

Notice of the Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Fifteenth Annual General Meeting (“15th AGM”) of Vantris Energy Berhad (formerly known as Sapura Energy Berhad) (“the Company”) will be held physically at Ballroom 1 & 2, First Floor, Kuala Lumpur Golf & Country Club Convention Centre, 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, Malaysia (“Meeting Venue”) on Thursday, 30 July 2026 at 10.00 a.m. for the purpose of considering and if thought fit, passing with or without modifications the resolutions set out in this notice.

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements of the Company for the financial year ended 31 January 2026 together with the Reports of the Directors and Auditors thereon.

Please refer to Explanatory Note A

2. To re-elect the following Directors, who retire pursuant to Article 85 of the Constitution of the Company and, being eligible, offer themselves for re-election:

- (a) Adnan Zainol Abidin
- (b) Rohaizad Darus
- (c) Lee Ching
- (d) Madeline Lee May Ming

- Ordinary Resolution 1**
- Ordinary Resolution 2**
- Ordinary Resolution 3**
- Ordinary Resolution 4**

Please refer to Explanatory Note B

3. To approve the payment of Directors’ fees and benefits up to an amount of RM3,000,000.00 to the Non-Executive Directors of the Company with effect from 31 July 2026 until the next Annual General Meeting of the Company in 2027.

Please refer to Explanatory Note C

- Ordinary Resolution 5**

4. To re-appoint Ernst & Young PLT as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Board of Directors to determine their remuneration.

Please refer to Explanatory Note D

- Ordinary Resolution 6**

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AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following resolution:

5. **Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Shareholders' Mandate")** **Ordinary Resolution 7**

"THAT, subject to Paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and its subsidiaries ("Group") be and are hereby authorised to enter into the recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.4 of the Circular to Shareholders dated 29 May 2026, **PROVIDED THAT** such transactions are necessary for the Group's day-to-day operations and are in the ordinary course of business of the Group and are carried out at arm's length basis on normal commercial terms which 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 of the Company;

THAT such approval shall continue to be in force until:

- (i) the conclusion of the next Annual General Meeting of the Company following the general meeting at which this Ordinary Resolution is passed, at which time it shall lapse, unless the authority conferred by this resolution is renewed by an Ordinary Resolution passed at that general meeting;
- (ii) the expiration of the period within which the next Annual General Meeting of the Company after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("Act") but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Act; or
- (iii) it is revoked or varied by a resolution passed by the shareholders of the Company at a general meeting,

whichever is earlier;

AND THAT the Directors of the Company and its subsidiaries be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed Shareholders' Mandate as authorised by this Ordinary Resolution."

Please refer to Explanatory Note E

6. To transact any other business of which due notice shall have been given in accordance with the Act and the Constitution of the Company.

BY ORDER OF THE BOARD

AZMANIRA ARIFF (MAICSA 7070361) (SSM PC No. 202308000848)
CHOONG SIEW MUN (MAICSA 7068632) (SSM PC No. 202008001881)
Company Secretaries

Kuala Lumpur
29 May 2026

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Notes:

1. Mode of Meeting

The 15th AGM will be conducted in a physical mode, whereby member(s), proxy(ies), corporate representative(s), or attorney(s) are required to attend the meeting in person at the Meeting Venue.

2. Proxy(ies)

A member of the Company shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote at a meeting of the members of the Company, subject to the Constitution of the Company.

A member entitled to attend and vote at the 15th AGM is entitled to appoint up to two (2) proxies to attend and vote on a poll in his stead. A proxy may, but need not be a member of the Company and there is no restriction as to the qualification of the proxy.

Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 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.

Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy.

An instrument appointing a proxy shall be in writing and in the case of an individual shall be signed by the appointor or by his attorney; and in the case of a corporate member, shall be either under its common seal or signed by its attorney or an officer on behalf of the corporation.

The instrument appointing a proxy must be deposited with the Share Registrar of the Company, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than 28 July 2026 at 10.00 a.m. or any adjournment thereof.

Alternatively, the instrument appointing a proxy may be deposited via electronic means through the Share Registrar's website, Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> to login and deposit your proxy form electronically or via email to bsr.helpdesk@boardroomlimited.com not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than 28 July 2026 at 10.00 a.m. or any adjournment thereof.

