

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty-Fifth Annual General Meeting ("25th AGM") of the Company will be held at Ballroom V, Main Wing, Tropicana Golf & Country Resort, Jalan Kelab Tropicana, 47410 Petaling Jaya, Selangor on Tuesday, 26 May 2026 at 9.00 a.m., for the purposes of considering the following businesses:-

AGENDA**ORDINARY BUSINESS**

1. To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Directors' and Auditors' Reports thereon.
2. To approve the payment of Directors' fees to the Non-Executive Directors of up to RM260,000 from 26 May 2026 until the next Annual General Meeting of the Company, to be paid monthly in arrears after each month of completed service.
3. To approve the payment of Directors' allowances to the Non-Executive Directors of up to RM25,000 from 26 May 2026 until the next Annual General Meeting of the Company.
4. To re-elect the following Directors who retire by rotation in accordance with Clause 106 of the Company's Constitution, and being eligible, offered themselves for re-election:-
 - (a) Ir Edwin Lim Beng Fook
 - (b) Dato' Azlam Shah Bin Alias
5. To re-elect Ms Peggy Liew Li Choo who retires in accordance with Clause 93 of the Company's Constitution, and being eligible, offered herself for re-election.
6. To re-appoint Messrs Baker Tilly Monteiro Heng PLT as the Company's Auditors for the ensuing financial year and to authorise the Directors to fix their remuneration.

SPECIAL BUSINESS

To consider and, if thought fit, to pass the following Ordinary Resolutions with or without modifications:-

7. **Renewal of Authority for Directors to Issue and Allot Shares Pursuant to Sections 75 and 76 of the Companies Act 2016**

"THAT subject always to the Companies Act 2016 ("Act"), Constitution of the Company, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and approvals of the relevant governmental/regulatory bodies (if applicable), approval be and is hereby given to the Directors pursuant to Sections 75 and 76 of the Act to issue and allot new shares in the Company from time to time and upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors may, in their absolute discretion, deem fit, or in pursuance to offers, agreements or options to be made or granted by the Directors, provided that the aggregate number of shares to be issued during the preceding twelve (12) months pursuant to this resolution, does not exceed 10% of the total number of the issued shares (excluding treasury shares) of the Company for the time being 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.

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 ("AGM") of the Company, or at the expiry of the period within which the next AGM is required to be held after the approval was given, unless revoked or varied by an ordinary resolution of the Company at a general meeting, whichever is the earlier.

AND THAT the Directors be and are hereby further authorised to make or grant offers, agreements or options which would or might require shares to be issued after the expiration of the approval hereof.

FURTHER THAT pursuant to Section 85 of the Act read together with Clause 51(1) of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the existing shareholders of the Company to be offered with new shares ranking equally to the existing issued shares arising from the issuance and allotment of the new shares in the Company pursuant to Sections 75 and 76 of the Act AND THAT the Board of Directors of the Company is exempted from the obligation to offer such new shares first to the existing shareholders of the Company."

8. **Retention of Independent Non-Executive Director based on application of Practice 5.3 of the Malaysian Code on Corporate Governance**

"THAT subject to passing of Ordinary Resolution 4, and based on the application of Practice 5.3 of the Malaysian Code on Corporate Governance, approval be and is hereby given for Dato' Azlam Shah Bin Alias who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years since 2 February 2017, to be retained as an Independent Non-Executive Director of the Company."

9. **Any Other Business**

To transact any other business of the Company of which due notice shall have been given in accordance with the Company's Constitution and the Companies Act 2016.

By Order of the Board
K-ONE TECHNOLOGY BERHAD

LIM LI HEONG
(MAICSA 7054716) (SSM Practising Certificate No. 202008001981)
WONG MEE KIAT
(MAICSA 7058813) (SSM Practising Certificate No. 202008001958)
Company Secretaries

Kuala Lumpur

27 April 2026

NOTES:-**1. PROXY**

- (i) A member of the Company who is entitled to attend and vote at a general meeting of the Company, shall be entitled to appoint any person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead pursuant to Section 334 of the Companies Act 2016. There shall be no restriction as to the qualification of the proxy.
- (ii) Where a member of the Company is an Exempt Authorised Nominee 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.
- (iii) Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.
- (iv) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised. Any alterations in the Form of Proxy must be initiated by the member.

*Please refer to
Explanatory Note 1*

Ordinary Resolution 1

Ordinary Resolution 2

Ordinary Resolution 3

Ordinary Resolution 4

Ordinary Resolution 5

Ordinary Resolution 6

Ordinary Resolution 7

Ordinary Resolution 8

- (v) In the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the 25th AGM as his/her/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).

- (vi) The appointment of proxy may be made in hard copy or in electronic form. The instrument appointing a proxy must be submitted in the following manners, at least twenty-four (24) hours before the time for holding the meeting or any adjournment thereof as Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad requires the resolution set out in the Notice of 25th AGM to be voted by way of poll:-

- (a) **In hard copy form**

To be deposited at the Company's Share Registrar's office at Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan; or

- (b) **By electronic means**

Alternatively, the Form of Proxy may also be lodged electronically via Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. Kindly refer to the Administrative Guide, which can be downloaded from the Company's website at www.k-one.com/investor/ for further information; or

- (c) **By email**

To be sent via e-mail to either:-

- khairul.iqam@boardroomlimited.com
- bsr.proxy@boardroomlimited.com

2. GENERAL MEETING RECORD OF DEPOSITORS

For the purposes of determining a member who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to issue a General Meeting Record of Depositors as at 18 May 2026. Only members whose names appear on the Record of Depositors shall be entitled to attend this meeting or appoint proxy to attend on his/her behalf.

