest %	Principal Activities
Omesti Innovation Lab (Malaysia) Sdn Bhd	100.00	Development of information and multimedia technology and provision of deployment services.
Microlink Labs Sdn Bhd	100.00	Investment Holding
Microlink Solutions W.L.L	100.00	Provision of computer programming, computer consultancy and computer facilities management and management consultancy services.
Microlink Solutions Pte Ltd	100.00	Distributing and marketing online video surveillance and analytics services.
Microlink Solutions Vietnam Company Limited	100.00	Consulting services, software implementation services, data processing services, database services and maintenance services.
Microlink Software Sdn Bhd	51.00	Provision of consultancy services in supporting and modifying banking software.
Microlink Kinexure Sdn Bhd	51.00	Provision of information technology services
Subsidiaries of CSAS		
Formis Computer Services Sdn Bhd	100.00	Provision of computer technology and maintenance of computer hardware and software.
First Solution Sdn Bhd	100.00	Distribution and maintenance of computer hardware and software.
Applied Business Systems Sdn Bhd	100.00	Distribution and maintenance of computer equipment and software.
Formis Systems & Technology Sdn Bhd	100.00	Distribution and maintenance of computer hardware and software.
Formis Advanced Systems Sdn Bhd	100.00	Provision of information technology services in terms of hardware, software, consultancy and maintenance.

Name of Company	**Effective Equity Interest %**	**Principal Activities**
Subsidiary of MSB holding 80% and MSSB holding 20%		
PT Microlink Indonesia	100.00	Provision of information technology solutions to the financial services industry and dealing in related products.
Subsidiary of MSSB		
PT Microlink International Maju	65.00	Provision of information technology solutions to the financial services industry and dealing in related products.

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2.3 Class, nature and estimated aggregate value of the RRPTs

(a) The RRPTs, which will be covered in the Proposed Renewal of Existing Shareholders' Mandate, are identified in the table below:

Companies within the MSB Group transacting with the Related Party	Nature of Transaction	Transacting Related Party	Interested Directors / Major Shareholders / Person Connected with Directors / Major Shareholders	Estimated aggregate value during the validity period of the Proposed Renewal of Existing Shareholders' Mandate* (RM)	Estimated aggregate value as disclosed in the previous circular to shareholders dated 30 October 2025 ("Estimated Value") (RM)	Actual value transacted from 2 December 2025 to the LPD ("Actual Value") (RM)
MSB Group	Supply of network and software solutions, licenses, network infrastructure, computer hardware and software and maintenance services by Tegra Group to MSB Group	Tegra Group	**Interested Major Shareholders** - Omesti Holdings Berhad ("OHB") (1) - Tegra Berhad ("Tegra") (3) - Teguh Sedaya (5) - Datin Seri Yasmin Hanim Arbee binti Mohammed Isa Arbee (5) - Nur Atisya binti Mohd Yunus (5)	10,000,000	10,000,000	-
	Supply of network infrastructure and related services, computer hardware and software, provision of hardware and software related services, maintenance services and application-related services by MSB Group to Tegra Group			50,000,000	100,000,000	191,795

Companies within the MSB Group transacting with the Related Party	Nature of Transaction	Transacting Related Party	Interested Directors / Major Shareholders / Person Connected with Directors / Major Shareholders	Estimated aggregate value during the validity period of the Proposed Renewal of Existing Shareholders' Mandate* (RM)	Estimated aggregate value as disclosed in the previous circular to shareholders dated 30 October 2025 ("Estimated Value") (RM)	Actual value transacted from 2 December 2025 to the LPD ("Actual Value") (RM)
	Provision of administrative and management support, training and other related services by Tegra Group to MSB Group			3,000,000	3,000,000	205,947
	Provision of administrative and management support, training and other related services by MSB Group to Tegra Group			2,000,000	2,000,000	45,376

2.3 Class, nature and estimated aggregate value of the RRPTs (Cont'd)

(a) The RRPTs which will be covered in the Proposed Renewal of Existing Shareholders' Mandate are identified in the table below: (cont'd)

