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CB INDUSTRIAL PRODUCT HOLDING BERHAD

Registration No. 199701013434 (428930-H)
(Incorporated in Malaysia)

PART A

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

PART B

SHARE BUY-BACK STATEMENT IN RELATION TO THE PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES

(COLLECTIVELY KNOWN AS "THE PROPOSALS")

The Proposals will be tabled as Special Businesses at CB Industrial Product Holding Berhad's Twenty-Ninth Annual General Meeting ("29th AGM") to be held at the **Ballroom, The Saujana Hotel Kuala Lumpur, Jalan Lapangan Terbang SAAS, 40150 Shah Alam, Selangor Darul Ehsan** on **Tuesday, 26 May 2026 at 10:00 a.m.** or at any adjournment thereof.

The Notice of 29th AGM and the Form of Proxy as set out in the Annual Report of the Company for the financial year ended 31 December 2025 are dispatched together with this Circular/Statement.

A member is entitled to attend and vote at the meeting and is also entitled to appoint a proxy to attend and vote on his behalf. The Form of Proxy must be deposited at the office of the Share Registrar, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia or via electronic means through the Boardroom Smart Investor Portal ("BSIP") at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.

The lodging of the Form of Proxy will not preclude you from attending and voting in person at the meeting if you subsequently decided to do so. Please write to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy(ies) not less than twenty-four (24) hours before the time stipulated for holding the 29th AGM.

Last date and time for lodgement of the Form of Proxy : **Sunday, 24 May 2026 at 10:00 a.m.**
Date and Time of the 29th AGM : **Tuesday, 26 May 2026 at 10:00 a.m.**

This Circular/Statement is dated 30 April 2026

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Circular/ Statement and the accompanying Appendix:

“Act”	: Companies Act 2016 as amended from time to time all regulations made thereunder and any re-enactment thereof
“AGM”	: Annual General Meeting
“Board”	: Board of Directors of CB Industrial Product Holding Berhad
“Bursa Securities”	: Bursa Malaysia Securities Berhad [200301033577 (635998-W)]
“CBIP” or the “Company”	: CB Industrial Product Holding Berhad [199701013434 (428930-H)]
“CBIP Group” or “Group”	: CBIP and its subsidiaries
“CBIP Share(s)” or “Share(s)”	: Ordinary share(s) of CBIP
“Code”	: Malaysian Code on Take-Overs and Mergers 2016 read together with the Rules on Take-Over, Merger and Compulsory Acquisition 2016 and any amendments made from time to time
“Director(s)”	: Shall have the meaning given in Section 2(1) of the Capital Markets and Services Act 2007 and for purpose of the Proposed Shareholders’ Mandate Renewal includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a director of the Company, its subsidiary or holding company or a chief executive officer of CBIP Group
“EPS”	: Earnings per share
“Interested Director(s)”	: a Director(s) who is deemed to be a Related Party and is interested in the Proposed Shareholders’ Mandate Renewal
“Interested Major Shareholder(s)”	: Major Shareholder who is deemed to be a Related Party and is interested in the Proposed Shareholders’ Mandate Renewal

DEFINITIONS

- “Interested Person Connected” : In relation to a Director or a Major Shareholder, means such person who falls under any one of the following categories:
- (a) a family* member of the Director or Major Shareholder;
 - (b) a trustee of a trust (other than a trustee for an employee share scheme or pension scheme) under which the Director, Major Shareholder or a family member of the Director or Major Shareholder, is the sole beneficiary;
 - (c) a partner# of the Director, Major Shareholder or a partner of a person connected with that Director or Major Shareholder;
 - (d) a person, or where the person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the Director or Major Shareholder;
 - (e) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes the Director or Major Shareholder is accustomed or is under an obligation, whether formal or informal, to act;
 - (f) a body corporate in which the Director, Major Shareholder and/or persons connected with him are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or
 - (g) a body corporate which is a related corporation.

Notes:

* *Family in relation to a person means such person who falls within any one of the following categories:*

- (i) *spouse;*
- (ii) *parent;*
- (iii) *child including an adopted child and step-child;*
- (iv) *brother or sister; and*
- (v) *spouse of the person referred to in subparagraphs (iii) and (iv) above.*

Partner in relation to any person (referred to as “said Person”), means such person who falls within any one of the following categories:

- (i) *a person with whom the said Person, is in or proposes to enter into partnership with. “Partnership” for this purpose refers to a “partnership” as defined in section 3 of the Partnership Act 1961 or “limited liability partnership” as defined in section 2 of the Limited Liability Partnerships Act 2012, as the case may be; or*
- (ii) *a person with whom the said Person has entered or proposes to enter into a joint venture, whether incorporated or not.*

“LPD” : 22 April 2026, being the latest practicable date prior to the issuance of this Circular/Statement

“Main Market Listing Requirements” : Main Market Listing Requirements of Bursa Securities, including any Practice Note(s) issued in relation thereto that may be made from time to time

DEFINITIONS

- “Major Shareholder” : A person who has an interest or interests in one or more voting shares in CBIP and the number or aggregate number of those shares, is:
- (a) equal to or more than 10% of the total number of voting shares in the Company; or
 - (b) equal to or more than 5% 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 in shares” shall have the meaning given in section 8 of the Act. It also includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a Major Shareholder (as defined above) of the Company or any other company which is its subsidiary or holding company.
- “Proposed Shareholders’ Mandate Renewal” : Proposed Renewal of Existing Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature
- “Proposed Share Buy-Back Renewal” : Proposed Renewal of Authority for the Company to Purchase its own Shares
- “Related Parties” : A Director(s), Major Shareholder(s) or person(s) connected with such Director(s) or Major Shareholder(s)
- “Recurrent Related Party Transactions” or “RRPTs” : Recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations and in the ordinary course of business entered into by CBIP Group which involved the interest, direct or indirect, of a Related Party
- “RM” and “sen” : Ringgit Malaysia and sen respectively
- “SC” : Securities Commission Malaysia

Words importing the singular shall, where applicable, include the plural and vice versa. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Any reference to persons shall include a corporation, unless otherwise specified.

Any reference in this Circular/Statement to any enactment is a reference to that enactment for the time being amended or re-enacted. Any reference to a time of day in this Circular/Statement shall be a reference to Malaysian time and date respectively, unless other specified.

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CB INDUSTRIAL PRODUCT HOLDING BERHAD

Registration No. 199701013434 (428930-H)
(Incorporated in Malaysia)

Registered Office:

Lot 4, Jalan Waja 15
Kawasan Perusahaan Telok Panglima Garang
42500 Telok Panglima Garang
Selangor Darul Ehsan

30 April 2026

Board of Directors

Tengku Dato' Ardy Esfandiari Bin Tengku Abdul Hamid Shah (*Chairman/Executive Director*)
Datuk Lim Chai Beng (*Managing Director*)
Lim Zee Ping (*Deputy Managing Director*)
Lim Chai Huat (*Non-Independent Non-Executive Director*)
Lee Poi Keong (*Senior Independent Non-Executive Director*)
Karpanadevi A/P K R Somasundram (*Independent Non-Executive Director*)
Datin Chua Suat Khim (*Independent Non-Executive Director*)

Dear Shareholders of CBIP,

**(A) PROPOSED SHAREHOLDERS' MANDATE RENEWAL
(B) PROPOSED SHARE BUY-BACK RENEWAL
(COLLECTIVELY KNOWN AS "THE PROPOSALS")**

INTRODUCTION

At the 28th AGM of CBIP held on 30 May 2025, the shareholders, had inter-alia, granted the following mandates for CBIP:

- a) to enter into Recurrent Related Party Transactions of a revenue or trading nature which are necessary for CBIP Group's day-to-day operations in the ordinary course of business based on commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- b) to purchase up to 10% of the total number of issued shares of the Company as at the point of purchase.

