KOBAY TECHNOLOGY BHD.

NOTICE OF **ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the Thirty Second (32nd) Annual General Meeting ("AGM") of Kobay Technology Bhd. will be held at **4th Floor, Wisma Kobay, No. 42-B, Jalan Rangoon, 10400 George Town, Penang on Friday, 4 December 2026 at 2.30 p.m.** for the following purposes:-

AGENDA

ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 30 June 2026 together with the Reports of the Directors and Auditors thereon. — Explanatory Note A

2. To approve the payment of first and final single tier dividend of 3.0 sen in respect of the financial year ended 30 June 2026. — **Resolution 1** Explanatory Note B

3. To approve the payment of Directors' fees and/or benefits payable to Non-executive Directors up to an amount RM150,000.00 for the period after the date of the AGM to the conclusion of next AGM of the Company. — **Resolution 2** Explanatory Note C

4. To re-elect the following Directors who retire in accordance with Article 101 of the Company's Constitution and being eligible, have offered themselves for re-election :-

   i) Mr. Koay Cheng Lye — **Resolution 3**

   ii) Mr. Koay Zee Ee — **Resolution 4** Explanatory Note D

5. To re-appoint Messrs. PKF PLT as Auditors of the Company and to authorize the Directors to fix their remuneration. — **Resolution 5** Explanatory Note E

SPECIAL BUSINESS

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

6. **AUTHORITY TO ISSUE SHARES IN ACCORDANCE TO SECTION 75 AND 76 OF THE COMPANIES ACT, 2016 AND WAIVER OF PRE-EMPTIVE RIGHTS** — **Resolution 6** Explanatory Note F

   "THAT subject always to the Companies Act, 2016 ("the Act") and the approvals from the relevant governmental and/or regulatory authorities, the Directors of the Company be and are hereby empowered pursuant to Section 75 and 76 of the Act, to issue and allot shares in the capital of the Company from time to time 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 to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company for the time being AND THAT the Directors are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad ("Bursa Securities") AND THAT such authority shall continue in force until the conclusion of the next AGM of the Company.

   THAT pursuant to Section 85 of the Companies Act, 2016 read together with Clause 9 of the Company's Constitution, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company and to offer new shares arising from the issuance and allotment of the new shares pursuant to Sections 75 and 76 of the Companies Act 2016 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 AND FURTHER THAT the Directors and/or the Company Secretaries be hereby authorised to take all steps as are necessary and expedient in order to implement, finalise and give full effect to the Waiver of Pre-emptive Rights for and on behalf of the Company. "

7. **PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY**

Resolution 7
Explanatory Note G

"THAT subject to the compliance by the Company with all applicable laws, regulations and guidelines pursuant to the Act, the Company's Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of all relevant authorities, the Company be and is hereby authorized to purchase and/or hold such amount of ordinary shares in the Company ("shares") as may be determined by the Directors of the Company from time to time through the Bursa Securities upon such terms and conditions as the Directors may deem fit in the interest of the Company PROVIDED THAT the maximum number of aggregate shares purchased or treasury shares held pursuant to this resolution does not exceed ten per cent (10%) of the total number of issued shares of the Company at any given point in time and that the maximum amount of fund allocated by the Company for the purpose of purchasing the shares shall not exceed the retained profits account of the Company.

THAT authority be and is hereby given to the Directors to treat the shares so purchased by the Company pursuant to this Proposed Share Buy-back Authority in accordance with the provision of the Act, which allows a Company that has purchased its own shares to either retain part of or entire shares as treasury shares or cancel part of or entire shares, or a combination of both. The shares so retained as treasury shares by the Company may, either be distributed as share dividends to shareholders or resell on Bursa Securities or in any manner pursuant to the Act, Bursa Securities Listing Requirements or any other relevant authority for the time being in force.

THAT such authority from the shareholders would be effective immediately upon passing of this resolution and would continue to be in force until:-

a. the conclusion of the next AGM of the Company following the AGM at which such resolution was passed, at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed either unconditionally or subject to conditions; or

b. the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to sections 340(1) & 340(2) of the Companies Act, 2016 (but shall not extend to such extension as may be allowed pursuant to section 340(4) of the Companies Act, 2016); or

c. revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting.

whichever occurs first.

