

THIS STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

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KEYFIELD INTERNATIONAL BERHAD
Registration No.: 202001038989 (1395310-M)
(Incorporated in Malaysia)

STATEMENT TO SHAREHOLDERS

IN RELATION TO THE

**PROPOSED SHAREHOLDERS’ MANDATE FOR THE COMPANY TO PURCHASE ITS
OWN SHARES UP TO TEN PER CENTUM (10%) OF THE TOTAL NUMBER OF ISSUED
SHARES**

(“PROPOSED SHARE BUY-BACK MANDATE”)

The ordinary resolution in respect of the above proposal will be tabled as Special Business at the Fourth Annual General Meeting of the Company (“4th AGM”) of KEYFIELD INTERNATIONAL BERHAD (“KIB” or the “Company”), which will be held at Merbau 1 Room, Crowne Plaza Kuala Lumpur City Centre, No.22, Menara 8, Jalan Yap Kwan Seng, 50450 Kuala Lumpur, Malaysia on Thursday, 29 May 2025 at 10.30 a.m. or at any adjournment thereof.

The aforesaid ordinary resolution as contained in the Notice of the 4th AGM and the Proxy Form as well as this Statement to Shareholders are sent together with the Company’s 2024 Annual Report, which are also available online on the Company’s corporate website at <https://keyfieldoffshore.com>.

You are entitled to attend, participate, speak and vote at the AGM, or to appoint a proxy or proxies to attend, participate, speak and vote on your behalf. In such event, the completed and signed Proxy Form should be lodged with Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or the drop box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or submit the proxy appointment electronically via the Share Registrar’s website, at <https://tiih.online>, not less than 48 hours before the time holding the AGM or at any adjournment thereof.

Last date and time for lodging the Proxy Form: Tuesday, 27 May 2025, 10.30 a.m.

Date and time of the 4th AGM: Thursday, 29 May 2025, 10.30 a.m.

This Statement is dated 25 April 2025.

DEFINITIONS

For the purpose of this Statement, except where the context otherwise requires, the following definitions shall apply throughout this Statement:-

“Act”	: Companies Act, 2016 of Malaysia, as amended from time to time including any re-enactment thereof
“AGM”	: Annual General Meeting of the Company
“Board” or “Directors”	: Board of Directors of Keyfield
“Bursa Securities”	: Bursa Malaysia Securities Berhad [200301033577 (635998-W)]
“Code”	: Malaysian Code on Take-Overs and Mergers 2016 together with the Rules on Take-Overs, Mergers and Compulsory Acquisitions, including any amendments thereof
“EPS”	: Earnings per Share
“Keyfield Group” or “Group”	: KIB and its subsidiaries
“Keyfield”, “KIB” or “Company”	: Keyfield International Berhad [202001038989 (1395310-M)]
“Listing Requirements”	: Main Market Listing Requirements of Bursa Securities including any amendment thereto that may be made from time to time
“LPD”	: 28 March 2025, being the latest practicable date prior to the printing of this Statement
“NA”	: Net assets
“Purchased Shares”	: In accordance with Section 127 of the Act, the Shares purchased pursuant to the Proposed Share Buy-Back Mandate
“RM and sen”	: Ringgit Malaysia and sen respectively
“SC”	: Securities Commission Malaysia
“Share(s)”	: Ordinary share(s) in Keyfield
“Shareholder(s)”	: Shareholders of KIB
“Share Registrar” or “TIIH”	: Tricor Investor & Issuing House Services Sdn. Bhd.
“Substantial Shareholder(s)”	: Shall have the meaning in Section 136 of the Act
“Statement”	: Share Buy-Back Statement to Shareholders in relation to the Proposed Share Buy-Back Mandate

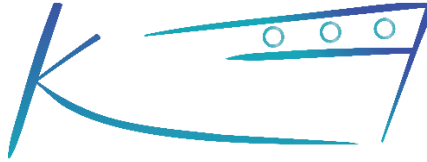
All reference to “we”, “us”, “our” and “ourselves” are to the Company, and where the context otherwise requires, our subsidiaries. All references to “you” and “your” are to the shareholders of the Company. Words incorporating the singular shall, where applicable, include the plural and vice versa, and words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Any reference to persons shall include a corporation, unless otherwise specified.

Any reference in this Statement to any statutes, rules, regulations or rules of the stock exchange is a reference to such statutes, rules, regulations or rules of the stock exchange currently in force and as may be amended from time to time and any re-enactment thereof.

