

Notice of the Twenty Seventh Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Twenty Seventh Annual General Meeting (“**27th AGM**” or the “**Meeting**”) of Top Glove Corporation Bhd (“**Top Glove**” or the “**Company**”) will be held physically for the purpose of considering and, if thought fit, passing with or without any modification, the resolutions set out in this Notice:

Day and Date	: Thursday, 8 January 2026
Time	: 10:30 a.m.
Venue of Meeting	: TG Grand Ballroom Level 9, Top Glove Tower , 16, Persiaran Setia Dagang, Setia Alam, Seksyen U13, 40170 Shah Alam, Selangor Darul Ehsan, Malaysia
Time & Place of Registration	: From 8:30 a.m. onwards Level 2, Top Glove Tower , 16, Persiaran Setia Dagang, Setia Alam, Seksyen U13, 40170 Shah Alam, Selangor Darul Ehsan, Malaysia
Modes of Communication	: Email your questions to topglovecosec@topglove.com.my prior to the 27 th AGM of the Company no later than 10:30 a.m. on Wednesday, 7 January 2026

AGENDA

1. To receive the Audited Financial Statements for the financial year ended 31 August 2025 together with the Reports of the Directors and the Auditors thereon.

Please refer to Explanatory Note 1

2. To re-elect the following Directors who retire by rotation pursuant to Article 94 of the Company’s Constitution and being eligible, have offered themselves for re-election:

- (a) Tan Sri Dr Lim Wee Chai
- (b) Lim Cheong Guan
- (c) Datuk Dr. Norma Mansor

(Resolution 1)
(Resolution 2)
(Resolution 3)

Please refer to Explanatory Note 2

3. To re-elect the following Director who retires pursuant to Article 100 of the Company’s Constitution and being eligible, has offered herself for re-election:

- (a) Emelia Matrahah

(Resolution 4)

Please refer to Explanatory Note 3

4. To approve the payment of Directors’ fees for the financial year ended 31 August 2025.

Please refer to Explanatory Note 4

(Resolution 5)

5. To approve the payment of Directors’ benefits (excluding Directors’ fees) to the Non-Executive Directors up to an amount of RM200,000.00 from 9 January 2026 until the next Annual General Meeting of the Company to be held in year 2027.

Please refer to Explanatory Note 5

(Resolution 6)

6. 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 Directors to fix their remuneration.

Please refer to Explanatory Note 6

(Resolution 7)

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7. As Special Business

To consider and, if thought fit, with or without any modification, to pass the following resolutions, which will be proposed as Ordinary Resolutions:

(a) Ordinary Resolution No. 1

Authority to Issue Shares pursuant to the Companies Act 2016 (“the Act”) and Waiver of Pre-Emptive Rights

“**THAT** subject to the Act, the Constitution of the Company, and the approvals from Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and any relevant governmental/regulatory authority, the Directors of the Company be and are hereby empowered, pursuant to the Act, to issue and allot shares in the Company, at any time to such persons 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 issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being;

THAT pursuant to Section 85 of the Act to be read together with Article 58 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Sections 75 and 76 of the Act;

AND THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;

AND FURTHER THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

Please refer to Explanatory Note 7

(Resolution 8)

(b) Ordinary Resolution No. 2

Proposed Renewal of Share Buy-Back Authority

“**THAT** subject to the Companies Act 2016 (“**the Act**”), the Constitution of the Company, Bursa Malaysia Securities Berhad (“**Bursa Securities**”) Main Market Listing Requirements (“**Main LR**”) and the approvals of all relevant governmental and/or regulatory authorities (if any), the Company be and is hereby authorised to purchase such amount of ordinary shares in the Company (“**Proposed Share Buy-Back**”) as may be determined by the Board of Directors (“**Board**”) from time to time through Bursa Securities upon such terms and conditions as the Board may deem fit and expedient in the interest of the Company provided that the aggregate number of shares purchased pursuant to this resolution shall not exceed ten per centum (10%) of the total number of issued shares of the Company;

THAT the maximum amount of funds to be utilised for the Proposed Share Buy-Back shall not exceed the aggregate retained profits of the Company based on its audited financial statements for the financial year ended 31 August 2025 of RM2,874,579,000.00;

THAT at the discretion of the Board, the shares of the Company to be purchased are proposed to be cancelled and/or retained as treasury shares and/or distributed as dividends and/or resold on Bursa Securities and/or transferred the shares for the purposes of or under an employees’ share scheme in the manner as prescribed by the Act, rules, regulations, and orders made pursuant to the Act and Bursa Securities Main LR and any other relevant authorities for the time being in force;

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THAT such authority shall commence immediately upon the passing of this resolution until:

- (i) the conclusion of the next Annual General Meeting of the Company following this general meeting at which such resolution was passed, at which time it will lapse unless, by ordinary resolution passed at that Meeting, the authority is renewed, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which the next Annual General Meeting of the Company after that date is required by law to be held; or
- (iii) the authority is revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier;

AND THAT the Board be and is hereby authorised to take such steps to give full effect to the Proposed Share Buy-Back with full power to assent to any condition, modification, variation, and/or amendment as may be imposed by the relevant authorities and/or to do all such acts and things as the Board may deem fit and expedient in the best interest of the Company.”

