



UCHI TECHNOLOGIES BERHAD
(Registration No. 199801001764 (457890-A))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“**EGM**” or “**Meeting**”) of Uchi Technologies Berhad (“**UTB**” or “**Company**”) will be held at Ballroom, Level 1, Gurney Bay Hotel, 53 Persiaran Gurney, 10250 Penang on Wednesday, 20 May 2026 at 3.30 p.m. or immediately following the conclusion or adjournment of the Twenty-Eighth Annual General Meeting of UTB to be held at the same venue and on the same day at 3.00 p.m., whichever is later, for the purpose of considering and, if thought fit, passing the following ordinary resolutions, with or without any modifications:

ORDINARY RESOLUTION 1

PROPOSED ESTABLISHMENT OF A LONG TERM INCENTIVE PLAN OF UP TO TEN PERCENT (10%) OF THE TOTAL NUMBER OF ISSUED SHARES OF UTB (EXCLUDING TREASURY SHARES, IF ANY) AT ANY POINT IN TIME DURING THE DURATION OF THE SCHEME FOR THE ELIGIBLE DIRECTORS AND EMPLOYEES OF UTB AND ITS SUBSIDIARY COMPANIES (EXCLUDING SUBSIDIARY COMPANIES WHICH ARE DORMANT) (“UTB GROUP” OR “GROUP”) (“PROPOSED LTIP” OR “SCHEME”)

“**THAT** subject to the approvals of all relevant authorities (where required) being obtained, and to the extent permitted by law and the Constitution of UTB (“**Constitution**”), the board of directors of UTB (“**Board**”) be and is hereby authorised to:

- (i) establish, implement and administer the Proposed LTIP of up to ten percent (10%) of the total number of issued shares of UTB (excluding treasury shares, if any) at any point in time during the duration of the Scheme for the eligible directors and employees of the Group (excluding subsidiary companies which are dormant) (“**Eligible Persons**”) in accordance with the provisions of the by-laws governing the Proposed LTIP (“**By-Laws**”), a draft of which is set out in Appendix I of the circular to shareholders of UTB dated 21 April 2026 (“**Circular**”), and to give full effect to the Proposed LTIP with full power to assent to any conditions, variations, modifications and/or amendments as may be required by the relevant authorities. The Proposed LTIP comprises the proposed establishment of an employees’ share grant plan (“**Proposed SGP**”) and proposed establishment of an employees’ share option plan (“**Proposed SOP**”);
- (ii) allot and issue new ordinary shares in UTB (“**UTB Shares**” or “**Shares**”), acquire existing Shares from the open market of Bursa Malaysia Securities (“**Bursa Securities**”) and/or transfer such number of Shares from time to time to the Eligible Persons upon vesting of the award of Shares pursuant to the Proposed SGP (“**SGP Awards**”) and/or exercise of the award of options (“**SOP Options**”) pursuant to the Proposed SOP (“**SOP Awards**”) under the Proposed LTIP, provided that the maximum number of Shares which may be made available under the Proposed LTIP shall not in aggregate exceed ten percent (10%) of the total number of issued shares of UTB (excluding treasury shares, if any) at any point in time during the duration of the Proposed LTIP;

The Shares arising upon the vesting of SGP Awards and/or exercising of the SOP Options shall, upon allotment and issuance, rank equally in all respects with the existing Shares and shall:

- (a) be subject to the provisions of the Constitution; and
- (b) rank in full for all entitlements, including dividends or other distributions declared or recommended in respect of the then existing Shares, the record date for which is on or after the date on which the Shares are credited into the central depository system account of the Eligible Persons and shall in all other respects rank equally with other existing Shares then in issue;

- (iii) add, amend, modify and/or delete all or any part of the terms and conditions as set out in the By-Laws governing the Scheme from time to time provided that such additions, amendments, modifications and/or deletions are effected in accordance with the provisions of the By-Laws, and to do all such acts and to enter into all such transactions, arrangements and agreements as may be necessary or expedient in order to give full effect to the Proposed LTIP;
- (iv) do all things necessary and make the necessary applications to Bursa Malaysia Securities Berhad ("**Bursa Securities**") for the listing of and quotation for the new Shares that may, hereafter from time to time, be issued pursuant to the Proposed LTIP; and
- (v) appoint and authorise a committee ("**LTIP Committee**") by which the Proposed LTIP will be administered in accordance with the By-Laws by the LTIP Committee, who will be responsible for, amongst others, implementing and administering the Scheme. The members of the LTIP Committee shall comprise such number of Directors and/or senior management personnel of the Group to be identified and appointed from time to time;

THAT the Board be and is hereby authorised to give effect to the Proposed LTIP with full power to assent to any conditions, modifications, variations and/or amendments in any manner as may be required by the relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed LTIP.

AND THAT the draft By-Laws as set out in Appendix I of the Circular and which is in compliance with the Main Market Listing Requirements of Bursa Securities ("**Listing Requirements**"), be and is hereby approved and adopted."

