cloudpoint

CLOUDPOINT TECHNOLOGY BERHAD
[Registration No. 202101020879 (1421179-X)]
(Incorporated in Malaysia)

NOTICE OF FOURTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Fourth Annual General Meeting ("4th AGM") of Cloudpoint Technology Berhad ("CTB" or the "Company") will be held at M Resort (Bukit Tunku Room @ Level 9) of Jalan Damansara, Bukit Kiara, 60000 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, on Friday, 26 June 2026 at 10.00 a.m. or at any adjournment thereof for the transaction of the following businesses:

AGENDA

As Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. — *Please refer to Explanatory Note 1*
2. To approve the payment of Directors' Fees and other benefits up to RM275,000 payable to the Non-Executive Directors of the Company for the period commencing from 27 June 2026 until the conclusion of the next AGM of the Company in the year 2027. — *Ordinary Resolution 1*
3. To re-elect the following retiring Directors who are retiring and being eligible, offered themselves for re-election pursuant to Clause 105(1) of the Company's Constitution:-
   a) Suresh Narain Singh Sidhu — *Ordinary Resolution 2*
   b) Lim See Tow — *Ordinary Resolution 3*
   c) Yap Ee Ling — *Ordinary Resolution 4*
4. To re-appoint Messrs. Baker Tilly Monteiro Heng PLT (AF 0117) as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. — *Ordinary Resolution 5*

As Special Business

5. To consider and if thought fit, to pass with or without any modifications, the following resolutions:

   AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 — *Ordinary Resolution 6*

   "THAT pursuant to Sections 75 and 76 of the Act and subject always to the Act, the Company's Constitution, the MAIN Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time 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 10% of the total number of issued shares of the Company or such higher percentage as Bursa Malaysia Securities Berhad ("Bursa Securities") allowed for the time being and that the Directors be and are hereby also empowered to obtain approval from the Bursa Securities for the listing and quotation of the additional shares so issued.

   AND 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."
6. To transact any other business of which due notice shall have been given.

By Order of the Board
CLOUDPOINT TECHNOLOGY BERHAD

TAN TONG LANG (MAICSA 7045482/ SSM PC No. 202208000250)
THIEN LEE MEE (LS0010621/ SSM PC No. 201908002254)
Company Secretaries
Kuala Lumpur
30 April 2026

Notes:-

1. A member of the Company who is entitled to attend, speak, and vote at this 4th AGM may appoint a proxy to attend, speak and vote on his/her behalf. A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
2. A member (other than an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 entitled to attend and vote at the meeting is entitled to appoint a maximum of 2 proxies to attend, participate, speak and vote on his/her behalf.
3. Where a member of the Company is an exempt authorised nominee which holds shares in the Company for multiple beneficial owners in one securities account ("**Omnibus Account**") as defined under the Securities Industry (Central Depositories) Act 1991, one (1) or more proxies may be appoint to attend on the same occasion. Where a member appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment of two (2) or more proxies shall not be valid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
4. The Form of Proxy shall be signed by the appointer or his/her attorney duly authorised in writing or, if the member is a corporation, must be executed under its common seal or by its duly authorised attorney or officer.
5. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority by a notary public, shall be deposited at Poll Administrator, Propoll Solutions Sdn Bhd of S-4-04, The Gamuda Biz Suites, Jalan Anggerik Vanilla 31/99, Kota Kemuning, 40460 Shah Alam, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for holding the 4th AGM or any adjournment thereof, otherwise the instrument of proxy should not be treated as valid.
6. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available a Record of Depositors as of 19 June 2026 and only Members whose names appear on such Record of Depositors shall be entitled to attend, speak and vote at this meeting and entitled to appoint proxy or proxies.
7. Pursuant to Rule 8.29A(1) of the MAIN Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of the 4th AGM will be put to vote by way of poll.

Personal data privacy:

*By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 4th 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 4th AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 4th 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 "**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.*

Explanatory Notes to Ordinary and Special Business:

1. **Item 1 of the Agenda**

   Agenda No. 1 is meant for discussion only as Section 340(1)(a) of the Companies Act, 2016 provides that the audited financial statements are to be laid in the general meeting and do not require a formal approval of the shareholders. Hence, this Agenda item is not put forward for voting.

2. **Ordinary Resolution 1: To approve the payment of Directors' Fees and other benefits payable to Non-Executive Directors of the Company**

   Pursuant to Section 230(1) of the Act, fees and benefits payable to the Directors of a public company or a listed company and its subsidiaries shall be approved by shareholders at a general meeting. The Directors' benefits payable comprise meeting attendance allowances and other claimable benefits.