The authority conferred by the shareholders' mandates at the 28th AGM of CBIP shall, in accordance with the Main Market Listing Requirements, lapse at the conclusion of the forthcoming AGM of the Company unless authority for its renewal is obtained from the shareholders at the AGM.

On 22 April 2026, the Board announced to Bursa Securities that the Company proposed to seek shareholders' approval for the Proposals at the forthcoming 29th AGM, which will be held at the Ballroom, The Saujana Hotel Kuala Lumpur, Jalan Lapangan Terbang SAAS, 40150 Shah Alam, Selangor Darul Ehsan on Tuesday, 26 May 2026 at 10:00 a.m.

The purpose of this Circular/Statement is to provide you with relevant details of the Proposals and to seek your approval for the proposed ordinary resolutions to be tabled at the forthcoming 29th AGM. The Notice convening the 29th AGM and the Form of Proxy are incorporated into the Annual Report 2025 which is available on the Company's website at www.cbip.com.my/investor-relations/annual-general-meeting/ or Bursa Securities' website.

SHAREHOLDERS OF CBIP ARE ADVISED TO READ THE CONTENTS OF THIS CIRCULAR/ STATEMENT CAREFULLY BEFORE VOTING ON THE RESOLUTIONS TO GIVE EFFECT TO THE PROPOSALS AT THE FORTHCOMING 29TH AGM.

PART A

PROPOSED SHAREHOLDERS' MANDATE RENEWAL

1. DETAILS OF THE PROPOSED SHAREHOLDERS' MANDATE RENEWAL

1.1 Provisions under the Main Market Listing Requirements

Pursuant to Paragraph 10.09(2) and Practice Note 12 of the Main Market Listing Requirements, a listed issuer may seek a shareholders' mandate to enter into RRPTs subject to the following:

- (i) the transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public;
- (ii) 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 the aggregate value is equal to or more than the threshold prescribed under Paragraph 10.09(1) of the Main Market Listing Requirements;
- (iii) the listed issuer's circular to shareholders for the shareholders' mandate includes the information as may be prescribed by Bursa Securities. The draft circular must be submitted to Bursa Securities together with a checklist showing compliance with such information;
- (iv) in a meeting to obtain the shareholders' mandate, the Interested Directors, Interested Major Shareholders and Interested Person Connected must not vote on the resolution in respect of the related party transaction; and where it involves the interest of an Interested Person Connected, such Persons Connected must not vote on the resolution approving the transactions. An Interested Director or Interested Major Shareholder must also ensure that persons connected with him abstain from voting on the resolution approving the transactions; and
- (v) the listed issuer immediately announces to Bursa Securities when the actual value of a RRPTs entered into by the listed issuer, exceeds the estimated value of the RRPTs disclosed in the Circular by 10% or more and must include the information as may be prescribed by Bursa Securities in its announcement.

Transactions entered into between a listed issuer (or any of its wholly-owned subsidiaries) and its wholly-owned subsidiaries are excluded from the requirements of related party transactions of Chapter 10 of the Main Market Listing Requirements.

Accordingly, the Board proposes to seek the shareholders' approval for the Proposed Shareholders' Mandate Renewal which allow CBIP Group to enter into the RRPTs referred to in Section 1.3 with the Related Parties in the normal course of business, provided that such transactions are made 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 CBIP.

1.2 Principal Activities of CBIP Group

The principal activities of the Company are investment holding and providing management services whilst the principal activities of the subsidiaries as at the LPD are as follows:

Name of Companies	Effective Equity Interest (%)	Principal Activities
Admiral Potential Sdn. Bhd.	100	Investment holding.
Advance Boilers Sdn. Bhd.	100	Manufacturing and servicing boilers.
AV-Ecopalms Sdn. Bhd.	100	Investment holding.
Avecpalm Marketing Resources Sdn. Bhd.	100	Trading and Supply of Industrial Parts for Palm Oil Mill Machineries and Related Services
AVP Engineering (M) Sdn. Bhd.	49	Retrofitting special purpose vehicles

Name of Companies	Effective Equity Interest (%)	Principal Activities
C.B. Industrial Product Sdn. Bhd.	100	Investment holding.
CB Palm Industrial Sdn. Bhd.	100	Manufacturer of palm oil mill equipment and related spare parts, providing services for engineering support, mechanical fabrication, commissioning and other contracting works for palm oil mills.
CBIP (PNG) Limited ⁽¹⁾	100	Providing engineering support and contracting works for palm oil mills.
Modipalm Engineering Sdn. Bhd.	100	Manufacturer of palm oil mill equipment and related spare parts, providing services for engineering support, mechanical fabrication, commissioning and other contracting works for palm oil mills.
Modipalma Latin America, Sociedad Anonima ⁽¹⁾	99.6	Supply and sale of spare parts for palm oil mill.
PT Berkala Maju Bersama ⁽⁵⁾	94	Cultivation of oil palm.
PT CB Polaindo ⁽¹⁾	70	Providing engineering support and contracting works for palm oil mills.
PT CBI Ecopalms Group ^{(3)&(5)}	100	Inactive.
PT Jaya Jadi Utama ⁽⁴⁾	94	Cultivation of oil palm.
PT Sawit Lamandau Raya ⁽³⁾	85	Cultivation of oil palm.
Steam-Mech Engineering Sdn. Bhd.	100	Investment holding.
TPG Aeronautik Sdn. Bhd. ⁽²⁾	49	Design, fabricate, supply, procure, maintain and service aviation related equipment.

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

Notes:

- 1 - held through C.B. Industrial Product Sdn. Bhd.
- 2 - held through AVP Engineering (M) Sdn. Bhd.
- 3 - held through Steam-Mech Engineering Sdn. Bhd.
- 4 - held through Admiral Potential Sdn. Bhd.
- 5 - held through AV-Ecopalms Sdn. Bhd.