3. Corporate Representatives

As an alternative to the appointment of a proxy, a corporate member may appoint its corporate representative to attend the 15th AGM pursuant to Section 333 of the Act. For this purpose and pursuant to Section 333(5) of the Act, the corporate member shall provide a certificate under its common seal as prima facie evidence of the appointment of the corporate representative.

4. Members Entitled to Attend

For the purpose of determining a member who shall be entitled to attend the 15th AGM in accordance with Article 59(2) of the Company's Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 22 July 2026. Only a depositor whose name appears on the Record of Depositors as at 22 July 2026 shall be entitled to attend the 15th AGM or appoint proxies to attend and/or vote on his/her behalf.

5. Voting

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), all resolutions set out in this Notice of the 15th AGM will be put to a vote on a poll.

6. Explanatory Note A

This Agenda is meant for discussion only as under the provisions of Section 340(1)(a) of the Act and the Company's Constitution, the Audited Financial Statements need not be approved by the shareholders and hence, the matter will not be put forward for voting.

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7. Explanatory Note B for Ordinary Resolutions 1, 2, 3 and 4

Article 80 of the Company's Constitution expressly states that in every subsequent Annual General Meeting, at least one-third (1/3) of the Directors for the time being or the number nearest to one-third (1/3) shall retire from office provided always that all Directors shall retire from office once at least in each three (3) years and the retiring Directors shall be eligible to seek for re-election thereof.

Pursuant to Article 80 of the Company's Constitution, Wan Mashitah Wan Abdullah Sani will retire at the 15th AGM and is eligible for re-election. However, she has indicated that she will not seek re-election and will therefore retire as an Independent Non-Executive Director at the conclusion of the 15th AGM.

Article 85 of the Company's Constitution expressly states that the Directors shall have power at any time, and from time to time, to appoint any person as a Director, either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors shall not at any time exceed the number fixed in accordance with this Constitution. Any Director so appointed shall hold office only until the next following Annual General Meeting of the Company and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

Adnan Zainol Abidin, who was appointed to the Board on 1 October 2025, and Rohaizad Darus, Lee Ching, and Madeline Lee May Ming, who were appointed to the Board on 17 November 2025, being eligible, have offered themselves for re-election pursuant to Article 85 of the Company's Constitution.

The profiles of the Directors standing for re-election are provided on pages 122, 126, 128 and 129 of the Company's Annual Report 2026.

8. Explanatory Note C for Ordinary Resolution 5

Pursuant to Section 230(1) of the Act, fees and benefits payable to the Directors of the Company will have to be approved at a general meeting.

The proposed amount of up to RM3,000,000 (2024 and 2025: RM3,000,000) under Ordinary Resolution 5 comprises Directors' fees and benefits, including meeting allowances and other claimable benefits payable to the Non-Executive Directors of the Company, for the period from 31 July 2026 until the next Annual General Meeting of the Company to be held in 2027.

Payment of Directors' fees will be made on a monthly basis and/or as and when incurred.

9. Explanatory Note D for Ordinary Resolution 6

The Board Audit Committee and the Board have considered the re-appointment of Ernst & Young PLT as Auditors of the Company following the annual assessment of their suitability and independence, and have collectively agreed that Ernst & Young PLT have satisfied the relevant criteria prescribed under Paragraph 15.21 of the Main Market Listing Requirements of Bursa Securities.

10. Explanatory Note E for Ordinary Resolution 7

The proposed Ordinary Resolution 7, if passed, will empower the Group to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.4 of the Circular to Shareholders dated 29 May 2026 which are necessary for the Group's day-to-day operations and/or in the ordinary course of business of the Group on normal commercial terms and to facilitate the conduct of the Group's business in a timely manner. Details of the Proposed Shareholders' Mandate are set out in the Circular to Shareholders dated 29 May 2026 which is circulated together with the Annual Report 2026 of the Company.

Statement Accompanying Notice of the Annual General Meeting

Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Securities

INDIVIDUALS STANDING FOR ELECTION AS DIRECTORS AT THE 15TH AGM OF THE COMPANY

There is no individual standing for election as Director other than those Directors seeking re-election.

Details of the Directors standing for re-election are provided in the "Profiles of Board of Directors" on pages 122, 126, 128 and 129 of Annual Report 2026 and in the Notice of the 15th AGM. Their interests in the securities of the Company are disclosed in the "Analysis of Shareholdings" on pages 287 of Annual Report 2026.