Please refer to Explanatory Note 8

(Resolution 9)

8. To transact any other ordinary business for which due notice shall have been given

CHUA SIEW CHUAN

SSM PC No.: 201908002648

MAICSA No.: 0777689

Chartered Secretary

CHIN MUN YEE

SSM PC No.: 201908002785

MAICSA No.: 7019243

Chartered Secretary

HENG KAWAI

SSM PC No.: 202408000452

MAICSA No.: 7073520

Chartered Secretary

Shah Alam

10 December 2025

NOTES:

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 31 December 2025 (General Meeting Record of Depositors) shall be eligible to participate in the 27th AGM of the Company.
2. A member of the Company who is entitled to participate and vote at the 27th AGM of the Company is entitled to appoint more than one (1) proxy to participate, speak, and vote on his/her stead. A proxy may but need not be a member of the Company, and a member may appoint any person to be his/her proxy. There shall be no restriction as to the qualification of the proxy. A proxy appointed by the member shall have the same rights as the member to participate, speak, and vote at the 27th AGM of the Company.

The members, their proxies, or corporate representatives may submit questions to the Company via email at topglovecosec@topglove.com.my prior to the 27th AGM of the Company no later than 10:30 a.m. on Wednesday, 7 January 2026, or alternatively, may ask their questions directly during the Meeting.

3. 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 or representative and the duly registered power of attorney or other authority, if any, shall be in writing under the hand of the appointor or his/her attorney duly appointed under a power of attorney or, if such appointor is a corporation, either under its seal or under the hand of an officer or attorney duly appointed under a power of attorney.

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- 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 that the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
- The instrument appointing a proxy may be made via hardcopy or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 27th AGM of the Company or at any adjournment thereof:

(i) In Hardcopy Form

The Proxy Form shall be deposited at the Share Registrar’s office, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, Malaysia.

(ii) By Electronic Means

The Proxy Form shall be electronically lodged either by email to eservices@sshsb.com.my or by fax to +03 2094 9940 or via Securities Services ePortal’s platform at <https://sshsb.net.my/>. Please refer to the Securities Services ePortal User Guide in *Appendix I* of the Administrative Details on the procedures for electronic lodgement of Proxy Form via Securities Services ePortal.

For shareholders whose shares are traded on Singapore Exchange Securities Trading Limited, please refer to the instructions on the Voting Instruction (Form A) or Foreign Depository Proxy (Form B).

- The lodging of the Proxy Form does not preclude a member from attending and voting at the 27th AGM of the Company should he/she subsequently decide to do so, provided a notice of termination of proxy authority in writing is given to the Company and deposited with the Company’s Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan, Malaysia or via email to eservices@sshsb.com.my not less than forty-eight (48) hours before the time stipulated for holding the 27th AGM of the Company or any adjournment thereof.

EXPLANATORY NOTES:

1. Audited Financial Statements for the financial year ended 31 August 2025

The Audited Financial Statements under Agenda item 1 is meant for discussion only, as the provision of Section 340(1) of the Companies Act 2016 does not require the Audited Financial Statements to be formally approved by the shareholders of the Company. As such, this item has not been put forward for voting.

2. Re-election of Directors who retire by rotation pursuant to Article 94 of the Company’s Constitution

Article 94 of the Company’s Constitution provides that one-third (1/3) of the Directors of the Company, for the time being, shall retire by rotation at an Annual General Meeting (“**AGM**”) of the Company. All the Directors shall retire from office once at least in each three (3) years but shall be eligible for re-election.

The Board of Directors (“**Board**”), through the Board Nomination and Remuneration Committee, conducted an assessment of all Directors of the Company via the Board Effectiveness Evaluation 2025, facilitated by an independent expert, the Institute of Corporate Directors Malaysia. The Board is satisfied with the performance and contributions of the Directors who are retiring by rotation. A Fit and Proper assessment/declaration was also conducted by the Company Secretary, and the retiring Directors were found to have met the fit and proper criteria in terms of Character and Integrity, Experience and Competence, as well as Time and Commitment as set out in the Directors’ Fit and Proper Policy of the Company. In addition, the retiring Independent Directors have satisfied and complied with the independence criteria as prescribed under the relevant regulatory requirements. Accordingly, the Board has endorsed the Board Nomination and Remuneration Committee’s recommendation on the re-election of the retiring Directors.