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1.3 Information on Related Parties and Nature of Transactions

The class and nature of transactions of the RRPTs to be entered by CBIP Group with the following transacting party are as follows:

Transacting Parties	Interested Related Parties	Nature of Transaction	Estimated Value of Transactions disclosed in the Circular to Shareholders dated 30 April 2025 (RM'000)	Actual Value Transacted (30 May 2025 to LPD) (RM'000)	Estimated Value of Transactions from the 29 th AGM to the date of next AGM in 2027 (RM'000)
ENBPOL	DLCB, LZP, LCH and LCG	a. Purchase of palm oil mills equipment, spare parts from CBIP Group. b. Provision of engineering works by CBIP Group.	2,000	410	2,000
TPL	DLCB, LZP, LCH and LCG	a. Purchase of Palm Oil Mill equipment, boiler and spare parts from CBIP Group b. Provision of engineering work by CBIP Group.	2,000	-	2,000
Presspalm	LCT, DLCB, LZP, LCH and LCG	Sale of palm oil mills spare parts and machining items to CBIP Group. Purchase of palm oil mills spare parts from CBIP Group.	2,000	159	2,000
RSB	DLCB, LZP, LCH and LCG	a. Supply of boiler spare parts, palm oil mills equipment and spare parts by CBIP Group b. Provision of engineering works by CBIP Group	7,000	2,142	5,000
PWEB	DLCB, LZP, LCH, TYH, LCG and LST	a. Supply of effluent treatment system and spare parts to CBIP Group b. Provision of engineering works to CBIP Group	18,000	3,800	10,000
WISSB	LCHong, DLCB, LZP, LCH and LCG	Purchase of Palm Oil Mills Spare parts from CBIP Group	1,000	178	1,000

The nature of relationship with the above Related Parties as at the LPD is as follows:

- a. DLCB is a director and major shareholder of CBIP. He is also the director and major shareholder of ENBPOL, TPL, RSB and PWEB.
- b. LZP is the son of DLCB and an Executive Director of CBIP. He has direct interest of 4.91% in CBIP.
- c. DLCB, LCH, LCG, LCT and LCHong are siblings.
- d. LCH is a director of CBIP and has direct interest of 4.60% in CBIP.
- e. LCG is a director of CBIP Group and has direct interest of 5.66% and indirect interest of 0.22% through the shares held by his spouse in CBIP.
- f. LCT is a director and major shareholder of Presspalm and he has direct interest of 1.06% in CBIP.
- g. LCHong is a director and major shareholder of WISSB and he has direct interest of 0.68% in CBIP.
- h. TYH is a director of CBIP Group and has direct interest of 1.73% in CBIP. He is also a director and major shareholder of PWEB.
- i. LST is daughter of DLCB and sister of LZP, and she has direct interest of 2.02% in CBIP. She is also a Director of PWEB.

Abbreviations:

DLCB	-	Datuk Lim Chai Beng
ENBPOL	-	East New Britain Palm Oil Limited
LCG	-	Lim Chai Guan
LCH	-	Lim Chai Huat
LCHong	-	Lim Chye Hong
LCT	-	Lim Chai Tiong
LST	-	Lim Sim Tong
LZP	-	Lim Zee Ping
Presspalm	-	Presspalm Engineering Sdn. Bhd.
PWEB	-	PW Eco Biotech Sdn. Bhd.
RSB	-	Resourcecity Sdn. Bhd.
TPL	-	Tzen Plantation Limited
TYH	-	Tan Yu Hwa
WISSB	-	Wismech Industries Supply Sdn. Bhd.

The actual value transacted of each of the above transactions for Section 1.3 above, from the date on which the existing mandate was obtained (i.e. the date of the 28th AGM held on 30 May 2025) up to the LPD did not exceed the Estimated Value by 10% or more based on the aggregation rule under Paragraph 10.12 of the Main Market Listing Requirements.

The above transactions are necessary for CBIP Group's day-to-day operations and are in the ordinary course of business and are on terms not more favourable to the Related Party than those generally available to the public and are not to the detriment of the minority shareholders of CBIP Group.

The basis of arriving at the estimated value as indicated above is based on value transacted during the financial year ended 31 December 2025 as well as latest available information relating to these transactions. The value of these transactions may be subject to changes in the financial year ending 31 December 2026.

1.4 Details of Overdue Trade Receivables

The breakdown of the principal sum and interest (late payment charge of 8% per annum) for the total outstanding amount due under the RRPTs which exceeded the credit terms as at the financial year ended 31 December 2025 are as follows:

Transacting Party	Total amount outstanding		Outstanding amounts which exceeded credit term					
	Principal Sum (RM)	Interest (RM)	Less than 1 year		More than 1 to 3 years		More than 3 to 5 years	
			Principal Sum (RM)	Interest (RM)	Principal Sum (RM)	Interest (RM)	Principal Sum (RM)	Interest (RM)
ENBPOL	-	-	-	-	-	-	-	-
TPL	-	-	-	-	-	-	-	-
RSB	975,779	-	975,779	-	-	-	-	-
PWEB	-	-	-	-	-	-	-	-
WISSB	36,735	-	36,735	-	-	-	-	-
Presspalm	80,955	-	80,955	-	-	-	-	-
Total	1,093,469	-	1,093,469	-	-	-	-	-

The total outstanding amount due under the RRPTs is expected to be received by the Group by the financial year ending 31 December 2026. Management will monitor the regular progress payments to be received from the Related Parties and follow up on the status of each case while taking appropriate actions to recover the outstanding amounts such as sending reminders to the Related Parties and follow-up calls with the Related Parties.

In view of the above action taken by Management and long-standing business relationship with the Related Parties, the Board is of the opinion that the overdue principal sums together with late payment charges, if any, were part of normal business transactions and there is no recoverability issue in respect to amount payables by Related Parties.

1.5 Review Procedures for the RRPTs

The Group has established the following procedures and guidelines to ensure that the RRPTs are undertaken on transaction prices on an arm's length basis and on normal commercial terms that are not more favourable to the related parties than those normally available to the public and are not to the detriment of the minority shareholders:

- (i) A list of Related Parties of CBIP Group will be circulated to the Directors of the Company and its subsidiary companies to notify that all RRPTs are required to be undertaken on an arm's length basis and on normal commercial terms and on terms not more favourable to the Related Parties than those generally available to the public and are not detrimental to the minority shareholders;
- (ii) The transaction prices, terms and conditions of the RRPTs are determined after taking into consideration amongst others, the demand and supply of the products, level of services, quality of products and other related factors such as timeliness and quality of services;
- (iii) Records of RRPTs will be retained and compiled by the Chief Financial Officer and will be reported to the Audit and Risk Management Committee for review on quarterly basis. Any member of the Audit and Risk Management Committee may, as he/she deems fit, request for additional information pertaining to the RRPTs;
- (iv) Disclosure on all material RRPTs will be made in the Annual Report of the Company;
- (v) RRPTs will be monitored through management reports made to the Audit and Risk Management Committee;
- (vi) The Interested Directors who are also the members of the Audit and Risk Management Committee will abstain from deliberating and voting on all matters pertaining to the RRPTs at the relevant meetings of the Board or Audit and Risk Management Committee; and
- (vii) The transactions with a Related Party will only be entered into after taking into account the pricing, quality, delivery schedules, level of service and other related factors (including where applicable, preferential rates/prices/discounts accorded to a class or classes of customers or for bulk purchases) which are determined in accordance to the Group's business practices and policies, such as calling for tenders, quotations, so as to ensure that the prices and terms and conditions are based on competitive prices of similar products and services in line with industry norms.

At least two (2) other contemporaneous transactions with unrelated third parties for similar products or services and/or quantities will be used as comparison, wherever possible, to determine whether the price and terms offered to or by the Related Parties are fair and reasonable and comparable to those offered to or by other unrelated third parties for the same or substantially similar type of products or services and/or quantities.