Any reference to a time or date in this Statement shall be a reference to Malaysian time, unless otherwise stated. Any discrepancy in the tables included in this Statement between the amounts listed, actual figures and the totals thereof are due to rounding.

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KEYFIELD INTERNATIONAL BERHAD

Registration No.: 202001038989 (1395310-M)
(Incorporated in Malaysia)

Registered Office:
Level 5, Guoco Tower,
6 Jalan Damanlela,
Damansara City,
Bukit Damansara,
50490 Kuala Lumpur,
Malaysia

25 April 2025

Board of Directors:

Puan Haida Shenny Binti Hazri (*Independent Non-Executive Chairperson*)
Dato' Kee Chit Huei (*Group Chief Executive Officer, Executive Director*)
Encik Mohd Erwan Bin Ahmad (*Group Chief Operating Officer, Executive Director*)
Puan Julannar Binti Abd Kadir (*Independent Non-Executive Director*)
Mr Lim Chee Hwa (*Independent Non-Executive Director*)
Mr Chia Chee Hoong (*Independent Non-Executive Director*)

To: The Shareholders of Keyfield International Berhad

Dear Sir/Madam,

PROPOSED SHARE BUY-BACK MANDATE

1. INTRODUCTION

Our Board had on 15 April 2025 announced to Bursa Securities that the Company intends to seek shareholders' approval for the Proposed Share Buy-Back Mandate to purchase its own shares at the 4th AGM of the Company.

The purpose of this Statement is to provide you with relevant information in relation to the Proposed Share Buy-Back Mandate and to seek your approval on the ordinary resolution pertaining to the Proposed Share Buy-Back Mandate to be tabled at the forthcoming 4th AGM of the Company. The Notice of the 4th AGM and the Proxy Form are enclosed in the Company's 2024 Annual Report which are available online on the Company's corporate website at <https://keyfieldoffshore.com/ir-home/>.

SHAREHOLDERS ARE ADVISED TO READ THE CONTENTS OF THIS STATEMENT CAREFULLY BEFORE VOTING ON THE RESOLUTION PERTAINING TO THE PROPOSED SHARE BUY-BACK MANDATE AT THE FORTHCOMING AGM.

2. DETAILS OF THE PROPOSED SHARE BUY-BACK MANDATE

The Company proposes to seek the approval from the shareholders of the Company at the forthcoming 4th AGM for the Proposed Share Buy-Back Mandate. The purchase of the Shares by the Company from the open market on Bursa Securities will be made through a stockbroker to be appointed by the Company.

The authorisation for the Proposed Share Buy-Back Mandate will be effective immediately upon the passing of the ordinary resolution for the Proposed Share Buy-Back Mandate until:

- (a) the conclusion of the next AGM of KIB following at which time the authority shall lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
 - (b) the expiration of the period within which the next AGM is required by law to be held; or
 - (c) revoked or varied by ordinary resolution of the shareholders in a general meeting,
- whichever occurs first.

2.1 Maximum Number or Percentage of Shares to be Buy-Back

The maximum number of Shares which may be purchased by the Company shall not exceed ten percent (10%) of the total number of issued shares of the Company at any point in time in compliance with Paragraph 12.09 of the Listing Requirements. The actual number of Shares to be purchased by the Company pursuant to the Proposed Share Buy-Back Mandate, the total amount of funds involved for each purchase and the timing of the purchase(s) will depend on *inter-alia*, the market conditions and sentiments, the availability of financial resources and the retained profits of the Company at the time of the purchase(s).

As at the LPD, the total issued Shares of the Company is 804,779,800. For illustrative purposes, the maximum number of Shares that may be purchased is as follows:

	Minimum Scenario Number of Shares	Maximum Scenario Number of Shares
Total number of issued Shares as at the LPD	804,779,800 ⁽¹⁾	804,779,800 ⁽¹⁾
Assuming full exercise of the ESOS options	-	21,840,200 ⁽²⁾
Enlarged total number of issued Shares	804,779,800	826,620,000
Maximum number of Shares that may be purchased pursuant to the Proposed Share Buy-Back Mandate	80,477,980	82,662,000

Notes:

- (1) Including a total of 4,779,800 ESOS shares that have been exercised, as of the LPD.
- (2) Assuming all remaining ESOS options which have been granted and accepted to date, will be fully vested and exercised. To date, the number of ESOS granted and accepted is 26,620,000 ESOS options of which 4,779,800 have been vested and exercised.