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The Board has agreed to propose to the shareholders of the Company the re-election of the following Directors who are retiring in accordance with Article 94 of the Company's Constitution, based on the following justifications and statements of support:

Directors subject to re-election pursuant to Article 94	Statements of Support by the Board
Tan Sri Dr <u>Lim</u> Wee Chai	<ol style="list-style-type: none"> 1. He is the Founder of Top Glove and has dedicated over thirty (30) years of service to the Group. 2. He possesses extensive experience and in-depth knowledge in business and corporate governance, enabling sound decision-making that protects stakeholders' interests. 3. He demonstrates strong leadership and a clear strategic vision, with unwavering commitment and a pioneering approach that have laid a solid foundation for the Group's global success and long-term sustainability, ensuring a successful future for the Company and its stakeholders.
Lim Cheong Guan	<ol style="list-style-type: none"> 1. Appointed as Managing Director in 2022, he has served the Group for over twenty (20) years and possesses an in-depth understanding of the Group's operational processes. 2. He brings comprehensive expertise in financial management, demonstrates strong acumen in implementing effective financial strategies, and maintains robust investor relations and stakeholder engagement practices. 3. Recognised for his resilience and dedication, he remains steadfast in upholding the highest standards of integrity and accountability, consistently safeguarding the interests of the Group and its employees.
Datuk Dr. Norma Mansor	<ol style="list-style-type: none"> 1. As the Senior Independent Non-Executive Director, she has demonstrated exemplary commitment by dedicating substantial time and effort, achieving full attendance at all Board and Committee meetings, and ensuring informed, balanced and transparent decision-making in line with high governance standards. 2. She actively promotes constructive deliberations at Board meetings, contributing to high-quality discussions while fostering effective communication between the Board and Management to strengthen collaboration and alignment. 3. She plays a key role in facilitating open communication between the Board and Management and the formulation of strategic decisions that drive sustainable growth and commendable results for the Company.

Datuk Dr. Norma Mansor will complete her nine (9) years tenure as an Independent Director on 12 May 2026, and she will vacate her position on the Board in accordance with the Independent Director Tenure Policy adopted in 2021.

The profiles of the Directors standing for re-election under Agenda item 2 of the Notice of the 27th AGM are stated on pages 54, 55 and 56 of the Integrated Annual Report 2025.

3. Re-election of Director who retires pursuant to Article 100 of the Company's Constitution

Article 100 of the Company's Constitution provides that the Directors shall have power at any time and from time to time to appoint any other person to be a Director of the Company 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 maximum number fixed by the Company's Constitution. Any Director so appointed shall hold office only until the next AGM of the Company, when he/she shall retire but shall then be eligible for re-election, but he/she shall not be taken into account in determining the Directors who are to retire by rotation at the meeting.

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The Board has agreed to propose to the shareholders of the Company the re-election of the following Director who is retiring in accordance with Article 100 of the Company's Constitution, based on the following justifications and statements of support:

Directors subject to re-election pursuant to Article 100	Statements of Support by the Board
Emelia Matrahah	<ol style="list-style-type: none"> 1. She possesses extensive experience across diverse industries, particularly in finance, governance, and information technology-related fields, enabling her to contribute valuable insights and independent perspectives that enhance the quality of Board deliberations. 2. With a strong background in technology and innovation, she is well-positioned to guide the Company in navigating digital transformation and to provide strategic advice on leveraging technology to enhance operational efficiency and drive sustainable long-term growth.

The profile of the Director standing for re-election under Agenda item 3 of the Notice of the 27th AGM is stated on page 58 of the Integrated Annual Report 2025.

Any Director referred to in Resolutions 1 to 4, who is also a shareholder of the Company, will abstain from voting on the resolution concerning his/her re-election at the 27th AGM of the Company. All retiring Directors have complied with the Group's Conflict of Interest Policy.

4. Determination and Payment of Directors' Fees

Pursuant to Paragraph 7.24 of Bursa Malaysia Securities Berhad ("**Bursa Securities**") Main Market Listing Requirements ("**Main LR**"), the fees of Directors and any benefits payable to Directors shall be subject to annual shareholders' approval at a general meeting. Therefore, shareholders' approval is sought for the payment of Directors' fees amounting to RM1,088,000.00 for the financial year ended 31 August 2025.