In the event that quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be determined by the Group based on those offered by or to other unrelated third parties for the same or substantially similar type of transaction to ensure that the RRPTs are entered into on an arm's length basis 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.

1.6 Threshold for Authority

The Group does not have a specific approval threshold for RRPTs. The senior management and/or Board relies on the provisions in the Main Market Listing Requirements and/or the Act on the necessary disclosures/actions required.

In compliance with Paragraph 10.09(1)(a) of the Main Market Listing Requirements, CBIP shall immediately announce a RRPTs where:

- (i) the consideration, value of the assets, capital outlay or costs of the RRPTs is RM1 million or more, or
- (ii) the percentage ratio of such RRPTs is 1% or more,

whichever is the higher.

For clarity purpose, the disclosure obligation as set out in the paragraph above will not apply to the Recurrent Related Party Transactions which are comprised in the Proposed Shareholders' Mandate Renewal after it has been approved by shareholders, pursuant to Paragraph 2.4 of Practice Note 12 of the Main Market Listing Requirements.

1.7 Statement by the Audit and Risk Management Committee

The Audit and Risk Management Committee has reviewed the procedures set out in the Section 1.5 above and is satisfied that the review procedures are sufficient to ensure that the RRPTs are conducted on an arm's length basis, 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. Any member of the Audit and Risk Management Committee who is interested in any RRPTs shall not be involved in the review of the RRPTs.

The Audit and Risk Management Committee is of the view that the Group has in place adequate procedures and processes to monitor, track and identify RRPTs in a timely and orderly manner. The Audit and Risk Management Committee's review procedures will be conducted on a quarterly basis together with the review of quarterly results, or such frequency as the Audit and Risk Management Committee considers appropriate having regard to the value and the frequency of the RRPTs.

1.8 Disclosure of RRPTs

Disclosure will be made in accordance with the Practice Note 12 of the Main Market Listing Requirements, which requires a breakdown of the aggregate value of the RRPTs entered into during the financial year, including amongst others, the following information:

- (i) the types of RRPTs made; and
- (ii) the names of the Related Parties involved in each type of the RRPTs made and their relationships with CBIP Group.

The above disclosure will be made in the Company's annual report for each subsequent financial year after the Proposed Shareholders' Mandate Renewal has been obtained.

2. RATIONALE FOR THE PROPOSED SHAREHOLDERS' MANDATE RENEWAL

The RRPTs envisaged under the Proposed Shareholders' Mandate Renewal is in the ordinary course of business of CBIP Group. They are recurring transactions of a revenue or trading nature which are likely to occur with some degree of frequency and arise at any time and from time to time. These transactions may be constrained by the time-sensitive nature and confidentiality of such transactions, and it may be impractical to seek shareholders' approval on a case-by-case basis before entering into such RRPTs. As such, the Board is seeking a shareholders' mandate pursuant to Paragraph 10.09 of the Main Market Listing Requirements for the RRPTs described herein to allow the Group to enter into such recurrent transactions made on an arm's length basis and on normal commercial terms and which are not prejudicial to the interests of the minority shareholders.

By obtaining the Proposed Shareholders' Mandate Renewal, the necessity to convene separate general meetings from time to time to seek shareholders' approval as and when such RRPTs occur would not arise. This would reduce substantial administrative time, inconvenience and expenses associated with the convening of such meetings, without compromising the corporate objectives of the Group or adversely affecting the business opportunities available to the Group.

The Related Parties which are involved in the RRPTs have long-standing relationship with CBIP Group and where applicable have proven their reliability. The various RRPTs entered into by CBIP Group as detailed in Section 1.3 will meet CBIP Group's business needs at the best possible terms and in the best interest of CBIP Group.

3. FINANCIAL EFFECTS OF THE PROPOSED SHAREHOLDERS' MANDATE RENEWAL

The Proposed Shareholders' Mandate Renewal will have no effect on the issued and paid-up share capital and Substantial Shareholder's shareholdings of CBIP and it is also not expected to have any material effect on the net assets per share and earnings per share of the CBIP Group.

4. VALIDITY PERIOD FOR THE PROPOSED SHAREHOLDERS' MANDATE RENEWAL

The authority to be conferred pursuant to the Proposed Shareholders' Mandate Renewal, if approved by the shareholders, shall take effect from the passing of the ordinary resolution proposed at the forthcoming 29th AGM and shall continue to be in force until:

- a) the conclusion of the next AGM of the Company following the general meeting at which such mandate is passed, at which time it will lapse, unless the authority is renewed by a resolution passed at the next AGM;
- b) the expiration of the period within which the next AGM after that date is required by law 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 of the Company in general meeting,

whichever is the earlier.

Thereafter, shareholders' approval will be sought for the renewal of such mandate at each subsequent AGM subject to a satisfactory review by the Audit and Risk Management Committee of its continued application to RRPTs.

5. INTERESTS OF THE DIRECTORS, MAJOR SHAREHOLDERS AND PERSONS CONNECTED TO THEM

Datuk Lim Chai Beng, Mr. Lim Zee Ping and Mr. Lim Chai Huat, being the Interested Directors, have abstained and will abstain from Board deliberations and voting on the resolution pertaining to the Proposed Shareholders' Mandate Renewal. The Interested Directors will abstain from voting and have also undertaken to ensure that persons connected to them will abstain from voting in respect of their direct and indirect shareholdings on the proposed resolution pertaining to the Proposed Shareholders' Mandate Renewal at the forthcoming AGM.

Datuk Lim Chai Beng, the Interested Major Shareholder, will abstain from voting in respect of his direct and/or indirect shareholdings in CBIP on the proposed resolution pertaining to the Proposed Shareholders' Mandate Renewal at the forthcoming AGM. He has also undertaken to ensure that the persons connected to him will abstain from voting in respect of their shareholdings in CBIP on the resolution pertaining to the Proposed Shareholders' Mandate Renewal at the forthcoming AGM.

Save as disclosed in this Circular, none of the other Directors and/or Major Shareholders of CBIP or persons connected to them has any interest, direct or indirect, in the Proposed Shareholders' Mandate Renewal.

The following table illustrates the direct and indirect interests of the Interested Major Shareholders, Interested Directors and Interested Persons Connected as at LPD:

Name	<-----Shareholdings*----->			
	Direct	%	Indirect	%
<u>Interested Major Shareholder</u> Datuk Lim Chai Beng	148,014,720	32.06	39,525,000 ⁽¹⁾	8.56
<u>Interested Directors</u> Datuk Lim Chai Beng	148,014,720	32.06	39,525,000 ⁽¹⁾	8.56
Lim Chai Huat	21,222,222	4.60	1,000,000	0.22
Lim Zee Ping	22,684,000	4.91	-	-

Name	<-----Shareholdings*----->			
	Direct	%	Indirect	%
<u>Interested Directors of Subsidiaries</u>				
Tan Yu Hwa	7,983,100	1.73	-	-
Lim Chai Guan	26,142,120	5.66	1,017,500 ⁽²⁾	0.22
<u>Interested Persons Connected</u>				
Lim Sim Tong	9,308,400	2.02	-	-
Lim Chai Tiong	4,872,340	1.06	-	-
Lim Chye Hong	3,134,900	0.68	-	-
Zee Capital Sdn. Bhd.	2,650,000	0.57	-	-

Note:

* Calculated based on 461,742,658 Shares, excluding 31,506,027 Shares already purchased and retained as treasury shares as at LPD.