   In determining the estimated total amount of Directors' benefits, the Board has considered various factors, among others, the estimated claimable benefits and estimated number of meetings for the Board and Board Committees held for the period commencing from the date immediately after the 4th AGM until the conclusion of the next AGM of the Company in the year 2027.

   In the event the proposed amount is insufficient (e.g. due to more meetings or enlarged Board size), approval will be sought at the next AGM for additional fees to meet the shortfall

3. **Ordinary Resolutions 2 to 4: Re-election of Directors**

   Clause 105(1) of the Company's Constitution provides that an election of Directors shall take place each year at the annual general meeting of the Company, where one-third of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third shall retire from office and be eligible for re-election, PROVIDED ALWAYS that Directors shall retire from office once at least in each three (3) years but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

   Mr Suresh Narain Singh Sidhu, Ms Lim See Tow and Ms Yap Ee Ling ("Retiring Directors") who were appointed on 30 May 2022, will retire and being eligible to, have offered themselves for re-election at the 4th AGM pursuant to Clause 105(1) of the Company's Constitution.

   Pursuant to Practice 5.7 of the Malaysian Code on Corporate Governance ("MCCG"), the Board has through the Nomination Committee ("NC"), considered their assessment and agreed that they meet the criteria as prescribed by Rule 2.20A of MMLR on character, experience, integrity, competence and time commitment to effectively discharge their role as Directors.

   The Board collectively agreed that they had met the criteria as prescribed by Rule 2.20A of the MMLR of Bursa Securities on character, experience, integrity, competence and time commitment to effectively discharge their role as Director and recommended the Retiring Directors be re-elected as Directors of the Company.

4. **Ordinary Resolution 5: Re-appointment of External Auditors, Messrs. Baker Tilly Monteiro Heng PLT**

   The Board, through the Audit and Risk Management Committee, had reviewed and was satisfied with the performance and independence of Messrs. Baker Tilly Monteiro Heng PLT ("Baker Tilly") during the financial period under review. The Board has therefore recommended the re-appointment of Baker Tilly as external auditors of the Company for the financial year ending 31 December 2026.

5. **Ordinary Resolution 6: Authority To Issue And Allot Shares pursuant to Sections 75 And 76 of the Companies Act, 2016**

   The proposed Ordinary Resolution 6, if passed, will empower the Directors of the Company to allot and issue new shares in the Company at any time, to such person or persons, upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit ("General Mandate"), provided that the number of shares issued pursuant to this General Mandate, when aggregated with the total number of any such shares issued during the preceding twelve (12) months, does not exceed 10% of the total number of issued shares of the Company at the time of issue. This General Mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

   The General Mandate sought is a renewal of the mandate, if approved, will provide flexibility for the Company for any possible including but not limited to further placement of shares, for the purpose of funding future investment project(s), working capital and/or acquisitions.

   As of the date of this Notice, no new ordinary shares were issued and allotted pursuant to the mandate granted to the Directors at the 3rd AGM held on 23 June 2025 which will lapse at the conclusion of this 4th AGM.

   Clause 61 of the Company's Constitution provides as follows:

   Subject to any direction to the contrary that may be given by the Company in general meeting, all new shares or other convertible Securities shall, before they are issued, be offered to such persons as at the date of the offer are entitled to receive notices from the Company of general meetings in proportion, as nearly as the circumstances admit, to the amount of the existing shares or Securities to which they are entitled. The offer shall be made by notice specifying the number of shares or Securities offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and, after the expiration of that time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares or Securities offered, the Directors may dispose of those shares or Securities in such manner as they think most beneficial to the Company.

   The Directors may, likewise, also dispose of any new shares or Securities which (by reason of the ratio which the new shares or Securities bear to shares or Securities held by persons entitled to an offer of new shares or Securities) cannot, in the opinion of the Directors, be conveniently offered under this Clause.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING
(Pursuant to Rule 8.29(2) of MMLR of Bursa Securities)

1. The Directors namely Mr Suresh Narain Singh Sidhu, Ms Lim See Tow and Ms Yap Ee Ling, who are seeking re-election as Directors of the Company at the 4th AGM of the Company. The profile of the retiring Directors is set out in the Directors' Profile of the Annual Report.
2. The detailed information relating to the general mandate for issue of securities under Rule 6.04 of the MMLR of Bursa Securities is set out under Explanatory Notes 5 for Ordinary Resolution 6 of the Notice of 4th AGM of the Company.