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 advisers immediately.

Bursa Malaysia Securities Berhad ("Bursa Securities") has not perused the content of this Circular to Shareholders in relation to the Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Circular") as it is an exempt document pursuant to Practice Note 18 of the Main Market Listing Requirements.

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.

THRIVEN GLOBAL BERHAD

[Registration No. 198901005042 (182350-H)]
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS

IN RELATION TO THE

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

The Notice of the 36th Annual General Meeting ("**AGM**") of Thriven Global Berhad ("**Thriven**") to be held on **Tuesday, 17 June 2025** at **2.00 p.m.** at LMP Events, Lumi Marketplace, Ground Floor, Unit PR-01, Lumi Tropicana, No. 2, Persiaran Tropicana, PJU 3, 47410 Petaling Jaya, Selangor Darul Ehsan is sent together with this Circular.

You are requested to complete, sign and return the Proxy Form attached with the Notice of AGM and deposit it at Boardroom Share Registrar Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the date and time for holding the meeting, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking of the poll, if you are not able to attend the AGM. The completion and lodging of the Proxy Form will not preclude you from attending and voting in person at the AGM should you subsequently wish to do so.

Last date and time for lodging the Proxy Form	:	Sunday, 15 June 2025 at 2.00 p.m.
Date and time of AGM	:	Tuesday, 17 June 2025 at 2.00 p.m.

This Circular is dated 30 April 2025

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Circular:

"Act"	:	The Malaysian Companies Act 2016 as amended from time to time and any re-enactment thereof
"AGM"	:	Annual General Meeting
"Board"	:	The Board of Directors of Thriven
"Bursa Securities"	:	Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
"Director(s)"	:	Shall have the meaning given in Section 2 of the Capital Markets and Services Act, 2007 and 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 director or a chief executive of the Company, its subsidiary or holding company
"Listing Requirements"	:	The Main Market Listing Requirements of Bursa Securities, as amended from time to time and any re-enactment thereof
"Major Shareholder(s)"	:	A person who has an interest or interests in one or more voting shares in a company and the number or aggregate number of those shares, is – (a) 10% or more of the total number of voting shares in the company; or (b) 5% or more of the total number of voting shares in the company where such person is the largest shareholder of the company. For the purpose of this definition, "interest" shall have the meaning of "interest in shares" given in Section 8 of the Act
"MCCG"	:	Malaysian Code of Corporate Governance 2021
"Percentage Ratios"	:	Percentage ratios calculation prescribed under Paragraph 10.02(g) of the Listing Requirements to determine amongst others, the requirement to obtain shareholders' approval for transaction(s) entered into between the listed issuer or its subsidiaries as set out under Chapter 10 of the Listing Requirements
"Person(s) Connected"	:	Shall have the same meaning as defined in Chapter 1 of the Listing Requirements
"Proposal"	:	Proposed Renewal of Shareholders' Mandate.
"Proposed Renewal of Shareholders' Mandate"	:	Proposed renewal of shareholders' mandate for RRPT as specified in Section 2.3.1 of this Circular to be entered into by Thriven Group from the date of the forthcoming AGM until the conclusion of the next AGM of the Company

"RRPT"	:	Related party transactions which are recurrent, of a revenue or trading nature and which are necessary for Thriven Group's day-to-day operations and are in the ordinary course of business
"Related Party(ies)"	:	Director(s), Major Shareholder(s) or Person(s) Connected with such Director(s) or Major Shareholder(s)
"RM"	:	Ringgit Malaysia
"Thriven" or "the Company"	:	Thriven Global Berhad [Registration No. 198901005042 (182350-H)]
"Thriven Group" or "the Group"	:	Collectively, Thriven and its subsidiaries
"Annual Report 2024"	:	Annual Report of Thriven issued for the financial year end 31 December 2024

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

THRIVEN GLOBAL BERHAD
[Registration No. 198901005042 (182350-H)]
(Incorporated in Malaysia)