Companies within the MSB Group transacting with the Related Party	Nature of Transaction	Transacting Related Party	Interested Directors / Major Shareholders / Person Connected with Directors / Major Shareholders	Estimated aggregate value during the validity period of the Proposed Renewal of Existing Shareholders' Mandate* (RM)	Estimated aggregate value as disclosed in the previous circular to shareholders dated 30 October 2025 ("Estimated Value") (RM)	Actual value transacted from 2 December 2025 to the LPD ("Actual Value") (RM)
MSB Group	Renting of office spaces and procurement of other related services such as general maintenance services from Ho Hup Group	Ho Hup Group (4)	**Interested Major Shareholders** - OHB (1) - Tegra (3) - Teguh Sedaya (5) - Datin Seri Yasmin Hanim Arbee binti Mohammed Isa Arbee (5) - Nur Atisya binti Mohd Yunus (5)	3,000,000	5,000,000	420,648

Note : None of the Actual Value of the RRPTs has exceeded the Estimated Value by 10% or more.

* This comprises estimated value of transactions from the date of the forthcoming 23rd AGM to the date of the next AGM expected to be held in the month of December 2027, the estimated value is based on information available at the point of estimation. Due to the nature of the transactions, the actual value of the transactions may vary from the estimated aggregate value disclosed above.

Existing mandates on RRPT(s) which approval have been obtained at the last 22nd AGM and the renewal of mandate is not being sought during the forthcoming 23rd AGM are as follows:

Companies within the MSB Group transacting with the Related Party	**Nature of Transaction**	**Transacting Related Party**	**Interested Directors / Major Shareholders / Person Connected with Directors / Major Shareholders**	**Estimated aggregate value as disclosed in the previous circular to shareholders dated 30 October 2025 ("Estimated Value") (RM)**	**Estimated aggregate value during the validity period of the Proposed Renewal of Existing Shareholders' Mandate* (RM)**	**Actual value transacted from 2 December 2025 to the LPD ("Actual Value") (RM)**
MSB Group	Supply of software solutions, computer hardware and services in relation to human capital management by MIHCM Asia to MSB Group	MIHCM Asia Sdn Bhd (MIHCM Asia) (2)	**Interested Major Shareholders** - OHB (1) - Tegra (3) - Teguh Sedaya (5) - Datin Seri Yasmin Hanim Arbee binti Mohammed Isa Arbee (5) - Nur Atisya binti Mohd Yunus (5)	1,000,000	Nil	Nil

Notes:

(1) OHB is a wholly-owned subsidiary of Tegra.

(2) MIHCM Asia is a 33.33% associated company of Continuous Network Advisers Sdn Bhd, which in turn is an indirect 33.33% associated company of Tegra as at the LPD. MIHCM Asia is principally engaged in the distribution, marketing, implementing and maintenance of human capital management software solutions and services in Asia.

(3) Tegra is the holding company of OHB as at the LPD. Tegra is principally engaged in investment holding activities and the provision of management services, and the businesses within the Group are organised along broad business lines of business performance services, as-a-service solutions, trading & distribution services and digital & infrastructure services.

(4) Ho Hup Group is a related party to MSB Group through a common ultimate Major Shareholder, Tegra. As at the LPD, OHB holds 10.40% equity interest in Ho Hup. Ho Hup is principally engaged in investment holding, foundation engineering, civil engineering, building contracting works and provision of management services for subsidiary companies while its subsidiaries are principally involved in property investment, property development, construction, and retail.

(5) Teguh Sedaya holds 22.57% equity interest in Tegra as at the LPD and is accordingly deemed interested in the MSB shares held by OHB pursuant to Section 8(4) of the Act. Datin Seri Yasmin Hanim Arbee binti Mohammed Isa Arbee and Nur Atisya binti Mohd Yunus hold 70% and 30% equity interest in Teguh Sedaya respectively and are deemed interested in MSB shares through Teguh Sedaya pursuant to Section 8(4) of the Act. Teguh Sedaya, Datin Seri Yasmin Hanim Arbee binti Mohammed Isa Arbee and Nur Atisya binti Mohd Yunus are Major Shareholders of MSB, and Tegra Group and Ho Hup Group are Persons Connected with them.