ORDINARY RESOLUTIONS 2 TO 4

PROPOSED ALLOCATION OF SGP AWARDS AND/OR SOP AWARDS ("LTIP AWARDS**") UNDER THE PROPOSED LTIP**

"THAT subject to the passing of Ordinary Resolution 1 above and the approvals of the relevant authorities (where required) being obtained for the Proposed LTIP, the Board be and is hereby authorised at any time and from time to time during the duration of the Proposed LTIP, to award such number of LTIP Awards to the following persons, subject to the provisions of the By-Laws of the Proposed LTIP:

No.	Name	Designation	Ordinary resolutions
(i)	Chin Yau Meng	Managing Director	Resolution 2
(ii)	Kao, De-Tsan also known as Ted Kao	Executive Director	Resolution 3
(iii)	Huang, Yen-Chang also known as Stanley Huang	Executive Director	Resolution 4

provided always that:

- (a) the abovementioned persons must not participate in the deliberation and/or discussion of their own respective allocations as well as that of the persons connected with them, if any, under the Proposed LTIP; and
- (b) not more than ten percent (10%) (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) of the total number of issued shares of UTB made available under the Scheme shall be allocated to them who, either singly or collectively through persons connected (as defined in the Listing Requirements) with them, holds twenty percent (20%) (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) or more of the total number of issued shares of UTB (excluding treasury shares, if any),

subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-Laws of the Proposed LTIP and the Listing Requirements or any prevailing guidelines issued by Bursa Securities or any other relevant authorities, as amended from time to time.

AND THAT the Board be further authorised to issue such number of Shares pursuant to the Proposed LTIP, from time to time, to the abovementioned persons.”

ORDINARY RESOLUTIONS 5 TO 8

PROPOSED ALLOCATION OF SOP AWARDS UNDER THE PROPOSED LTIP

“**THAT** subject to the passing of Ordinary Resolution 1 above and the approvals of the relevant authorities (where required) being obtained for the Proposed LTIP, the Board be and is hereby authorised at any time and from time to time during the duration of the Proposed LTIP, to award such number of SOP Awards to the following persons, subject to the provisions of the By-Laws of the Proposed LTIP:

No.	Name	Designation	Ordinary resolutions
(i)	Charlie Ong Chye Lee	Chairman cum Non-Independent Non-Executive Director	Resolution 5
(ii)	Tan Boon Hoe	Independent Non-Executive Director	Resolution 6
(iii)	Lim Tian How	Independent Non-Executive Director	Resolution 7
(iv)	Han Chin Ling	Independent Non-Executive Director	Resolution 8

provided always that:

- (a) the abovementioned persons must not participate in the deliberation and/or discussion of their own respective allocations as well as that of the persons connected with them, if any, under the Proposed LTIP; and
- (b) not more than ten percent (10%) (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) of the total number of issued shares of UTB made available under the Scheme shall be allocated to them who, either singly or collectively through persons connected (as defined in the Listing Requirements) with the them, holds twenty percent (20%) (or such other percentage as may be permitted by Bursa Securities or any other relevant authorities from time to time) or more of the total number of issued shares of UTB (excluding treasury shares, if any),

subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-Laws of the Proposed LTIP and the Listing Requirements or any prevailing guidelines issued by Bursa Securities or any other relevant authorities, as amended from time to time.

AND THAT the Board be further authorised to issue such number of Shares pursuant to the Proposed LTIP, from time to time, to the abovementioned persons.”

By Order of the Board

LIM CHOO TAN (LS 0008888) (SSM Practicing Certificate No. 202008000713)
LEE LING (MAICSA 7065337) (SSM Practicing Certificate No. 202408000941)
Secretaries

21 April 2026

Penang

Notes:

1. 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 to the Company, a Record of Depositors as at 8 May 2026. Only a member whose name appears on this Record of Depositors shall be entitled to attend this Meeting or appoint a proxy to attend, speak and vote on his/her/its behalf.
2. A member entitled to attend and vote at this Meeting is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
3. A member of the Company who is entitled to attend and vote at a Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the Meeting.
4. If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the listing requirements of the stock exchange.
5. Where a member of the Company is an authorised nominee as defined in the Central Depositories Act, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
6. 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. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act") which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
7. Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
8. The appointment of a proxy may be made in hard copy form or by electronic form. In the case of an appointment made in hard copy form, the proxy form must be deposited at the registered office of the Company situated at Suite A, Level 9, Wawasan Open University, 54 Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang. In the case of electronic appointment, the proxy form must be submitted via PROPOLL Portal at <https://www.propollsolutions.com.my>. Please refer to the Annexure to the Proxy Form for further information on electronic submission. All proxy forms submitted must be received by the Company not less than forty-eight (48) hours before the time appointed for holding this Meeting or adjourned Meeting at which the person named in the appointment proposes to vote.
9. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the registered office of the Company situated at Suite A, Level 9, Wawasan Open University, 54 Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang not less than forty-eight (48) hours before the time appointed for holding the Meeting or adjourned Meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
10. Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
11. Last date and time for lodging this proxy form is 3.30 p.m., 18 May 2026 (Monday).
12. Please bring an ORIGINAL of the following identification papers (where applicable) and present it to the registration staff for verification:
 - (a) Identity card (NRIC) (Malaysian), or
 - (b) Police report (for loss of NRIC) / Temporary NRIC (Malaysian), or
 - (c) Passport (Foreigner).
13. For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please bring the ORIGINAL certificate of appointment executed in the manner as stated in this proxy form if this has not been lodged at the Company's registered office earlier.