- (1) Deemed interested under Section 59(11)(c) of the Act by virtue of shares held by his children and deemed interested under Section 8 of the Act by virtue of his direct interest in Zee Capital Sdn. Bhd.
- (2) Deemed interested under Section 59(11)(c) of the Act by virtue of shares held by his spouse.

6. DIRECTORS' RECOMMENDATION

The Board (save for Datuk Lim Chai Beng, Mr. Lim Zee Ping and Mr. Lim Chai Huat) having considered all aspects of the Proposed Shareholders' Mandate Renewal, is of the opinion that the Proposed Shareholders' Mandate Renewal is in the best interest of CBIP Group and its shareholders. Accordingly, your Directors (save for Datuk Lim Chai Beng, Mr. Lim Zee Ping and Mr. Lim Chai Huat) have recommended that you vote in favour of the ordinary resolution pertaining to the Proposed Shareholders' Mandate Renewal at the forthcoming 29th AGM.

7. APPROVAL REQUIRED

The Proposed Shareholders' Mandate Renewal is subject to approval being obtained from our shareholders at the forthcoming 29th AGM.

8. 29TH AGM

The 29th AGM of CBIP will be held at the Ballroom, The Saujana Hotel Kuala Lumpur, Jalan Lapangan Terbang SAAS, 40150 Shah Alam, Selangor Darul Ehsan on Tuesday, 26 May 2026 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the proposed ordinary resolution to give effect to the Proposed Shareholders' Mandate Renewal as described herein.

If you are unable to attend and vote in person at the 29th AGM, you are entitled to appoint not more than two (2) proxies to attend and vote on your behalf. Please complete, sign and return the Form of Proxy enclosed in the Annual Report 2025 in accordance with the instructions therein as soon as possible and in any event so as to arrive at the office of the Share Registrar, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia or via electronic means through the BSIP at <https://investor.boardroomlimited.com> not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.

The lodging of the Form of Proxy will not preclude you from attending and voting in person at the 29th AGM should you subsequently wish to do so. Please write to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy(ies) not less than twenty-four (24) hours before the time stipulated for holding the 29th AGM.

9. FURTHER INFORMATION

Shareholders of CBIP are requested to refer to the attached Appendix I for further information.

PART B

PROPOSED SHARE BUY-BACK RENEWAL

1. INFORMATION ON THE PROPOSED SHARE BUY-BACK RENEWAL

1.1 Details of the Proposed Share Buy-Back Renewal

The Board had, during the 28th AGM held on 30 May 2025 obtained its shareholders' approval to purchase up to 10% of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase. In accordance with the Main Market Listing Requirements governing the purchase of own shares by a listed company, the aforesaid approval will continue in force until the conclusion of the forthcoming 29th AGM of the Company which will be held on 26 May 2026.

The Board proposes to seek approval from the shareholders for a renewal of authorisation to enable CBIP to purchase up to 10% of the total number of issued shares of the Company at any point of time through Bursa Securities in accordance with Section 127 of the Act and Main Market Listing Requirements and/or any other relevant authority.

The Proposed Share Buy-Back Renewal shall be effective upon the passing of the ordinary resolution at the forthcoming 29th AGM of CBIP until:

- (i) the conclusion of the next AGM of the Company following the general meeting at which such resolution was passed at which time it will lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever occurs first.

1.2 Maximum Number or Percentage of Shares to be Acquired

As at LPD, the total number of issued shares of CBIP comprising 493,248,685 CBIP Shares (including 31,506,027 CBIP Shares held as treasury shares).

Assuming no further CBIP Shares are issued, a total of up to 49,324,868 CBIP Shares may be purchased pursuant to the Proposed Share Buy-Back Renewal inclusive of CBIP Shares already purchased and retained as treasury shares as at LPD. As such, the balance that can be purchased as at the LPD is 17,818,841 CBIP Shares.

1.3 Treatment of CBIP Shares Purchased

In accordance with Section 127 of the Act, the Board may, at its discretion, deal with any of CBIP Shares so purchased in the following manner:

- i) to cancel the purchased CBIP Shares; or
- ii) to retain the purchased CBIP Shares as treasury shares held by the Company; or
- iii) to retain part of the purchased CBIP Shares as treasury shares and cancel the remainder; or
- iv) to distribute the treasury shares as dividends to shareholders; or
- v) to resell the treasury shares on Bursa Securities in accordance with the Main Market Listing Requirements; or
- vi) to transfer the treasury shares, or any of the treasury shares for the purposes of or under an employees' share scheme; or
- vii) to transfer the shares, or any of the treasury shares as purchase consideration; or
- viii) any combination of the above.

Where the Board intends to retain the purchased CBIP Shares as treasury shares, cancel the purchased CBIP Shares, or both, an appropriate announcement will be made to Bursa Securities as and when the Proposed Share Buy-Back Renewal is exercised. If the Board decides to retain the purchased CBIP Shares as treasury shares, it may later distribute the treasury shares as share dividends to the shareholders depending on the availability of the

profit of the Company, cancel the Treasury Shares and/or resell the purchased CBIP Shares on Bursa Securities.

While the purchased CBIP Shares are held as treasury shares, the rights attached to them as to attending or voting at meetings and any purported exercise of such rights is void and the rights to receive dividend or other distribution of the Company's assets including distribution of assets upon winding up of the Company shall be suspended and the treasury shares shall not be taken into account in calculating the number of percentage of Shares or of a class of Shares in the Company for any purpose including substantial shareholding, takeovers, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on resolutions at meetings of shareholders. The Company would buy back the shares only after the Board has given due consideration to its potential impact on the Company's earnings and financial position and the Board is of the opinion that it would be in the best interest of the Company to do so.

The actual treatment of the purchased CBIP Shares would depend on, inter-alia, the prevailing equity market conditions and the financial position of the Company.

2. RATIONALE FOR THE PROPOSED SHARE BUY-BACK RENEWAL

The procurement of the shareholders' approval for the Proposed Share Buy-Back Renewal would enable the Company to purchase CBIP Shares when appropriate and at prices which the Board views favourable.

The Proposed Share Buy-Back Renewal may enable the Company to utilise its surplus financial resources to purchase its own Shares from Bursa Securities. It may also assist in stabilising the supply and demand as well as the market price of its Shares traded on Bursa Securities.

The Proposed Share Buy-Back Renewal, if exercised, will enhance the EPS of CBIP as a result of a lower number of CBIP Shares being taken into account for the purpose of computing the Company's EPS, if the purchased CBIP Shares are held as treasury shares or cancelled.

The purchased CBIP Shares may be held as treasury shares and resold on Bursa Securities at a higher price with the intention of realising a potential gain without affecting the total issued share capital of the Company. Should any treasury shares be distributed as share dividends, this would serve to reward the shareholders of the Company.

The Proposed Share Buy-Back Renewal is not expected to have any potential material disadvantage to the Company and its shareholders, and it will be implemented only after due consideration of the financial resources of CBIP Group and the resultant impact on the shareholders of the Company. The Board, in exercising any decision to buy-back any CBIP Shares, will be mindful of the interests of the Company and its shareholders.

3. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED SHARE BUY-BACK RENEWAL

3.1 Potential Advantages

The potential advantages of the Proposed Share Buy-Back Renewal are as follows:

- (a) The Proposed Share Buy-Back Renewal would enable the Company to utilise its financial resources more efficiently especially where there is no immediate use. If CBIP Shares purchased are subsequently cancelled, this may strengthen the consolidated EPS of the Group as indicated above.
- (b) The Proposed Share Buy-Back Renewal will also provide the Company with opportunities for potential gains if the purchased CBIP Shares which are retained as treasury shares are resold at prices higher than the cost of purchase.
- (c) In any event, the treasury shares may also be distributed as share dividends to the shareholders as a reward.

3.2 Potential Disadvantages

The potential disadvantages of the Proposed Share Buy-Back Renewal are as follows:

- (a) The Proposed Share Buy-Back Renewal if implemented, is expected to temporarily reduce the immediate financial resources of the Group. However, the financial resources of the Group may recover or even increase if the purchased CBIP Shares are held as treasury shares and resold in the market at the same or higher prices.
- (b) The Proposed Share Buy-Back Renewal may also result in the Group foregoing better investment opportunities which may emerge in the future and/or any income that may be derived from other alternative uses of such funds such as deposit in interest bearing instruments.

4. FUNDING

A sum not exceeding the Company's retained profit at the time of purchase(s) will be allocated for the Proposed Share Buy-Back Renewal. The Proposed Share Buy-Back Renewal is expected to be financed through the Company's internally generated funds and/or external borrowings, the proportion of which will only be determined later depending on the available internally generated funds, actual number of shares to be purchased and other relevant cost factors. In the event that the Company purchases the CBIP Shares using external borrowings, the Board would ensure that the Company has sufficient funds to repay the external borrowings and that the repayment would have no material effect on the cashflow of the Company.

Depending on the quantum and the purchase price, the Proposed Share Buy-Back Renewal may reduce the working capital of CBIP Group. As at 31 December 2025, the audited retained profit of the Company amounted to RM32,276,000. Based on the latest Management Accounts of the Company made up to 31 March 2026, the unaudited retained profit of the Company amounted to RM31,531,000.

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5. SUBSTANTIAL SHAREHOLDERS' AND DIRECTORS' SHAREHOLDINGS

The table below illustrates the direct and indirect interests of the Directors and Substantial Shareholders of CBIP as at LPD assuming that the Proposed Share Buy-Back Renewal is implemented in full:

(a) Directors' Shareholdings

Name of Director	Before Proposed Share Buy-Back Renewal			After Proposed Share Buy-Back Renewal			
	Direct Shareholding		Indirect Shareholding No. of Shares	Direct Shareholding		Indirect Shareholding No. of Shares	
	No. of Shares	%*		No. of Shares	%**		
Datuk Lim Chai Beng	148,014,720	32.06	39,525,000 ⁽²⁾	148,014,720	33.34	39,525,000	8.90
Tengku Dato' Ardy Esfandiari Bin Tengku A. Hamid Shah	3,360,000	0.73	-	3,360,000	0.76	-	-
Lim Chai Huat	21,222,222	4.60	1,000,000	21,222,222	4.78	1,000,000	0.23
Karpanadevi A/P K R Somasundram	-	-	-	-	-	-	-
Lee Poi Keong	-	-	-	-	-	-	-
Datin Chua Suat Khim	-	-	-	-	-	-	-
Lim Zee Ping	22,684,000	4.91	-	22,684,000	5.11	-	-

(b) Substantial Shareholders' Shareholdings

Name of Substantial Shareholder	Before Proposed Share Buy-Back Renewal			After Proposed Share Buy-Back Renewal			
	Direct Shareholding		Indirect Shareholding No. of Shares	Direct Shareholding		Indirect Shareholding No. of Shares	
	No. of Shares	%*		No. of Shares	%**		
Datuk Lim Chai Beng	148,014,720	32.06	39,525,000 ⁽²⁾	148,014,720	33.34	39,525,000 ⁽²⁾	8.90
Lim Chai Guan	26,142,120	5.66	1,017,500 ⁽¹⁾	26,142,120	5.89	1,017,500 ⁽¹⁾	0.23
Tan Sow Peng	1,017,500	0.22	26,142,120 ⁽¹⁾	1,017,500	0.23	26,142,120 ⁽¹⁾	5.89

Notes:

* Excluding 31,506,027 treasury shares.

** Excluding 49,324,868 treasury shares (being the maximum number of Share(s) of not more than 10% of the total number of issued shares of the Company as at LPD)

(1) Indirect interest held by his/her spouse.

(2) Indirect interest held by his children and/or Zee Capital Sdn. Bhd.

6. PUBLIC SHAREHOLDING SPREAD

Further to the above, the Board recognise the requirement that the Proposed Share Buy-Back Renewal must not result in the number of CBIP Shares which are in the hands of the public falling below 25% of the total number of listed shares of CBIP (excluding treasury shares).

As at LPD, the public shareholding spread of the Company was 42.58% of its total listed shares (excluding treasury shares).

The public shareholding spread of the Company is expected to be reduced to 40.27% assuming the Proposed Share Buy-Back Renewal is implemented in full i.e., up to 10% of the total number of issued shares of the Company and the purchased CBIP Shares are assumed to be purchased from the public shareholders and the number of CBIP Shares held by the Directors and Substantial Shareholders of CBIP and/or persons connected to them remain unchanged.

However, the Company will ensure that prior to any share buy-back exercise, the public shareholding spread of at least 25% is maintained.

7. FINANCIAL EFFECTS OF THE PROPOSED SHARE BUY-BACK RENEWAL

The effects of the Proposed Share Buy-Back Renewal are presented below based on the assumptions that the Proposed Share Buy-Back Renewal is implemented in full:

7.1 Share Capital

The effects of the Proposed Share Buy-Back Renewal on the total number of issued shares of the Company will depend on whether the purchased CBIP Shares are cancelled or retained as treasury shares. However, there will be no impact on the total number of issued shares of the Company if the purchased CBIP Shares are retained as treasury shares, resold or distributed as share dividends to shareholders.

In the event that the maximum number of CBIP Shares (of up to 10% of the total number of Issued shares) authorised under the Proposed Share Buy-Back Renewal are purchased and cancelled, the effects on the total number of issued shares of CBIP are as follow:

	<u>Number of Shares</u>
Total number of issued shares as at LPD [^]	493,248,685 [^]
Assuming all the Purchased CBIP Shares pursuant to the Proposed Share Buy-Back Renewal are cancelled	49,324,868 [^]
Resultant total number of Issued Shares	<u>443,923,817</u>

Notes:

[^] Including 31,506,027 treasury shares.

7.2 Net Assets ("NA")

The effect of the Proposed Share Buy-Back Renewal on the consolidated NA of CBIP Group will depend on the purchase price of the CBIP Shares, the number of CBIP Shares purchased, the effective funding cost of CBIP Group to finance the share buy-back, if any, or loss in interest income to the Company, and whether the purchased CBIP Shares are cancelled, retained as treasury shares, resold on Bursa Securities or distributed as share dividends to shareholders.