2.2 Funding

The Proposed Share Buy-Back Mandate will be funded by internally generated funds and/or if applicable, borrowings or a combination of both. Under the Listing Requirements, the maximum funds to be utilised for the purchase of the Shares shall not exceed the level of retained profits of the Company. Accordingly, the Board shall allocate an amount of funds which will not exceed the aggregate retained profits of the Company in respect of any purchase of Shares pursuant to the Proposed Share Buy-Back Mandate. Based on the latest audited financial statements of the Company as at 31 December 2024, the retained profits of the Company stood at RM13.0 million. The retained profits of the Company may increase should our subsidiaries declare dividends in the future.

The actual number of Shares to be purchased, the total amount of funds to be utilised, impact on cash flows and the timing of the purchase(s) will depend on the prevailing enquiry market conditions and sentiments as well as the financial resources available to the Company at the time of the purchase(s).

2.3 Ranking

While the Purchased Shares are held as treasury shares, Section 67A (3C) of the Act states that the rights attached to them as to voting, dividends and participation in other distributions or otherwise are suspended and the treasury shares shall not be taken into account in calculating the number or percentage of Shares or of a class of Shares for any purposes including substantial shareholding, takeovers, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on a resolution at a meeting.

3. TREATMENT OF PURCHASED SHARES

The Shares purchased may be dealt by our Board in the following manner:

- (i) To cancel all or part of the Purchased Shares;
- (ii) To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;
- (iii) To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
- (iv) To resell all or part of the treasury shares;
- (v) To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;
- (vi) To transfer all or part of the treasury shares as purchase consideration;
- (vii) To sell, transfer or otherwise use the shares for such other purposes as the Minister charged with the responsibility for companies may by order prescribe; and/or
- (viii) To deal with the treasury shares in the manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

The actual treatment of the Shares purchased would depend on, *inter-alia*, the prevailing equity market conditions and our financial position at the time of the purchase(s).

Upon each purchase of Shares, an immediate announcement will be made to Bursa Securities in respect of our Board's decision on the treatment of the Shares purchased.

4. RATIONALE FOR THE PROPOSED SHARE BUY-BACK MANDATE

The Proposed Share Buy-Back Mandate would enable the Group to utilise its surplus financial resources to purchase our Shares when appropriate and at prices which our Board views as undervalued. If such Shares purchased are resold on Bursa Securities at a higher price than their cost of purchase, the Group can realise a potential gain in reserves without affecting our total issued share capital. The Proposed Share Buy-Back Mandate may stabilise the supply and demand of the Shares and reduce the volatility of our share prices.

The Shares purchased may be cancelled at such time(s) when our Board is of the view that there is excess share capital and wish to reduce the number of Shares in circulation. The treasury shares may also be distributed to our shareholders as share dividends, and if so, this will serve to reward shareholders.

5. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED SHARE BUY-BACK MANDATE

The potential advantages of the Proposed Share Buy-Back Mandate to the Company and its shareholders are as follows:

- (i) the Proposed Share Buy-Back Mandate, if implemented, will allow the Company to utilise its surplus financial resources not immediately required for use, to purchase the Shares. If the Shares purchased are held as treasury shares or cancelled, the Proposed Share Buy-Back Mandate would effectively reduce the number of Shares carrying voting and participation rights. Consequently (whether the Shares purchased are held as treasury shares or cancelled) all else being equal, the EPS of the Company may be enhanced as the earnings of Keyfield would be divided by a reduced number of Shares;
- (ii) the Proposed Share Buy-Back Mandate may also stabilise the supply and demand of the Shares traded on the stock market of Bursa Securities which will reduce the volatility of the share prices. The stability of the share prices is important to maintain investors' confidence in order to facilitate future fundraising exercises of the Company via the equity market;
- (iii) the Proposed Share Buy-Back Mandate will provide the Company the opportunities for potential capital gains if the Purchased Shares which are retained as treasury shares are resold at prices higher than the purchase prices and such proceeds may be subsequently used for investment opportunities arising in the future, working capital and/or to be distributed as dividends to shareholders; and
- (iv) in the event the treasury shares are distributed as share dividends, it may serve to reward the shareholders of Keyfield.