2.4 Amounts due and owing to the MSB Group by the Related Parties pursuant to RRPTs

The breakdown of the principal sum and interest for the total outstanding amount due under the RRPTs which exceeded the credit term as at 30 June 2026 are as follows:

No.	Nature of transactions	Amount of Outstanding RRPTs Receivables (RM)			
		≤ 1 year	> 1 to 3 years	> 3 to 5 years	> 5 years
1.	Supply of network and software solutions, licenses, network infrastructure, computer hardware and software and maintenance services by MSB Group to Tegra Group	238,185	10,798,125	-	-

There were no late payment charges imposed on the above outstanding receivables as the Board remains of the opinion that the above outstanding receivables are part of normal business operations of the Group and are recoverable. The Management of the Group remains constantly following up with those receivables on the outstanding amount and is of the view that the Related Parties are long-term business partners and have sound credit standing. This assessment continues to take into account the settlement agreement entered between MSB and Tegra on 6 June 2025. Pursuant to the settlement agreement, partial settlement of RM20,030,000 was settled during the financial year ended 30 June 2026, with the remaining balance to be repaid through internally generated funds.

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

The RRPTs entered into or to be entered into by the Group are in the ordinary course of business and are intended to meet the business needs of the Group at the best possible terms so as to achieve synergistic benefits within the Group. These transactions are likely to occur with some degree of frequency and may be constrained by the time-sensitive nature and confidentiality of such transactions, thus rendering it impractical to seek shareholders' approval on a case-by-case basis before entering into such transactions.

By obtaining the Proposed Renewal of Existing Shareholders' Mandate on an annual basis, the necessity to convene separate general meetings from time to time to seek shareholders' approval as and when such RRPTs occur would not arise. This would substantially reduce the time, administrative requirements, and expenses associated with the convening of such meetings, without compromising the corporate objectives of the Group or adversely affecting the business opportunities available to the Group.

The Related Parties which are involved in the RRPTs have proven their reliability and expertise in their respective fields. In certain instances, the Related Parties provide the Group the support for its operational needs, thereby enabling greater efficiency and effectiveness in the utilisation of the Group's resources.

4. REVIEW PROCEDURES

To ensure that the RRPTs are undertaken on transaction prices and 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 and that they are conducted at arm's length and on normal commercial terms consistent with the Group's usual business practices and policies and will not be prejudicial to the shareholders, the Board will ensure that all transactions with Related Parties will only be entered into after taking into consideration the pricing, level and quality of products and support services, and the review procedures as stated below.

The Board has established the following procedures which are to be carried out for each RRPT:

(a) Records will be maintained by the Company to capture all RRPTs entered into pursuant to the Proposed Renewal of Existing Shareholders' Mandate to ensure that relevant approvals have been obtained and review procedures in respect of such transactions are adhered to;

(b) On a periodic basis, the procedures and guidelines pertaining to RRPTs will be reviewed by the Senior Management of MSB and the Audit and Risk Management Committee to ensure that the terms of the transactions are not more favourable to the Related Parties than those generally available to the public, and are not to the detriment of the minority shareholders;

(c) Where any person(s) has an interest in the RRPTs to be reviewed, such person(s) shall abstain from deliberation and voting in respect of such transactions;

(d) Disclosure shall be made in the annual report of a breakdown of the aggregate value of all transactions conducted pursuant to the Proposed Renewal of Existing Shareholders' Mandate during the financial year and in the annual reports for the subsequent financial years during which the shareholders' mandate remains in force. In making such disclosure, a breakdown will be provided of the aggregate value of the RRPTs conducted pursuant to the Proposed Renewal of Existing Shareholders' Mandate during the current financial year, amongst others, based on the following:

    (i) the type of the RRPTs made; and

    (ii) the names of the Related Parties involved in each type of RRPT and their relationship with the MSB Group;

(e) There are no thresholds for approval of RRPTs within the MSB Group. All RRPTs are subject to the approval of the respective head of business units and/or any one of the Directors of the respective companies; and

(f) At least 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. Where quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be determined by the MSB Group based on its usual business practices to ensure that the RRPT is not detrimental to the MSB Group and the minority shareholders.