If all the purchased CBIP Shares are cancelled, the Proposed Share Buy-Back Renewal would reduce the NA per share of CBIP Group if the purchase price of each purchased CBIP Share exceeds the NA per share at the relevant point in time, and vice versa.

The NA of CBIP Group would decrease if the purchased CBIP Shares are retained as treasury shares due to the requirement for treasury shares to be carried at cost and to be

offset against equity, resulting in a decrease in the NA of CBIP Group by the cost of the treasury shares.

If the treasury shares are resold through Bursa Securities, the NA of CBIP Group would increase if the Company realises a gain from resale, and vice versa. If the treasury shares are distributed as share dividends, the NA of CBIP Group would decrease by the cost of the treasury shares.

7.3 Earnings

The effect of the Proposed Share Buy-Back Renewal on the EPS of CBIP Group would depend on the number of CBIP Shares purchased, purchase price of CBIP Shares and the effective funding cost to finance the purchase or loss in interest income to the Company.

Assuming the purchased CBIP Shares are retained as treasury shares and resold, the effects on the EPS of CBIP Group will depend on the actual selling price, the number of treasury shares resold and the effective gain or interest savings arising from the exercise.

If the purchased CBIP Shares are retained or cancelled, the Proposed Share Buy-Back Renewal will increase the EPS of CBIP Group provided the income foregone and/or interest expense incurred is less than the effect of the reduced number of shares in calculating EPS.

7.4 Working Capital

The Proposed Share Buy-Back Renewal is likely to reduce the working capital of CBIP, the quantum of which depends on the purchase prices and the number of CBIP Shares purchased. Nevertheless, the Board is mindful of the interest of CBIP and its shareholders in undertaking the Proposed Share Buy-Back Renewal and will assess the working capital needs of CBIP prior to any purchase of Shares.

8. IMPLICATIONS OF THE CODE

As at LPD, Datuk Lim Chai Beng together with the persons acting in concert (“**PAC**”) with him collectively holds 55.45% of the total voting share capital of CBIP. Assuming that the Proposed Share Buy-Back Renewal is carried out in full, the collective shareholdings of the PAC will increase to 57.68% of the total voting share capital of CBIP, assuming the total number of issued shares of CBIP and that of held by the said group of PAC remain unchanged.

Pursuant to the Code, a mandatory offer obligation arises when:

- (a) a person obtains controls in a company as result of a share buy-back scheme by the Company;
- (b) a person (holding more than thirty-three percent (33%) but not more than fifty percent (50%) of the voting shares or voting rights of a company), as a result of a share buy-back scheme by the company, increasing his holding of the voting shares or voting rights of the company by more than two percent (2%) in any six (6) months period;
- (c) a person (holding more than thirty-three percent (33%) but not more than fifty percent (50%) of the voting shares or voting rights of a company) acquires more than two percent (2%) of the voting shares or voting rights of the company when he knows or reasonably ought to know that the company would carry out a buy back scheme.

Notwithstanding the above, the said person of group of PAC is/are allowed to make an application to the SC for a waiver from implementing a mandatory general offer under the Code and the application for waiver must be submitted to the SC before a mandatory offer obligation is triggered.

As it is not intended for the Proposed Share Buy-Back Renewal to trigger the obligation to undertake a mandatory offer under the Code by any of the Company’s substantial shareholder(s) and/or PAC with them, the Board will ensure that such number of CBIP Shares so purchased, retained as treasury shares, cancelled and/or distributed pursuant to the Proposed Shares Buy-Back Renewal would not result in the triggering of any mandatory offer obligation on the part of the Company’s substantial shareholder(s) and/or PAC with them. In this connection, the Board is mindful of the requirements under the Code when making any purchase of CBIP Shares pursuant to the Proposed Share Buy-Back Renewal.

9. PREVIOUS PURCHASE, RESALE, CANCELLATION AND/OR TRANSFER OF TREASURY SHARES MADE IN THE PRECEDING TWELVE (12) MONTHS

The details of the purchase in the previous twelve (12) months up to the LPD are as follows:

Date	No. of Shares Purchased	Purchase Price (RM)		Average Price (RM)	Total Consideration Paid (RM)
		Lowest	Highest		
30.09.2025	215,100	1.280	1.300	1.2916	279,022.83
01.10.2025	135,000	1.280	1.290	1.2837	174,045.89
02.10.2025	193,800	1.280	1.290	1.2869	250,475.04
29.10.2025	659,800	1.250	1.290	1.2733	843,760.49
30.10.2025	258,000	1.270	1.300	1.2840	332,685.16
31.10.2025	130,000	1.270	1.280	1.2762	166,613.47
03.11.2025	170,000	1.310	1.320	1.3137	224,294.00
04.11.2025	20,000	1.320	1.320	1.3200	26,593.32
06.11.2025	38,500	1.310	1.310	1.3100	50,803.75
11.11.2025	78,500	1.280	1.300	1.2940	102,017.22
12.11.2025	142,400	1.280	1.290	1.2867	184,010.64
18.11.2025	123,600	1.250	1.260	1.2556	155,868.16
19.11.2025	12,000	1.260	1.260	1.2600	15,231.26
20.11.2025	90,000	1.260	1.260	1.2600	113,888.22
21.11.2025	253,000	1.220	1.280	1.2371	314,325.84
24.11.2025	50,000	1.250	1.250	1.2500	62,956.75
25.11.2025	130,000	1.250	1.250	1.2500	163,199.25
27.11.2025	120,000	1.240	1.250	1.2492	150,544.67
28.11.2025	48,000	1.230	1.230	1.2300	59,471.96
01.12.2025	24,600	1.210	1.210	1.2100	29,983.53
02.12.2025	16,200	1.220	1.220	1.2200	19,908.51
04.12.2025	134,800	1.220	1.220	1.2200	165,163.71
05.12.2025	15,900	1.220	1.220	1.2200	19,540.21
10.12.2025	51,400	1.210	1.210	1.2100	62,648.82
11.12.2025	13,200	1.210	1.210	1.2100	16,088.63
12.12.2025	121,200	1.200	1.240	1.2293	149,630.67
23.12.2025	274,900	1.220	1.250	1.2374	341,624.79
27.02.2026	46,200	1.220	1.230	1.2294	57,210.82
02.03.2026	7,000	1.210	1.210	1.2100	8,532.37
09.03.2026	109,500	1.100	1.110	1.1047	121,484.83
25.03.2026	25,200	1.130	1.140	1.1379	28,885.67

There is no resale, transfer and cancellation of treasury shares in the previous twelve (12) months up to the LPD.

As at the LPD, the Company held a total of 31,506,027 treasury shares.

10. HISTORICAL SHARE PRICES

The monthly highest and lowest prices of CBIP Shares as traded on Bursa Securities for the past 12 months from April 2025 to March 2026 are as follows:

	High (RM)	Low (RM)
2025		
April	1.30	1.18
May	1.28	1.15
June	1.25	1.12
July	1.22	1.08
August	1.11	1.05
September	1.10	1.03
October	1.15	1.05
November	1.20	1.10
December	1.18	1.08

	High (RM)	Low (RM)
2026		
January	1.17	1.10
February	1.16	1.08
March	1.17	1.15
Last transacted market price of CBIP Shares on LPD		1.24

(Source: Bursa Malaysia Berhad)

11. INTERESTS OF THE DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

Save for the inadvertent increase in the percentage of the shareholding and/or voting rights of the shareholders as a consequence of the Proposed Share Buy-Back Renewal, none of the Directors and Major Shareholders of the Company or persons connected to them has any interest, direct or indirect, in the Proposed Share-Buy Back Renewal or resale of treasury shares, if any.