The potential disadvantages of the Proposed Share Buy-Back Mandate to the Company and its shareholders are as follows:

- (i) the Proposed Share Buy-Back Mandate, if implemented, will reduce the amount of financial resources available for distribution to the shareholders of the Company;
- (ii) if the Company decides to utilise bank borrowings to finance the Proposed Share Buy-Back Mandate, the cash flow of the Company may be affected to the extent of the interest costs associated with such borrowings; and

- (iii) as the Proposed Share Buy-Back Mandate must be made wholly out of the Company's retained profits, the amount of retained profits available for distribution as dividends to the shareholders will be reduced accordingly.

The Proposed Share Buy-Back Mandate, however, is not expected to have any potential material disadvantages to the Company and its shareholders, as it will be implemented only after in-depth consideration of the financial resources of Keyfield which needs to be balanced against investment opportunities and other proposals that can enhance the value to its shareholders. The Board is mindful of the interests of the Company and its shareholders with respect to the above exercise.

6. FINANCIAL EFFECTS OF THE PROPOSED SHARE BUY-BACK MANDATE

The financial effects of the Proposed Share Buy-Back Mandate on the share capital, NA, working capital, earnings, and shareholdings of Directors and Substantial Shareholders of the Company or Group are set out below:

6.1 Share Capital

The effect of the Proposed Share Buy-Back Mandate on the issued share capital of the Company will depend on whether the Purchased Shares are cancelled or retained as treasury shares. The Proposed Share Buy-Back Mandate will result in a reduction of the issued share capital of the Company if the Purchased Shares are cancelled.

On the assumption that the Proposed Share Buy-Back Mandate is carried out in full and all the Shares so acquired are subsequently cancelled, the Proposed Share Buy-Back Mandate will result in the total number of issued shares of the Company as at the LPD to be reduced as follows:

	Minimum Scenario Number of Shares	Maximum Scenario Number of Shares
Issued share capital as at LPD	804,779,800	826,620,000
Less: Maximum number of Shares that may be purchased and cancelled pursuant to the Proposed Share Buy-Back Mandate	(80,477,980)	(82,662,000)
Resultant issued share capital after cancellation of Shares purchased under the Proposed Share Buy-Back Mandate	724,301,820	743,958,000

As stated in Section 2.2 above, the audited retained earnings of the Company as at 31 December 2024 was RM13.0 million. Based on such retained earnings and Keyfield's share price of RM2.18 as at the LPD, the maximum number of Shares that can be purchased under the Proposed Share Buy-Back Mandate will be approximately 6.0 million Shares.

In the event that all the Shares so purchased are retained as treasury shares and not to be cancelled, the Proposed Share Buy-Back Mandate will not have any impact on the total number of issued shares of the Company.

6.2 NA and Gearing

The effects of the Proposed Share Buy-Back Mandate on our consolidated NA per share would depend on the purchase prices paid and number of Shares purchased.

The Proposed Share Buy-Back Mandate will reduce the consolidated NA per Share if the purchase price exceeds the consolidated NA per Share at the time of purchase. However, the consolidated NA per Share will increase if the purchase price is less than the consolidated NA per Share at the time of purchase.

If the Shares purchased are held as treasury shares and subsequently resold on Bursa Securities, the consolidated NA per Share upon the resale will increase if the Company realises a gain from the resale, and vice-versa. If the treasury shares are distributed as share dividends, the Group's NA will decrease by the cost of the treasury shares.

The effect of the Proposed Share Buy-Back Mandate on our gearing will depend on the proportion of borrowings/financing utilised, if applicable, to fund any purchase of Shares. The utilisation of any borrowings to fund the purchase of any Shares will increase our gearing.

6.3 Working Capital

The Proposed Share Buy-Back Mandate, as and when implemented, is likely to reduce the working capital of the Group, the quantum of which depends on the purchase prices of the Shares purchased, the actual number of Shares purchased and any associated costs incurred in making the purchase.

For Shares purchased which are kept as treasury shares, upon their resale, the working capital and the cash flow of the Group may increase with the receipt of the proceeds of the resale. The quantum of the increase in the working capital and cash flow will depend on the actual selling price(s) of the treasury shares, the number of treasury shares resold and any associated costs incurred in undertaking the sale.

6.4 Earnings

The effects of the Proposed Share Buy-Back Mandate on the earnings of the Group would depend on the purchase price(s) and number of Shares purchased as well as the effective funding and/or interest income foregone in connection with funding such Purchased Shares. The reduced issued share capital as a consequence to the Proposed Share Buy-Back Mandate will generally, all else being equal, has a positive impact on the Group's EPS.