The following table outlines the Directors' fees structure for the financial year ended 31 August 2025:

		Annual Fees (RM)
Board	Executive Chairman	127,000
	Managing Director	109,000
	Executive Director and Non-Executive Director	101,000
	Senior Independent Non-Executive Director	108,000
Board Audit Committee		7,000
Board Risk, Investment and Compliance Committee		7,000
Board Nomination and Remuneration Committee		7,000
Board Sustainability Committee		7,000

5. Directors' Benefits (excluding Directors' Fees)

The Directors' benefits (excluding Directors' fees) comprise meeting allowances payable to the Non-Executive Directors of the Company. The meeting allowances are fixed as follows:

Type of Meeting	Meeting Allowance per Meeting (RM)			
	Chairman		Non-Executive Director/Member	
	Physical	Virtual	Physical	Virtual
Board	Nil	Nil	1,500	1,000
General	Nil	Nil	1,500	1,000
Board Committee	1,200	900	1,000	750

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In determining the estimated total Directors' benefits (excluding Directors' fees) for the period commencing 9 January 2026 until the next AGM of the Company ("**Relevant Period**"), the size of the Board and Board Committees, as well as the estimated number of meetings scheduled to be held during the Relevant Period, were taken into consideration. Hence, the Board recommends an estimated total amount of RM200,000.00 for the Relevant Period.

Subject to the shareholders' approval of Resolutions 5 and 6, the payment of Directors' fees will be made to the Directors of the Company after the 27th AGM of the Company, while the Directors' benefits will be paid by the Company as and when incurred. The Board opined that the payments to the Directors of the Company are fair and reasonable, taking into account their roles, responsibilities and services rendered to the Company.

Directors who are also shareholders of the Company will abstain from voting on the resolutions pertaining to the fees and benefits payable to them.

6. Re-appointment of Auditors

The Board Audit Committee and the Board have considered the re-appointment of Ernst & Young PLT as Auditors of the Company and are satisfied with their performance, competency, audit approach, and independence. The Board and Board Audit Committee are of the view that Ernst & Young PLT have met the relevant criteria prescribed by Paragraph 15.21 of Bursa Securities Main LR.

Accordingly, the Board has endorsed the Board Audit Committee's recommendation to seek shareholders' approval for the re-appointment of Ernst & Young PLT as the External Auditors of the Company, to hold office until the conclusion of the next AGM of the Company, and to authorise the Directors to fix their remuneration.

7. Authority to Issue Shares pursuant to the Act and Waiver of Pre-Emptive Rights

The proposed adoption of Ordinary Resolution No. 1 is for the purpose of waiving the statutory pre-emptive rights of shareholders of the Company ("**Waiver of Pre-Emptive Rights**") and granting a renewed general mandate ("**General Mandate**") and empowering the Directors of the Company, pursuant to the Act, to issue and allot new shares in the Company from time to time provided that the aggregate number of shares issued pursuant to the General Mandate does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being. The General Mandate, unless revoked or varied by the Company in the general meeting, will expire at the conclusion of the next AGM of the Company.

The Waiver of Pre-Emptive Rights will allow the Directors of the Company to issue new shares of the Company, which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

The General Mandate will provide flexibility to the Company for allotment of shares for any possible fundraising activities, including but not limited to placement of shares for the purpose of funding future investment project(s), working capital, and/or acquisition(s).

As of the date of this Notice, there were no new shares issued pursuant to the mandate granted to the Directors of the Company at the Twenty Sixth ("**26th**") AGM of the Company held on 15 January 2025 and which will lapse at the conclusion of the 27th AGM of the Company.

8. Proposed Renewal of Authority for Share Buy-Back

The proposed adoption of Ordinary Resolution No. 2 is for the purpose of renewing the authority granted by the shareholders of the Company at the 26th AGM of the Company held on 15 January 2025. The aforesaid proposed renewal will allow the Board to exercise the power of the Company to purchase not more than ten per centum (10%) of the total number of issued shares of the Company at any time within the period stipulated in Bursa Securities Main LR.

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Personal Data Privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate and vote at the 27th AGM of the Company 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 27th AGM of the Company (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 27th AGM of the Company (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing requirements, 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.

STATEMENT ACCOMPANYING NOTICE OF AGM

As of the date of this Notice, no individuals are standing for election as Directors (excluding the above Directors who are standing for re-election) at this 27th AGM of the Company.

Administrative Details for the 27th AGM



Scan the QR code to view the Administrative Details for the 27th AGM



https://tgapp.topglove.com/IAR/2025/Administrative_Details/index.php

Proxy Form



Scan the QR code to view the Proxy Form



https://tgapp.topglove.com/IAR/2025/Proxy_Form/index.php

Voting Instruction Form ("VIF") (Form A) or Foreign Depository Proxy ("FDP") (Form B)



For shareholders whose shares are traded on Singapore Exchange Securities Trading Limited, scan the QR code to view the VIF (Form A) or FDP (Form B)



https://tgapp.topglove.com/IAR/2025/VIFA_FDPB/index.php