AND THAT authority be and is hereby given to the Directors to take all such steps as are necessary or expedient to implement or to give effect of the Proposed Share Buy-back Authority with full powers to assent to any conditions, modifications, re-valuations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time.

AND THAT upon completion of the purchase by the Company of its own shares, the Directors of the Company be authorised to deal with the shares purchased in their absolute discretion in the following manner: (i) to cancel all or part of the shares so purchased; and/or (ii) to retain the shares so purchased as treasury shares for distribution as dividends to the shareholders and/or resell the treasury shares on the stock market of Bursa Securities in accordance with the relevant rules of Bursa Securities; and/ or (iii) to retain part of the shares so purchased as treasury shares and cancel the remainder of the shares so purchased; and/or (iv) to transfer the treasury shares, or any of the said shares for the purposes of or under an employees' share scheme and/or (v) transfer the shares, or any of the shares as purchase consideration and/or in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the Listing Requirements and any other relevant authorities for the time being in force. AND THAT the Directors of the Company be authorised to give effect to the Proposed Renewal of Share Buy-Back Authority with full power to assent to any modifications and/or amendments as may be required by the relevant authorities."

KOBAY TECHNOLOGY BHD.

8. **PROPOSED SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

Resolution 8
Explanatory Note H

"THAT pursuant to paragraph 10.09 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a mandate of the shareholders be and is hereby granted to allow recurrent related party transactions of a revenue or trading nature ("RRPTs"), which are necessary for the day-to-day operations of the Company and/or its subsidiary companies ("Kobay Group"), to be entered into by the Kobay Group in the ordinary course of business, PROVIDED THAT such transactions are entered into at arm's length basis and on normal commercial terms which are 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 particulars of such transactions are set out in Part B Section 2.4 of the Circular to Shareholders of Kobay dated 30 October 2026 ("Proposed Shareholders' Mandate");

THAT disclosure of the breakdown of the aggregate value of transactions conducted will be made based on the type of RRPTs made, names of the related parties involved in each type of the RRPTs made and their relationship with the Company, in the annual report of the Company during the current financial year and in the annual report for the subsequent financial year during which the Proposed Shareholders' Mandate is in force;

THAT the authority conferred by this resolution shall commence immediately upon the passing of this Ordinary Resolution and shall continue to be in force until:-

a. the conclusion of the next Annual General Meeting ("AGM") of the Company, at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or

b. the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to sections 340(1) & 340(2) of the Companies Act, 2016 (but shall not extend to such extension as may be allowed pursuant to section 340(4) of the Companies Act, 2016); or

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

whichever is earlier.

AND THAT the Directors of the Company and/or any of them be and are hereby authorised to give effect to the Proposed Shareholders' Mandate with full powers to deal with all matters relating thereto and to complete and do all acts and things (including executing such documents as may be required) in connection with the Proposed Shareholders' Mandate."

9. To transact any other ordinary business of which due notice shall have been given.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS ALSO HEREBY GIVEN THAT, subject to the approval of the shareholders at the Thirty Second (32nd) Annual General Meeting, the first and final single tier dividend of 3.0 sen per ordinary share in respect of the financial year ended 30 June 2026 will be paid on 19 January 2027 to depositors registered in the Records of Depositors on 31 December 2026.

A depositor shall qualify for entitlement to the dividend only in respect of:-

a) Shares transferred into the depositor's securities account before 4.00p.m. on 31 December 2026 in respect of ordinary transfers;

b) Shares bought on Bursa Malaysia Securities Berhad ("Bursa Securities") on a cum entitlement basis according to the rules of Bursa Securities.

BY ORDER OF THE BOARD

WONG MEE CHOON (MACS 01562)/SSM PC No. 201908001211
CHAN MUN SHEE (MAICSA 7003071)/SSM PC No. 202508000424
Company Secretaries
Penang, 30 October 2026

KOBAY TECHNOLOGY BHD.