12. DIRECTORS' RECOMMENDATION

The Directors, having considered all aspects of the Proposed Share Buy-Back Renewal are of the opinion that the Proposed Share Buy-Back Renewal is in the best interest of the Company. Accordingly, your Directors recommend that you vote in favour of the ordinary resolution pertaining to the Proposed Share Buy-Back Renewal at the forthcoming 29th AGM.

Yours faithfully,
for and on behalf of the Board of Directors of
CB INDUSTRIAL PRODUCT HOLDING BERHAD

TENGGU DATO' ARDY ESFANDIARI BIN TENGGU ABDUL HAMID SHAH
Chairman/Executive Director

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APPENDIX I

FURTHER INFORMATION

1) DIRECTORS' RESPONSIBILITY STATEMENT

This Circular/Statement has been seen and approved by the Board of CBIP who, individually and collectively, accept full responsibility for the accuracy of the information contained in this Circular/Statement and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts the omission of which would make any statement herein misleading.

2) MATERIAL LITIGATION

Neither CBIP nor any of its subsidiaries is engaged in any material litigation, claims and arbitration either as plaintiff or defendant as at the date of this Circular/Statement and the Directors of CBIP do not have any knowledge of any proceedings pending or threatened against CBIP or its subsidiaries or of any facts likely to give rise to any proceedings which may adversely and materially affect the position or business of CBIP and its subsidiaries.

3) MATERIAL CONTRACTS

The Company had on 29 July 2024 entered into the following Share Sale and Purchase Agreement ("**SSPA**") with Green Resources Malaysia Ltd ("**GRML**") for the disposal of shares in its subsidiaries:

- a. Share Sale and Purchase Agreement between CBIP, TPG Oil & Gas Sdn. Bhd. ("**TPGOG**"), and GRML for the disposal of 100,000,000 ordinary shares in Gulf Lubes Malaysia Sdn. Bhd. ("**GLM**"), representing 100% of the total issued share capital of GLM for a total cash consideration of RM10,283,500.00; and
- b. Share Sale and Purchase Agreement between CBIP and GRML for the disposal of 16,100,000 ordinary shares in TPGOG, representing 100% of the total issued share capital of TPGOG for a total cash consideration of RM10,283,500.00.

The Company had further announced on 26 September 2024 that the above parties have mutually agreed to enter into Supplemental Agreements to vary the terms in the SSPA.

On 14 October 2025, the Company and Admiral Potential Sdn. Bhd. ("**APSB**"), a wholly owned subsidiary of the Company had entered into a Share Subscription Agreement ("**SSA**") with Anglo-Eastern Plantations PLC ("**AEP**") for AEP to subscribe for such number of new ordinary shares in APSB at a subscription price which shall be determined based on the following subject to the terms and conditions of the SSA:

1. Ringgit Malaysia equivalent to IDR150,000,000,000.00; plus
2. Cash in APSB and PT Jaya Jadi Utama ("**PT JJU**") as at the cut-off date (as defined in the SSA).

Save for the above, CBIP Group has not entered into any material contracts (not being contracts entered into in the ordinary course of business) within the two (2) years preceding the date of this Circular/Statement.

4) DOCUMENTS FOR INSPECTION

Copies of the following documents will be available for inspection at the registered office of CBIP at Lot 4, Jalan Waja 15, Kawasan Perusahaan Telok Panglima Garang, 42500 Telok Panglima Garang, Selangor Darul Ehsan, during normal business hours from the date of this Circular/Statement to the date of the forthcoming 29th AGM:

- a) Constitution of the Company; and
- b) Audited consolidated financial statements of CBIP for the financial years ended 31 December 2024 and 31 December 2025.

EXTRACT OF NOTICE OF THE 29th AGM

ORDINARY RESOLUTION 6

PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES

"THAT, subject always to the Act, the provisions of the Constitution of the Company, the Main Market Listing Requirements of Bursa Securities and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:

- (i) the aggregate number of shares purchased does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase;
- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall be backed by an equivalent amount of retained profits of the Company as at the time of purchase(s); and
- (iii) the Directors of the Company may decide either to retain the shares purchased as treasury shares or cancel the shares or retain part of the shares so purchased as treasury shares and cancel the remainder or to resell the shares or distribute the shares as dividends or transfer the shares under an employee share scheme or as purchase consideration.

THAT the authority conferred by this resolution will commence after the passing of this ordinary resolution and will continue to be in force until:

- (i) the conclusion of the next AGM following the general meeting at which such resolution was passed at which time it will lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (iii) 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 unconditionally and generally to the Directors of the Company to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under the Securities Industry (Central Depositories) Act 1991 of Malaysia, and the entering into all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities and with the fullest power to do all such acts and things thereafter (including without limitation, the cancellation or retention as treasury shares of all or any part of the purchased shares or to resell the shares or distribute the shares as dividends or transfer the shares under an employee share scheme or as purchase consideration) in accordance with the Constitution of the Company and the requirements and/or guidelines of Main Market Listing Requirements of Bursa Securities and all other relevant governmental and/or regulatory authorities."

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ORDINARY RESOLUTION 7

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

"THAT, subject always to the Main Market Listing Requirements of Bursa Securities, approval be and is hereby given to the Company and/or its subsidiary companies to enter into all arrangements and/or transactions as specified in Section 1.3 of Part A of the Circular to Shareholders dated 30 April 2026, provided that such arrangements and/or transactions are:

- (i) recurrent transactions of a revenue or trading nature;
- (ii) necessary for the day-to-day operations of the Company and/or its subsidiaries;
- (iii) carried out on arm's length basis, in the ordinary course of business of the Company and/or its subsidiaries, and on terms which are not more favourable to the related parties than those generally available to the public; and
- (iv) not detrimental to the interests of the minority shareholders of the Company.

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

- (a) the conclusion of the next AGM of the Company following the general meeting, at which such mandate was passed, at which time the authority will lapse, unless the authority is renewed by a resolution passed at the next AGM; or
- (b) the expiration of the period within which the next AGM after that date is required by law 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 ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever is the earlier.

AND THAT the Directors of the Company be and are hereby empowered and authorised to complete and to do all such acts, deeds and things as they may consider expedient or necessary and/or appropriate in order to implement the Proposed Renewal of Shareholders' Mandate, with full power to assent to any condition, modification, variation and/or amendment (if any) in any manner as may be required by any relevant authorities or otherwise and to deal with all matters relating thereto and to take all such steps and to execute, sign and deliver for and on behalf of the Company all such documents, agreements, arrangements, and/or undertakings, with any party or parties and to carry out any other matters as may be required to implement, finalise and complete, and give full effect to the Proposed Renewal of Shareholders' Mandate in the best interest of the Company."

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