5. STATEMENT BY THE AUDIT AND RISK MANAGEMENT COMMITTEE

The Audit and Risk Management Committee of the Company has reviewed the procedures mentioned in Section 4 above and is of the view that the said procedures are sufficient to ensure that the RRPTs are not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders.

The MSB Group has in place adequate procedures and processes to monitor, track and identify RRPTs in a timely and orderly manner. These procedures and processes will be reviewed annually or as and when necessary.

6. CONDITION FOR THE PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE

The Proposed Renewal of Existing Shareholders' Mandate is conditional upon approval being obtained from the shareholders of MSB at the forthcoming 23rd AGM.

7. FINANCIAL EFFECTS

The Proposed Renewal of Existing Shareholders' Mandate does not have any effect on the issued and paid-up share capital and Major Shareholders' shareholdings of MSB and is not expected to have any material effect on the consolidated earnings and NA of MSB.

8. INTERESTS OF THE DIRECTORS, MAJOR SHAREHOLDERS AND PERSON CONNECTED WITH THEM

The direct and indirect shareholdings of the interested Major Shareholders, namely OHB, Tegra, Teguh Sedaya, Datin Seri Yasmin Hanim Arbee binti Mohammed Isa Arbee and Nur Atisya binti Mohd Yunus ("Interested Major Shareholders") in MSB as at the LPD are as set out below:

	Shareholdings in MSB			
	Direct		**Indirect**	
Major Shareholders	**No. of Shares**	**%**	**No. of Shares**	**%**
Major Shareholders				
OHB	251,079,200	15.61	-	-
Tegra	-	-	251,079,200[(a)]	15.61
Teguh Sedaya	11,500,000	0.71	251,079,200[(b)]	15.61
Datin Seri Yasmin Hanim Arbee binti Mohammed Isa Arbee	2,501,700	0.16	262,579,200[(c)]	16.32
Nur Atisya binti Mohd Yunus	-	-	262,579,200[(c)]	16.32

Notes:

(a) Deemed interested by virtue of its interest in OHB pursuant to Section 8(4) of the Act.
(b) Deemed interested by virtue of its interest in Tegra pursuant to Section 8(4) of the Act.
(c) Deemed interested by virtue of her interest in Teguh Sedaya pursuant to Section 8(4) of the Act, comprising the 11,500,000 MSB shares held directly by Teguh Sedaya and the 251,079,200 MSB shares in which Teguh Sedaya is deemed interested through Tegra.

The Interested Major Shareholders will abstain from voting in respect of their direct and indirect shareholdings on the Proposed Renewal of Existing Shareholders' Mandate at the forthcoming 23rd AGM.

In addition, the Interested Major Shareholders have undertaken that they will ensure that Person Connected with them will also abstain from voting in respect of their direct and indirect shareholdings on the resolution, deliberating or approving the Proposed Renewal of Existing Shareholders' Mandate at the forthcoming 23rd AGM.

Save as aforesaid, none of the other Directors or Major Shareholders or Person Connected with them has any interest, direct or indirect in the Proposed Renewal of Existing Shareholders' Mandate.

9. BOARD'S RECOMMENDATION

The Board having considered all aspects of the Proposed Renewal of Existing Shareholders' Mandate, is of the opinion that the Proposed Renewal of Existing Shareholders' Mandate is in the best interest of the Company and its shareholders and accordingly, recommends that you vote in favour of the ordinary resolution pertaining to the Proposed Renewal of Existing Shareholders' Mandate to be tabled at the forthcoming 23rd AGM.

10. AGM

The Notice of 23rd AGM to consider and if thought fit, passing the ordinary resolution pertaining to the Proposed Renewal of Existing Shareholders' Mandate as set out herein is also enclosed in the Annual Report 2026. The 23rd AGM will be held at Dewan Berjaya, Bukit Kiara Equestrian & Country Resort, Jalan Bukit Kiara, Off Jalan Damansara, 60000 Kuala Lumpur, Wilayah Persekutuan, Malaysia on Tuesday, 1 December 2026 at 10.00 a.m.