...NOTICE OF ANNUAL GENERAL MEETING

NOTES :

1. *A member entitled to attend, participate, speak and vote at the AGM of the Company shall be entitled to appoint not more than two (2) proxies to attend, participate, speak and vote for him. A proxy may but need not be a member of the Company.*

2. *Where a member is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 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.*

3. *Where a member, an authorised nominee or an exempt authorised nominee appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his holding to be represented by each proxy in the Form of Proxy.*

4. *The duly completed Form of Proxy must be deposited at the Registered Office of the Company or email to cosec@kobaytech.com not less than forty-eight (48) hours before the time set for holding the AGM of the Company PROVIDED that 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 meeting as his/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).*

5. *If the appointor is a corporation, the Form of Proxy must be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.*

6. *In respect of deposited securities, only members whose names appear on the Record of Depositors on 20 November 2026.*

7. *Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of AGM will be put to vote by way of poll.*

EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESS:

A. Agenda 1 - Audited Financial Statements for the financial year ended 30 June 2026

The audited financial statements are laid in accordance with Section 340(1)(a) of the Companies Act 2016 ("**the Act**") for discussion only under Agenda 1. No voting is required from the shareholders.

B. Resolution 1- Payment of first and final single tier dividend of 3.0 sen in respect of the financial year ended 30 June 2026

With reference to Section 131 of the Act, a company may only distribute dividends to its shareholders out of profit of the Company to the shareholders if it is solvent.

The Board of Directors ("Board") is satisfied that the Company will be solvent as it will be able to pay its debts as and when the debts become due within twelve (12) months immediately after the distribution is made on 19 January 2027 in accordance with the requirements under Sections 132(2) and (3) of the CA 2016.

On 26 August 2026, the Board had considered the proposed dividend and decided to recommend the same for the shareholders' approval.

C. Resolution 2 - Payment of Directors' fees and/or any benefits payable to Non-Executive Directors

Pursuant to Section 230(1) of the Act, the Directors' fees and/or any benefits payable to the Directors of a listed company and its subsidiaries shall be approved by the shareholders at a general meeting.

The proposed Ordinary Resolution 2, if passed, will allow the Company to pay Directors' fees and Directors' benefits comprising meeting-related expenses to the Non-executive Directors up to an amount of RM150,000.00 for the period after the date of AGM to the conclusion of the next AGM of the Company.

In the event the proposed amount is insufficient due to more meetings or an enlarged Board size, approval will be sought at the next AGM for the shortfall.

EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESS (CONT'D):

D. Resolution 3 & 4 - Re-election of Directors

The Board of Directors, through the Nomination Committee ("NC"), has conducted an annual assessment of each director on the performance, skills, experience, integrity, competence, commitment, and effective contribution to the Board and its Committees, and overall suitability of the retiring Directors.

For retiring Independent Non-executive Directors, the NC also assessed their independence and effectiveness of each Director standing for re-election including the review of their fit and proper assessment declarations in accordance with the Directors' Fit and Proper Policy of the Company.

Based on these evaluations, the NC and the Board are satisfied with the performance, effectiveness and fitness of Mr. Koay Cheng Lye and Mr. Koay Zee Ee who are retiring as Directors, and supported their re-election at the 32nd AGM.

All Directors standing for re-election have abstained from deliberations and decisions on their respective re-election at the relevant NC and Board Meeting. In addition, Mr Koay Zee Ee, being a shareholder of the Company, will abstain from voting on his own re-election at the 32nd AGM.

The profiles of the Directors standing for re-election are set out in the Directors' Profiles section under page 15 of the 2026 Annual Report.

E. Resolution 5 - Re-appointment of Auditors

The Audit Committee has, at its meeting on 26 August 2026, reviewed and evaluated the performance of the External Auditors for the financial year ended 30 June 2026 and was satisfied with the quality of service, adequacy of resources provided, communication and interaction skills, as well as the independence, objectivity, and professionalism demonstrated by the External Auditors, PKF PLT, in discharging their duties.

Based on the Audit Committee's recommendation, the Board has endorsed the re-appointment of PKF PLT as the External Auditors of the Company for the financial year ending 30 June 2027, and to be tabled the same for shareholders' approval.