EXPLANATORY NOTES ON ORDINARY BUSINESS

1. **Item 1 of the Agenda – Audited Financial Statements for the Financial Year Ended 31 December 2025**

The Audited Financial Statements are laid at the AGM for discussion only, as a formal approval of the shareholders for the Audited Financial Statements is not required pursuant to the provisions of Section 340(1)(a) of the Companies Act 2016. Hence, this Agenda is not put forward for voting at this meeting.

2. **Ordinary Resolutions 1 and 2 – Payment of Directors' Fees and Directors' Allowances**

Section 230(1) of the Companies Act 2016 provides amongst others, that "the fees" of the directors and "any benefits" payable to the directors of a listed company and its subsidiaries shall be approved by shareholders at a general meeting. Hence, the Board seeks the shareholders' approval at this AGM for the payment of Directors' fees and allowances.

The proposed Directors' fees and allowances to the Non-Executive Directors had been reviewed by the Company's Remuneration Committee and Board of Directors. There is no monthly Directors' fees and allowances increment proposed for the period from 26 May 2026 until the next AGM of the Company as compared to the previous corresponding period.

3. **Ordinary Resolutions 3 and 4 – Re-election of Directors pursuant to Clause 106 of the Company's Constitution**

Clause 106 of the Company's Constitution provides that one-third (1/3) of the Directors shall retire at each AGM and be eligible for re-election, or if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire, provided that each Director shall retire from office at least once in every three (3) years.

The retiring Directors, Ir Edwin Lim Beng Fook and Dato' Azlam Shah Bin Alias are standing for re-election at this AGM. Their profiles and interest in the securities of the Company are set out in the sections of Directors' Profile and Analysis of Shareholdings of the Annual Report.

The Nomination Committee ("NC") has reviewed and is satisfied with the performance, contribution and fit and proper criteria of Ir Edwin Lim Beng Fook and Dato' Azlam Shah Bin Alias in discharging their duties and responsibilities as Directors. The Board values the contribution of Ir Edwin Lim Beng Fook, the Executive Chairman, in driving the business of the Group on the backdrop of a challenging global business environment roiled by geopolitical and tariff tensions, whilst Dato' Azlam Shah Bin Alias, an Independent Non-Executive Director, has consistently demonstrated independence and objectivity in expressing his views in Board deliberations and decision making. Based on the above, the Board supports the recommendation of the NC for their re-election as Directors and seeks the shareholders to vote in favour of the respective resolutions.

4. **Ordinary Resolutions 5 – Re-election of Director pursuant to Clause 93 of the Company's Constitution**

Clause 93 of the Company's Constitution provides that a newly appointed Director shall hold office only until the next following AGM 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 AGM.

Ms Peggy Liew Li Choo was appointed to the Board as an Independent Non-Executive Director on 6 June 2025. Accordingly, she shall retire at this AGM and being eligible, offers herself for re-election. Her profile and interest in the securities of the Company are set out in the sections of Directors' Profile and Analysis of Shareholdings of the Annual Report.

The NC has reviewed and is satisfied with her performance, fitness and propriety. She has consistently demonstrated independence and objectivity in expressing her views in Board deliberations and decision making. Based on the above, the Board supports the recommendation of the NC for her re-election as Director and seeks the shareholders to vote in favour of this resolution.

EXPLANATORY NOTES ON SPECIAL BUSINESS

5. **Ordinary Resolution 7 – Renewal of Authority for Directors to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016**

The proposed Ordinary Resolution 7 is a renewal of the general mandate obtained from the shareholders at the last AGM held on 28 May 2025. This Resolution if passed, will empower the Directors of the Company from the date of the 25th AGM, to issue and allot new shares in the Company for such purposes as the Directors considered would be in the best interests of the Company up to an aggregate not exceeding 10% of the total number of issued shares (excluding treasury shares) of the Company without convening separate general meetings. This authority unless revoked or varied at a general meeting will expire at the next AGM.

The general mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placement of shares, for purposes of funding current and/or investments, projects, working capital and/or acquisition, and repayment of borrowings as deemed necessary.

As at the date of this notice of meeting, no new shares have been issued pursuant to the general mandate granted at the last AGM of the Company.

6. **Ordinary Resolution 8 – Retention of Independent Non-Executive Director based on application of Practice 5.3 of the Malaysian Code on Corporate Governance ("MCCG")**

The Board of Directors applied Practice 5.3 of the MCCG and seeks the shareholders' approval to retain Dato' Azlam Shah Bin Alias through a Two-tier Voting Process at this AGM. The NC has assessed the independence of Dato' Azlam Shah Bin Alias as an Independent Director and is satisfied that he remains independent, continues to exercise objective judgment, and act independently of management.

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM 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 AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purpose"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) for the Purpose, 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.