Registered Office:
PS1-08, Lumi Tropicana
No. 2, Persiaran Tropicana
PJU 3
47410 Petaling Jaya
Selangor Darul Ehsan

30 April 2025

Board of Directors:
Datuk Fakhri Yassin Bin Mahiaddin *(Executive Chairman)*
Ghazie Yeoh Bin Abdullah *(Group Managing Director)*
Dato' Low Keng Siong *(Executive Director)*
Datuk Azrulnizam Bin Abdul Aziz *(Independent Non-Executive Director)*
Lee Eng Leong *(Non-Independent Non-Executive Director)*
Cindy Toh Siu Mei *(Independent Non-Executive Director)*

To: The Shareholders of Thriven Global Berhad

Dear Sir/Madam,

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

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1. INTRODUCTION

Pursuant to Paragraph 10.09 of Chapter 10 of the Listing Requirements, the Company had obtained the shareholders' mandate at its Thirty-Fifth (35th) AGM held on 11 June 2024 for the Company and its subsidiaries to enter into RRPT which are necessary for the Group's day-to-day operations and which are in the normal course of business with the Group's Related Parties based on the terms set out in the Circular to Shareholders dated 30 April 2024. The shareholders' mandate will be in force until the conclusion of the forthcoming AGM of the Company, unless the mandate is renewed at the forthcoming AGM.

The Board wishes to seek the shareholders' approval for the Proposal at the forthcoming AGM of the Company. The Company had on 15 April 2025, made the announcement to Bursa Securities pertaining to the Proposal.

The purpose of this Circular is to provide you with the relevant information on the Proposal and to seek your approval for the ordinary resolution to be tabled at the Thirty-Sixth (36th) AGM of the Company to be held on Tuesday, 17 June 2025 at 2.00 p.m. (or any adjournment thereof) at LMP Events, Lumi Marketplace, Ground Floor, Unit PR-01, Lumi Tropicana, No. 2, Persiaran Tropicana, PJU 3, 47410 Petaling Jaya, Selangor Darul Ehsan. The Notice of the 36th AGM is sent together with this Circular.

SHAREHOLDERS ARE ADVISED TO READ THE CONTENTS OF THIS CIRCULAR CAREFULLY BEFORE VOTING ON THE ORDINARY RESOLUTION IN RELATION TO THE PROPOSAL TO BE TABLED AT THE FORTHCOMING AGM.

2. DETAILS OF THE PROPOSAL

2.1 Introduction

Pursuant to Part E, Paragraph 10.09(2) of Chapter 10 of the Listing Requirements, the Company may seek its shareholders' mandate with regards to related party transactions involving recurrent transactions of a revenue or trading nature which are conducted at arm's length and are necessary for its day-to-day operations subject to, inter alia, the following:

(a) the transactions are in the ordinary course of business of the Group and are on terms not more favourable to the Related Parties 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

(i) the consideration, value of the assets, capital outlay or costs of the RRPT is RM1 million or more; or

(ii) any one of the Percentage Ratios of such RRPT is 1% or more,

whichever is the lower;

(c) the Company's circular to shareholders for the shareholders' mandate shall include the information set out in Annexure PN12-A and PN12-B of the Listing Requirements;

(d) in a meeting to obtain shareholders' mandate, the interested Director(s), interested Major Shareholder(s) or interested Persons Connected with the Director(s) or Major Shareholder(s); 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 approving the transactions. 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 Company immediately announces to Bursa Securities when the actual value of a RRPT entered into by the Company, exceeds the estimated value of the RRPT disclosed in the circular to shareholders by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

However, transactions entered between a listed issuer (or any of its wholly-owned subsidiaries) and its wholly-owned subsidiary is excluded from the requirements of Part E, Chapter 10.09 of the Listing Requirements.