If you wish to appoint a proxy to participate and vote at the 23rd AGM, you may deposit your Form of Proxy at the office of the Share Registrar, Bina Management (M) Sdn Bhd, Lot 10, The Highway Centre, Jalan 51/205, 46050 Petaling Jaya, Selangor Darul Ehsan or email to binawin@binamg168.com not less than forty-eight (48) hours before the time for holding the meeting.

The lodging of the Form of Proxy shall not preclude you from attending, participating, speaking and voting at the forthcoming 23rd AGM, should you subsequently wish to do so.

11. FURTHER INFORMATION

Shareholders of MSB are advised to refer to the attached Appendix I for further information.

Yours faithfully,
For and on behalf of the Board of
MICROLINK SOLUTIONS BERHAD

Thong Weng Sheng
Executive Director

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1. RESPONSIBILITY STATEMENT

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

2. MATERIAL LITIGATION

Save as disclosed below, as at the LPD, to the best knowledge of our Board, the MSB Group is not engaged in any material litigation, claims or arbitration, either as plaintiff or defendant, which may have a material effect on the financial position or business of our Group and our Board is not aware and does not have any knowledge of any proceedings pending or threatened against our Group, or of any facts likely to give rise to any proceedings which may materially and adversely affect the financial position or business of our Group:

Kuala Lumpur High Court Civil Suit No.: WA-22NCC-723-10/2025
Plaintiffs: MSB and Microlink Innovation Sdn Bhd (a wholly-owned subsidiary of MSB)
Defendant: Chia Yong Wei

On 24 October 2025, the Board of Directors announced that the Company and its wholly-owned subsidiary, Microlink Innovation Sdn Bhd ("MISB") (collectively, "the Plaintiffs"), filed a civil suit in the High Court of Kuala Lumpur ("Court") against a former chief executive officer of the Company ("the Defendant") for alleged breaches of fiduciary duties, fraudulent misrepresentations and/or fraud and/or fraudulent breach of trust by the Defendant in relation to MSB's and/or MISB's funds and affairs, which the Plaintiffs contend have caused financial loss and harm to the Plaintiffs.

The Plaintiffs seek the following reliefs against the Defendant:

(a) A declaration that the Defendant is guilty of fraud/fraudulent breach of trust/breach of fiduciary duties in relation to MSB and/or MISB;
(b) A declaration that the Defendant holds as constructive trustee for MSB and/or MISB any profits arising from the breaches set out above;
(c) The Defendant to pay damages amounting to USD9,389,240 (RM38,743,731) (or at the conversion rate to be determined at the trial of the Civil Suit) or such other sum as the Court thinks fit;
(d) General damages, aggravated and exemplary damages;
(e) Interests and costs;
(f) Exemplary damages;
(g) Equitable compensation.

The Plaintiffs' claims under the aforesaid suit are primarily in relation to the software development expenditure capitalised amounting to USD9,389,240 (RM38,743,731).

On 29 October 2025, the Board of Directors announced that the Plaintiffs have re-filed the Writ and Statement of Claim in the Commercial Division of the Court on 28 October 2025, as directed by the Court. The sealed Writ and Statement of Claim were extracted and served on the Defendant on 29 October 2025.

On 10 December 2025, the Defendant filed and served his Defence.

On 9 January 2026, the Plaintiffs filed and served their Reply to Defence.

The trial of the suit is fixed for 23 to 26 August 2027.

The Defendant filed an application for discovery of documents on 12 June 2026.

On 9 October 2026, the Court heard the Discovery Application and delivered its decision, by allowing, *inter alia*, Discovery of certain documents, which orders are to be complied with by the Plaintiffs.

Kuala Lumpur High Court Civil Suit No.: WA-22NCvC-525-08/2026
Plaintiff: CSI Interfusions Sdn Bhd ("CSI")
Defendants: CA IT Infrastructure Solutions Sdn Bhd ("CAIT") (a wholly-owned subsidiary of MSB) as First Defendant and Tegra as Second Defendant

On 11 September 2026, the Board announced that CAIT had on 9 September 2026 been served, through its solicitors, with a Writ and Statement of Claim dated 4 September 2026 filed by CSI in the High Court of Kuala Lumpur. The Plaintiff alleges material breach of contracts in relation to CAIT's payment obligations and/or Tegra's alleged breach of the terms of a corporate guarantee dated 7 December 2020, under which Tegra provided a continuing guarantee of CAIT's liabilities of up to RM7,500,000.