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6.5 Directors' and Substantial Shareholders' Interests

Save for the inadvertent increase in the percentage of shareholdings and/or voting rights of the shareholders as a consequence of the Proposed Share Buy-Back Mandate, none of the Directors and substantial shareholders of Keyfield nor persons connected to them has any interest, direct or indirect, in the Proposed Share Buy-Back Mandate and, if any, the resale of the treasury shares.

The following tables illustrate the effects on the shareholdings of the Directors and substantial shareholders of the Company as at LPD, being the most practicable date prior to the printing of this Statement, assuming that Keyfield implements the Proposed Share Buy-Back Mandate in full and that the Shares purchased are from public shareholders: -

Directors' Shareholding

Name of Directors	As at LPD				Assuming the Proposed Share Buy-Back Mandate is Implemented in Full (Minimum Scenario)			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Haida Shenny Binti Hazri	145,200	0.02	-	-	145,200	0.02	-	-
Dato' Kee Chit Huei	182,288,570	22.65	⁽¹⁾ 35,503,026	4.41	182,288,570	25.17	⁽¹⁾ 35,503,026	4.90
Mohd Erwan Bin Ahmad	48,610,392	6.04	-	-	48,610,392	6.71	-	-
Julannar Binti Abd Kadir	129,500	0.02	-	-	129,500	0.02	-	-
Lim Chee Hwa	335,000	0.04	⁽²⁾ 55,000	0.01	335,000	0.05	⁽²⁾ 55,000	0.01
Chia Chee Hoong	275,000	0.03	-	-	275,000	0.04	-	-

Substantial Shareholders' Shareholding

Name of Substantial Shareholders	As at LPD				Assuming the Proposed Share Buy-Back Mandate is Implemented in Full (Minimum Scenario)			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Lavin Group Sdn. Bhd.	216,181,818	26.86	-	-	216,181,818	29.85	-	-
Calvin Lau Chuen Yien	-	-	⁽³⁾ 216,181,818	26.86	-	-	⁽³⁾ 216,181,818	29.85
Dato' Kee Chit Huei	182,288,570	22.65	⁽¹⁾ 35,503,026	4.41	182,288,570	25.17	⁽¹⁾ 35,503,026	4.90
Datin Ooi Soo Ping	34,724,026	4.31	⁽¹⁾ 183,067,570	22.75	34,724,026	4.79	⁽¹⁾ 183,067,570	25.28
Mohd Erwan Bin Ahmad	48,610,392	6.04	-	-	48,610,392	6.71	-	-

Notes:-

- ⁽¹⁾ Deemed interested by virtue of his/her spouse's shareholdings in the Company and his/her interests in Quaywealth Ventures Sdn Bhd pursuant to Section 8 of the Companies Act 2016.
- ⁽²⁾ Deemed interested by virtue of his child's interest pursuant to Section 59 of the Companies Act 2016.
- ⁽³⁾ Deemed interested by virtue of his interest in Lavin Group Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

7. PUBLIC SHAREHOLDING SPREAD

As at LPD, the public shareholding spread of the Company was 39.85%. The Proposed Share Buy-Back Mandate will be carried out in accordance with the prevailing laws at the time of the purchase including compliance with 25% public shareholding spread as required under Paragraph 8.02(1) of the Listing Requirements.

The Board will endeavour to ensure that the Company complies with the public shareholding spread requirements and shall not buy back the Company's Shares if the purchase would result in the public shareholding spread requirements not being met.

8. MARKET PRICE OF COMPANY'S SHARES

The following table sets out the monthly highest and lowest prices of Keyfield's Shares traded on Bursa Securities for the past twelve (12) months from 22 April 2024, being the date of Keyfield's listed on Bursa Securities up to the LPD as follows:

	High (RM)	Low (RM)
2024		
April	1.95	1.70
May	2.48	1.76
June	2.53	2.25
July	2.79	2.38
August	2.90	2.06
September	2.46	1.93
October	2.36	2.04
November	2.39	2.10
December	2.24	2.06
2025		
January	2.60	2.18
February	2.45	2.01
March	2.30	1.72

The last transacted price of Keyfield on 28 March 2025 being the LPD was RM2.18.

(Source: Bursa Securities)

9. APPROVAL REQUIRED

The Proposed Share Buy-Back Mandate is subject to the approval of shareholders at the forthcoming 4th AGM.