Paragraph 2.4 of Practice Note 12 states that where a listed issuer has obtained a shareholders' mandate in respect of any Recurrent Related Party Transaction, the above disclosure obligation will not apply to the Recurrent Related Party Transactions which are comprised in the mandate.

The principal activities of the Company are investment holding, property development and property investment. The principal activities of its subsidiaries are investment holding, property development, property ownership and management, food and beverages, restaurants, hospitality and retail management, rental and leasing.

It is envisaged that in the normal course of the Group's businesses, transactions of a revenue or trading nature between companies in the Group and the Related Parties are likely to occur, and which are necessary for the Group's day-to-day operations.

In this respect, the Board wishes to seek the approval from shareholders for the Proposed Renewal of Shareholders' Mandate which will allow the Group, in their normal course of business, to enter into the categories of RRPT referred to in Section 2.3.1 of this Circular with the Related Parties, provided such transactions are conducted at arm's length, on the Group's 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 of the Company.

The Proposal is subject to annual renewal and if approved by the shareholders at the 36th AGM, shall take effect from and including 17 June 2025, being the date of the forthcoming AGM and shall continue to be in force until:

(a) the conclusion of the next AGM of the Company at which time the mandate will lapse, unless by a resolution passed at the next AGM, the mandate is renewed; or

(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 Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

(c) revoked or varied by resolution passed by the shareholders in a general meeting,

whichever is the earlier.

Disclosure will be made in the Company's Annual Report in accordance with Paragraph 3.1.5 of Practice Note 12 of the Listing Requirements, which requires a breakdown of the aggregate value of the RRPT made during the financial year pursuant to the Proposal based on the following information:

(i) type of RRPT made; and

(ii) names of the Related Parties involved in each type of the RRPT made and their relationship with the Company.

2.2 Classes of Related Parties

The Proposal will apply to the following classes of Related Parties:

(i) Directors or Major Shareholders; and

(ii) Persons Connected with the Directors or Major Shareholders.

2.3 Details of RRPT contemplated under the Proposal

2.3.1 The classes of Related Parties and nature of the existing RRPT for which approval is now being sought in relation to the Proposed Renewal of Shareholders' Mandate are as follows:

Transacting Parties	**Interested Related Parties**	**Nature of RRPT**	**Previous estimated value as disclosed in the Circular to Shareholders dated 30 April 2024** ("Estimated Value") **(RM)**	**Actual value transacted from 11 June 2024 to 2 April 2025, being the latest practicable date before the printing of this Circular** ("Actual Value")^ **(RM)**	**New estimated value from 17 June 2025** until the **next AGM** ("New Estimated Value") **(RM)**
Directors and/or Major Shareholders of Thriven Group and/or Persons Connected with them	Directors and Major Shareholders of Thriven Group and Persons Connected with them *	Sale of development properties and land or land-based properties in the ordinary course of business of not more than 10% of any one Percentage Ratio as defined in the Listing Requirements ^^	#	NIL	#
Directors and/or Major Shareholders of Thriven Group and/or Persons Connected with them	Directors and Major Shareholders of Thriven Group and Persons Connected with them***(a)***	Rental of premises from Thriven Group ***(b)***	+	NIL	+

Notes:

* *The Directors, Major Shareholders and/or Persons Connected with them who could be purchasing the properties sold by the Group cannot be ascertained at this juncture. Disclosure will be made in Thriven's Annual Report in accordance with Practice Note 12 of the Listing Requirements.*

\# *Estimates of the value of this category of transaction cannot be ascertained given the various types of properties sold by Thriven Group, the prices of which vary from project to project. However, in accordance with Paragraph 3.3 of Practice Note 12 of the Listing Requirements, the transaction value cannot exceed 10% of any one of the applicable Percentage Ratios. There are a number of factors that affect the price of the properties including but not limited to the prevailing market condition generally and the quality and characteristics of different properties, such as amenities, features and location.*

^^ *There is no threshold for the approval of RRPT within the Group as the sale of properties by the Group to the Related Parties is guided by the provision in Paragraph 3.3 of Practice Note 12 of the Listing Requirements and the transaction contemplated will be carried out at arm's length basis, on transaction prices 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.*

(a) The Directors, Major Shareholders and/or Persons Connected with them who may be renting premises developed and/or owned by Thriven or its subsidiary.