The Board is also seeking shareholders' approval to authorise the Directors to fix the remuneration of the External Auditors for the financial year ending 30 June 2027.

F. Resolution 6 - Authority to Issue Shares in accordance to Section 75 and 76 of the Act and Waiver of Pre-Emptive Rights

The proposed Ordinary Resolution 6, if passed, will renew the mandate granted to the Directors at the 31st AGM held on 5 December 2025 ("31st AGM") for the issuance of shares pursuant to Sections 75 and 76 of the Companies Act 2016 ("General Mandate") and shall have the effect of the shareholders having agreed to waive their statutory pre-emptive rights pursuant to Section 85 of the Companies Act 2016 and Clause 9 of the Company's Constitution in respect of any new shares issued pursuant to the General Mandate.

This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company or at the expiry of the period within which the next AGM is required to be held after the approval is given, whichever is earlier.

The purpose of this resolution is to provide the Company with flexibility for potential fund-raising activities, including but not limited to the issuance of shares to fund current and/or future investment project(s), working capital, repayment of banking facilities, acquisitions or the issuance of shares as consideration for the acquisition of assets or any other purposes deemed to be in the best interest of the Company by the Board.

The General Mandate will, therefore, enable the Company to issue new securities without convening separate general meetings to obtain its shareholders' approval, thereby reducing administrative costs and time.

The disapplication of pre-emptive rights pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 9 of the Constitution of the Company will allow the Directors of the Company to issue new shares of the Company which will rank equally to the existing issued shares of the Company, to any person without having to offer new shares to all the existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

The Company did not issue any new shares pursuant to the General Mandate approved at the 31st AGM. As at the date of this notice, there is no decision to issue new shares. Should the Company decide to issue new shares pursuant to the General Mandate after it is obtained, an announcement will be made on the purpose and utilisation of proceeds from such issuance in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESS (CONT'D):

G. Resolution 7 - Proposed Renewal of Share Buy Back Authority

The proposed Ordinary Resolution 7 if passed, will allow the Company to purchase up to ten per cent (10%) of the issued share capital of the Company, excluding treasury shares retained by the Company at any given point in time. This authority unless revoked or varied at the general meeting, will expire at the next AGM. The details of this proposal are set out in the Share Buy-Back Statement to Shareholders dated 30 October 2026 which is available at the Company's website at www.kobaytech.com.

H. Resolution 8 - Proposed Shareholders Mandate for Recurrent Related Party Transactions

Pursuant to Paragraph 10.09(1) of the Bursa Malaysia Securities Berhad's Listing Requirements, the listed issuer shall seek for shareholders' mandate to enter into recurrent related party transactions (RRPTs) of a revenue or trading nature and in the ordinary course of business which are necessary for day-to-day operations. The Group wishes to renew its current RRPTs mandate for which the details are set out in 2.4 of Part B of the Circular to Shareholders dated 30 October 2026 (herein collectively referred to as "Proposed Shareholders' Mandate") which is available at the Company's website at www.kobaytech.com.

The proposed Ordinary Resolution 8, if passed, will allow the Group to enter into recurrent related party transactions of a revenue or trading nature and in the ordinary course of business which are necessary for day-to-day operations and unless this authority be revoked or varied at the general meeting else the said approval will be lapsed at the next AGM.

STATEMENT ACCOMPANYING NOTICE TO AGM

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

A. Details of individuals who are standing for election as directors (excluding directors standing for a re-election)

The profiles of the Directors standing for re-election pursuant to Resolution 3 & 4 of the Notice of the 32nd AGM are set out on page 15 of the Company's Annual Report 2026. There are no individuals standing for election as Directors (other than Directors standing for re-election) as disclosed under Appendix 8A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

B. Statement relating to general mandate for issue of securities in accordance with Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

Details of the authority to issue and allot shares in the Company pursuant to Section 75 and 76 of the Companies Act 2016 are set out in Explanatory Note F, Resolution 6 of the Notice of the 32nd AGM.

Personal Data Privacy: By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate, speak and vote at the 32nd 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 "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.