10. IMPLICATIONS OF THE PROPOSED SHARE BUY-BACK MANDATE RELATING TO THE CODE

If any one of the Directors, Substantial Shareholders and/or their respective parties acting in concert with them, as a result of the Proposed Share Buy-Back Mandate:

- (a) obtains control in the Company (which is the holding of, or entitlement to exercise or control the exercise of, more than 33% of the voting shares or voting rights of the Company); or
- (b) increases his/her/their existing shareholdings of the Company (which is more than 33% but not more than 50% of the voting shares or voting rights of the Company) by more than 2% in any six (6) months period;

the affected Director(s), Substantial Shareholder(s) and/or party(ies) acting in concert with them ("Affected Person(s)") would be obliged to undertake a mandatory offer for the remaining Shares not already owned by them pursuant to the Code. However, a waiver to undertake a mandatory offer may be granted by the SC under the Code upon application by the Affected Person(s) before triggering the mandatory offer and subject to the affected Director(s), Substantial Shareholder(s) and/or party(ies) acting in concert with them complying with certain conditions.

The Board is aware of the implications of the Code and will be mindful of such implications when making any purchase of Shares pursuant to the Proposed Share Buy-Back Mandate.

However, in the event an obligation to undertake a mandatory offer is expected to arise with respect to any party(ies) resulting from the Proposed Share Buy-Back Mandate, which is an action outside its direct participation, the relevant party(ies) will make necessary application to the SC for an exemption from undertaking a mandatory offer pursuant to the Code prior to any buy-back of the Shares.

11. PURCHASE OF KEYFIELD'S OWN SHARES OR RESALE/TRANSFER OR CANCELLATION OF TREASURY SHARES IN THE PAST TWELVE (12) MONTHS

There is no purchase of Keyfield's own Shares, resale/transfer or cancellation of treasury shares in the past 12 months.

12. DIRECTORS' RECOMMENDATION

Your Directors, after careful deliberation, are of the opinion that the Proposed Share Buy-Back Mandate is in the best interest of the Company. Accordingly, your Directors recommend that you vote in favour of the ordinary resolution to give effect to the Proposed Share Buy-Back Mandate at the forthcoming 4th AGM.

13. ANNUAL GENERAL MEETING

The ordinary resolution to approve the Proposed Share Buy-back Mandate is set out in the Notice of the 4th AGM contained in Keyfield's Annual Report 2024, which is sent to you together with this Statement. The 4th AGM will be held at Merbau 1 Room, Crowne Plaza Kuala Lumpur City Centre, No.22, Menara 8, Jalan Yap Kwan Seng, 50450 Kuala Lumpur, Malaysia on Thursday, 29 May 2025 at 10.30 a.m.

If you are unable to attend in person at the 4th AGM, the appointment of a proxy may be made 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 AGM or adjourned general meeting at which the person named in the appointment proposes to vote:

(i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or the drop box located at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

(ii) By electronic form

In the case of an appointment of a proxy made in electronic form, the proxy form must be deposited via the TIIH Online website at <https://tiih.online>. Please refer to the Administrative Guide for the 4th AGM on the electronic lodgement of the Proxy Form.

The lodging of the Proxy Form will not preclude you from attending and voting in person at the 4th AGM should you subsequently wish to do so.

14. FURTHER INFORMATION

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

Yours faithfully,
For and on behalf of the Board of Directors
KEYFIELD INTERNATIONAL BERHAD

DATO' KEE CHIT HUEI
Group Chief Executive Officer and Executive Director

FUTHER INFORMATION

1. RESPONSIBILITY STATEMENT

This Statement has been reviewed and approved by the Directors of Keyfield, and they individually and collectively accept full responsibility for the accuracy of the information contained herein and confirm that after having made 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(s) in this Statement misleading.

2. DOCUMENTS FOR INSPECTION

The following documents are available for inspection at the Company Registered Office at Level 5, Guoco Tower, 6 Jalan Damanlela, Damansara City, Bukit Damansara, 50490 Kuala Lumpur, Malaysia. During normal business hours from 8.30 a.m. to 5.30 p.m., Monday to Friday (except for Public Holidays) from the date of this Statement up to and including the date of the 4th AGM:

- (a) Constitution of the Company; and
- (b) Audited Financial Statements of the Company for the past two financial years ended 31 December 2023 and 31 December 2024.