(b) *Rental for the premises developed and/or owned by Thriven or its subsidiary will be determined based on market value 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.*

+ *Estimates of the value of this category of transaction cannot be ascertained given the various types of properties developed or owned by Thriven Group, the rental of which vary from location to location and depends on the size of the premises. There is no threshold for the approval of RRPT within the Group as the transaction contemplated will be carried out at arm's length basis, on transaction prices 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.*

^ *None of the Actual Value of the RRPT has exceeded the Estimated Value by 10% or more.*

2.3.2 There is no amount owing to Thriven Group by the Related Parties as at the date of this Circular.

2.4 Review Procedures in relation to RRPT

There are procedures established by Thriven Group to ensure that RRPT are conducted at arm's length and on normal commercial terms and on terms not more favourable to the Related Parties than those generally available to the public and not to the detriment of the minority shareholders:

(i) A list of Related Parties has been circulated within Thriven Group to notify that all RRPT are required to be undertaken on an arm's length basis and normal commercial terms and on terms not more favourable to the Related Parties than those generally available to the public. These include transacting at prevailing market rates/prices of the services provider's usual commercial terms or otherwise in accordance with applicable industry norm. Transactions refer to both sales and purchases of services of the Group.

(ii) Any tender, quotation or contract received from or proposed to be entered with a Related Party will not be approved unless the terms offered to Thriven Group are comparable with those offered by other unrelated parties for the same or substantially similar type of transactions.

(iii) For the award of construction contracts in connection with property development and investment projects, the Management shall approve an internal budget to form the basis for comparison with tenders received. Tenders are invited and they are evaluated based on amongst others, technical and financial capabilities of the tenderers. The whole process of tendering, evaluation and selection of tenderer is reviewed and approved by the Management.

(iv) At least two (2) other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as comparison, whenever 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. In the event that quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price and terms of the RRPT will be in accordance with applicable industry norms, prevailing commercial rates and at rates not more favourable to the Related Parties than those generally available to the public and are not detrimental to Thriven Group or the minority shareholders.

(v) Records are maintained by the Company to capture all RRPT entered into pursuant to the Proposal to ensure that the relevant approvals have been obtained and review procedures in respect of such transactions are adhered to.

(vi) The annual internal audit plan shall incorporate a review of all RRPT entered into pursuant to the Proposal to ensure that the relevant approvals have been obtained and the review procedures in respect of such transactions are adhered to. Any divergence will be reported to the Audit And Risk Management Committee.

(vii) The Audit And Risk Management Committee shall review the internal audit reports to ascertain that the guidelines and procedures established to monitor RRPT have been complied with and the review shall be done at every quarter together with the review of the quarterly results.

(viii) The Audit And Risk Management Committee has reviewed and shall continue to review the adequacy and appropriateness of the procedures as and when required, with the authority to sub-delegate to individuals or committees within the Company as they deem appropriate.

Where any Director has an interest, direct or indirect, in any RRPT, such Director shall abstain from deliberation and voting on the matter.

Pursuant to Paragraph 10.08 of Chapter 10 of the Listing Requirements, in a meeting to obtain shareholders' approval for the Proposal, the interested Director(s), interested Major Shareholder(s) or interested Persons Connected with the Director(s) or Major Shareholder(s); and where it involves the interest of an interested Person Connected with such Directors or Major Shareholders, such Directors or Major Shareholders must abstain from voting on the resolution approving the transactions. An interested Director or interested Major Shareholder must also ensure that Person(s) Connected with him abstain from voting on the resolution approving the transactions.