The Plaintiff claims, amongst others, RM7,500,000 against CAIT and Tegra jointly and severally, and RM142,246.46 against CAIT, together with contractual interest, post-judgment interest and costs. No determination has been made by the Court in respect of the claims.

The suit is not expected to have any material effect on the earnings per share and net assets per share of the MSB Group for the financial year ending 30 June 2027, nor any material operational impact. CAIT is seeking legal advice in respect of the suit.

3. MATERIAL CONTRACTS

Save as disclosed below, as at the LPD, neither MSB nor its subsidiaries have entered into any contracts which are or may be material, not being contracts entered into in the ordinary course of business, during the past two (2) years preceding the date of this Circular.

(i) Supplemental Agreement dated 27 March 2025 in respect of Sales and Purchase Agreement dated 20 March 2024 entered into between Ho Hup Jaya Sdn Bhd (a wholly-owned subsidiary of Ho Hup) (as vendor) and our Company (as purchaser) for the acquisition of Unit No. B-08-01, Level 08, Tower B, measuring approximately 10,027.14 square feet, held under Geran 78076, Lot 101462, Tempat Bandar Bukit Jalil, Mukim of Petaling, District of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur (postal address: Suite 8.01, Ho Hup Tower, Tower 2, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur) for a cash consideration of RM8,350,000, as supplemented by the Supplemental Agreement dated 27 March 2025 recording that Insas Credit & Leasing Sdn Bhd had become the financier of the vendor and the assignee of the vendor's rights, title and interests in the property and the said Sale and Purchase Agreement. As at the LPD, the transaction has been completed.

(ii) Settlement Agreement dated 6 June 2025 entered into between our Company and Tegra in respect of services rendered by the Microlink group of companies to the Tegra group of companies for a total outstanding sum of RM30,028,379.32 ("Total Outstanding Sum"), of which RM11,036,310.22 remains due and owing by Tegra as at the LPD.

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Registered Office of the Company at Ho Hup Tower – Aurora Place, 2-07-01 – Level 7, Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur during office hours from Mondays to Fridays (except public holidays) from the date of this Circular until the date of the 23rd AGM:

(i) Constitution of MSB;

(ii) The audited consolidated financial statements of MSB for the financial period ended 30 June 2025 and the financial year ended 30 June 2026

(iii) The relevant cause papers in respect of the material litigation referred to in Section 2 above; and

(iv) The material contracts referred to in Section 3 above.

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MICROLINK SOLUTIONS BERHAD
[Registration No. 200301018362 (620782-P)]
(Incorporated in Malaysia)

EXTRACT RESOLUTION TO BE TABLED AS SPECIAL BUSINESS AT THE FORTHCOMING 23RD ANNUAL GENERAL MEETING

ORDINARY RESOLUTION 8
Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Renewal of Shareholders' Mandate")

"**THAT** the Company and/or its subsidiaries be and is/are hereby authorised to enter into recurrent related party transactions from time to time with Related Parties who may be a Director, a major shareholder of the Company and/or its subsidiaries or a person connected with such a Director or major shareholder, as specified in Section 2.3 of the Circular to Shareholders dated 30 October 2026, subject to the following:

(i) the transactions are of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries and are transacted on terms consistent or comparable with market or normal trade practices and/or based on normal commercial terms and on 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; and

(ii) disclosure is made in the annual report of the aggregate value of transactions conducted during the financial year pursuant to the shareholders' mandate in accordance with the Main Market Listing Requirements of Bursa Securities;

THAT the mandate given by the shareholders of the Company shall only continue to be in force until the conclusion of the next AGM of the Company or the expiry of the period within which the next AGM 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); unless revoked or varied by Ordinary Resolution of the shareholders of the Company in general meeting, whichever is the earlier;

AND THAT the Directors of the Company be authorised to complete and carry out such acts and actions as they may consider expedient or necessary to give effect to the shareholders' mandate."