Interested Director(s) shall also abstain from deliberating at Board meetings in respect of the RRPT in which he/they or Person(s) Connected with him/them are interested in.

2.5 Audit And Risk Management Committee's Statement

The Audit And Risk Management Committee of the Company has considered the procedures mentioned above and is of the view that:

(a) the procedures are sufficient to ensure that the RRPT are conducted at arm's length and on normal commercial terms which are consistent with the Group's usual business practices and policies, 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 of the Company; and

(b) the Group has in place adequate procedures and processes to monitor, track and identify RRPT in a timely and orderly manner. Such procedures and processes are reviewed by the Audit And Risk Management Committee and/or the Management staff on a yearly basis or as and when necessary.

3. RATIONALE AND BENEFITS OF THE PROPOSAL

The RRPT that are set out in Sections 2.3.1 of this Circular are all in the ordinary course of business and intended to meet the business needs of the Group on the best possible terms and represent sound business decisions which are taken for legitimate and bona fide business purposes which will enhance the Group's ability to explore beneficial business opportunities.

The Proposal, if approved by the shareholders, will eliminate the need to make announcements to Bursa Securities or to convene separate general meetings from time to time to seek shareholders' approval as and when RRPT with the specified classes of Related Parties arise. This will reduce substantially the expenses associated with the convening of general meetings on an ad hoc basis, improve administrative efficiency considerably and allow manpower resources and time to be focused on attaining the Group's corporate objectives and business opportunities.

The Proposal is intended to facilitate transactions entered into in the ordinary course of business of the Group which are transacted from time to time with the Related Parties at arm's length, on the Group's normal commercial terms which are not more favourable to the Related Parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.

4. CONDITION OF THE PROPOSAL

The Proposal is conditional upon the approval being obtained from the shareholders of the Company at the forthcoming AGM to be convened.

5. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED WITH THEM

All the Directors may be deemed to have an interest in respect of the RRPT under Sections 2.3.1 and they have and will continue to abstain from all Board deliberations and voting at the Board of Directors' meeting pertaining to the Proposal and will abstain from voting in respect of their direct and/or indirect shareholding in relation to the ordinary resolution in relation to the Proposal to be tabled at the forthcoming AGM of the Company.

All the Major Shareholders may be deemed to have an interest in the Proposal and they will abstain from voting in respect of their direct and/or indirect shareholdings on the ordinary resolution in relation to the Proposal to be tabled at the forthcoming AGM of the Company.

As at 2 April 2025, the direct and indirect interests of the interested Directors, Major Shareholders and Persons Connected with the Directors and/or Major Shareholders who may be deemed to be interested in the Proposal, are as follows:-

	<--------- Direct -------->		<------- Indirect ------->	
Interested Directors	**No. of Shares**	**%**	**No. of Shares**	**%**
Datuk Fakhri Yassin Bin Mahiaddin	-	-	148,524,802 [b]	27.16
Ghazie Yeoh Bin Abdullah	23,939,619	4.38	-	-
Dato' Low Keng Siong	50,264,610	9.19	-	-
Lee Eng Leong	-	-	-	-
Datuk Azrulnizam bin Abdul Aziz	-	-	-	-
Cindy Toh Siu Mei	-	-	-	-
	<--------- Direct --------->		**<------- Indirect ------->**	
Interested Major Shareholders	**No. of Shares**	**%**	**No. of Shares**	**%**
Teladan Kuasa Sdn. Bhd.	148,524,802	27.16	-	-
Ketapang Capital Sdn. Bhd.	-	-	148,524,802 [a]	27.16
Datuk Fakhri Yassin Bin Mahiaddin	-	-	148,524,802 [b]	27.16
Mulpha International Bhd.	121,298,860	22.18	-	-
Nautical Investments Limited	-	-	121,298,860 [c]	22.18
Mountbatten Corporation	-	-	121,298,860 [d]	22.18
Mount Glory Investments Limited	-	-	121,298,860 [e]	22.18
Lee Ming Tee	-	-	121,298,860 [f]	22.18
Lee Seng Huang	-	-	121,298,860 [g]	22.18

Notes:

a Deemed interest pursuant to Section 8 of the Act by virtue of its shareholding in Teladan Kuasa Sdn. Bhd.

b Deemed interest pursuant to Section 8 of the Act by virtue of his shareholding in Ketapang Capital Sdn. Bhd.

c Deemed interest pursuant to Section 8 of the Act by virtue of its shareholding in Mulpha International Bhd.

d Deemed interest pursuant to Section 8 of the Act by virtue of its shareholding in Nautical Investments Limited.

e Deemed interest pursuant to Section 8 of the Act by virtue of its shareholding in Mountbatten Corporation.

f Deemed interest pursuant to Section 8 of the Act by virtue of her shareholding in Mount Glory Investments Limited.

g Deemed interest pursuant to Section 8 of the Act by virtue of his family relationship with Lee Ming Tee.

The above interested Directors and interested Major Shareholders of the Company have undertaken to ensure that Persons Connected with them will abstain from voting in respect of their direct and/or indirect shareholdings on the ordinary resolution pertaining to the Proposal at the forthcoming AGM.

Save as disclosed above, none of the other Major Shareholders and/or Persons Connected with them has any interest, direct or indirect, in the Proposal.

6. OPINION AND RECOMMENDATION FROM DIRECTORS

All the Directors may be deemed to be interested in respect of the RRPT under Sections 2.3.1 and have abstained from expressing an opinion and making any recommendation to the shareholders in respect thereof.

7. AGM

The ordinary resolution to vote on the Proposal is set out in the Notice of AGM contained in Annual Report 2024 which was sent to you together with this Circular. The Thirty-Sixth AGM will be held on Tuesday, 17 June 2025 at 2.00 p.m. at LMP Events, Lumi Marketplace, Ground Floor, Unit PR-01, Lumi Tropicana, No. 2, Persiaran Tropicana, PJU 3, 47410 Petaling Jaya, Selangor Darul Ehsan.

If you are unable to attend and vote at the AGM in person, you should complete and return the Proxy Form enclosed with the Notice of AGM, in accordance with the instructions printed therein, to Boardroom Share Registrar Sdn. Bhd. at Ground Floor or 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor, Malaysia by not less than forty-eight (48) hours before the time set for the AGM, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking of the poll. The lodging of the Proxy Form will not preclude you from attending and voting in person at the Thirty-Sixth AGM should you subsequently wish to do so.

8. FURTHER INFORMATION

Shareholders are requested to refer to the attached Appendix in this Circular for further information.

Yours faithfully
For and on behalf of the Board
THRIVEN GLOBAL BERHAD

DATUK AZRULNIZAM BIN ABDUL AZIZ
Independent Non-Executive Director

FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Directors of Thriven, and they collectively and individually accept full responsibility for the accuracy of the information given in this Circular and confirm that, after having made all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements or other facts, the omission of which could make any statement herein false or misleading.

2. MATERIAL CONTRACTS

There is no material contract (not being contract entered into in the ordinary course of business) entered into by Thriven and/or its subsidiaries within the past two (2) years immediately preceding the date of this Circular.

3. MATERIAL LITIGATIONS

Thriven Group is not engaged in any material litigation, claims or arbitration either as plaintiff or defendant, which would have a material effect on the financial position of Thriven Group, and the Directors have no knowledge of any proceedings, pending or threatened against Thriven Group or of any facts likely to give rise to any proceedings which may materially and adversely affect the financial position of Thriven Group preceding the date of this Circular.

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Registered Office of the Company during business hours from Mondays to Fridays (except public holidays) from the date of this Circular up to the date of the AGM:

(a) the Constitution of Thriven; and

(b) the Audited Financial Statements of Thriven for the past two (2) financial years ended 31 December 2023 and 31 December 2024.