



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-Ninth Annual General Meeting ("29th AGM") of CB INDUSTRIAL PRODUCT HOLDING BERHAD ("the Company") 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 following purposes:

ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon.
- To re-elect the following Directors who retire by rotation in accordance with Clause 97 of the Constitution of the Company and who being eligible offer themselves for re-election:
 - Mr. Lim Chai Huat
 - Ms. Karpanadevi A/P K R Somsaundram
- To approve the payment of Directors' Remuneration amounting to RM700,000.00 for the financial period from 1 July 2026 until 30 June 2027.
- To re-appoint Messrs. Crowe Malaysia PLT as the Auditors of the Company and to authorise the Directors to fix their remuneration.

SPECIAL BUSINESS

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

5. AUTHORITY TO ISSUE AND ALLOT SHARES

"THAT, subject always to the Companies Act 2016 ("the Act"), Constitution of the Company and approvals from Bursa Malaysia Securities Berhad ("Bursa Securities") and any other governmental or regulatory bodies, where such approval is necessary, authority be and is hereby given to the Directors pursuant to Section 75 of the Act to issue and allot not more than ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company at any time upon any such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit or in pursuance of offers, agreements or options to be made or granted by the Directors while this approval is in force until the conclusion of the next Annual General Meeting ("AGM") of the Company pursuant to Section 76 of the Act.

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

THAT pursuant to Section 85 of the Act, read together with Clause 54 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered with new shares ranking equally to the existing issued shares of the Company arising from any issuance of new shares in the Company pursuant to this mandate.

AND THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or other forms of distribution that may be declared, made or paid before the date of allotment of such new shares."

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:

- 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;
 - 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
 - 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:
- 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
 - the expiration of the period within which the next AGM after that date is required by law to be held; or
 - 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 accounts) 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 hereafter (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."

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:

- recurrent transactions of a revenue or trading nature;
- necessary for the day-to-day operations of the Company and/or its subsidiaries;
- 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
- 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:

- 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 the resolution passed at the next AGM; or
- 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 extensions as may be allowed pursuant to Section 340(4) of the Act); or
- 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 all or 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 as may be required, 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."

AGENDA

(Please refer to Explanatory Note 1)

Ordinary Resolution 1
Ordinary Resolution 2
Ordinary Resolution 3

Ordinary Resolution 4

Ordinary Resolution 5

Ordinary Resolution 6

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

BY ORDER OF THE BOARD

ANGELINA CHEAH GAIK SUAN (MAICSA 7035272 & SSM PC No. 202008002177)
GOH XIN YEE (MAICSA 7077870 & SSM PC No. 20200800375)
TAN BEE HWA (MAICSA 7058049 & SSM PC No. 202008001174)
Company Secretaries
Selangor Darul Ehsan
30 April 2026

Notes:

- A member of the Company entitled to attend, participate, speak and vote at the meeting is entitled to appoint more than one (1) proxy (subject always to a maximum of two (2) proxies) to attend, participate, speak and vote in his stead. A proxy may, but need not, be a member of the Company and a member may appoint any person to be his proxy without limitation.
- Where a member appoints two (2) proxies, the appointment shall be invalid unless the member specifies the proportions of his/her shareholdings to be represented by each proxy.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, such member may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- 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.
- If no name is inserted in the space provided for the name of your proxy, the Chairman of the meeting will act as your proxy.
- The instrument appointing a 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 instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
- For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting the Bursa Malaysia Depository Sdn. Bhd. to make available to the Company pursuant to Clause 62 of the Constitution of the Company, a Record of Depositors as at 19 May 2026 and only a Depositor whose name appear on such Record of Depositors shall be entitled to attend this meeting.
- Pursuant to Paragraph 8.29(A) of the Main Market Listing Requirements of Bursa Securities, all resolutions at the 29th AGM of the Company shall be put to vote by way of poll.

Explanatory notes on Ordinary and Special Business

Item 1 of the Agenda

Audited Financial Statements for the financial year ended 31 December 2025

This Agenda is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require a formal approval of the shareholders. Hence, this Agenda is not put forward for voting.

Ordinary Resolutions 1 and 2

Re-election of Directors

Clause 97 of the Constitution of the Company provides that one-third (1/3) of the Directors of the Company for the time being shall retire by rotation at each AGM of the Company and be eligible for re-election.

Mr. Lim Chai Huat and Ms. Karpanadevi A/P K R Somsaundram are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 29th AGM.

The profile of the retiring Directors are set out in the Annual Report 2025.

The Nomination and Remuneration Committee has considered the Board Performance Evaluation including the results of assessment for the retiring Directors and concurred that they have met the Board's expectation in terms of experience, expertise, integrity, competency, commitment and individual contribution by continuously performing their duties diligently as Directors of the Company. The Board recommended them to be re-elected as Directors of the Company.

Ordinary Resolution 3

Directors' Remuneration of the Company

Section 230(1) of the Act provides amongst others, that the fee of the Directors, and any benefits payable to the Directors including any compensation for loss of employment of a director or former director of a public company or a listed company and its subsidiaries, shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the 29th AGM on the Directors' remuneration for the financial period from 1 July 2026 until 30 June 2027.

The Directors' remuneration comprises the fee and benefits which consist of allowances and benefit-in-kind payable to the Directors of the Company and its subsidiaries as follows:

	Fee (RM)	Benefits Payable (RM)
Company		
Executive Directors	-	96,000
Non-Executive Directors	288,000	188,000
Subsidiaries		
Executive Directors	92,000	-
Non-Executive Directors	36,000	-
Total	416,000	284,000

Note:

* Inclusive of meeting allowance, travelling allowance, and benefit-in-kind.

Payment of Directors' remuneration will be made by the Company and its subsidiaries on a monthly basis and/or as and when incurred if the proposed Ordinary Resolution 3 has been passed at the 29th AGM. The Board is of the view that it is just and equitable for the Directors to be paid such payment on a monthly basis and/or as and when incurred, particularly after they have discharged their responsibilities and rendered their services to the Company throughout the period as stated herein.

Ordinary Resolution 4

Re-appointment of Auditors

The Audit and Risk Management Committee ("ARMC") has assessed the suitability, objectivity and independence of the external auditors, Messrs. Crowe Malaysia PLT ("Crowe Malaysia") and was satisfied with the suitability of Crowe Malaysia based on the quality of audit, performance, competency and sufficiency of resources the external audit team provided to the Group.

The Board therefore approved the ARMC's recommendation on the re-appointment of Crowe Malaysia as the external auditors of the Company be put forward for the shareholders' approval at the forthcoming 29th AGM.

Ordinary Resolution 5

Authority to Issue and Allot Shares

The proposed resolution is primarily to give flexibility to the Board of Directors to issue and allot shares to such persons at any time in their absolute discretion without convening a general meeting. This authorisation will expire at the conclusion of the next AGM of the Company.

The purpose of this general mandate is for possible fund raising exercises including but not limited to further placement of shares, for purpose of funding current and/or future investment projects, working capital, repayment of borrowings and/or acquisitions.

This is the renewal of the mandate obtained from the members at the last AGM ("the Previous Mandate"). The Previous Mandate was not utilised and accordingly no proceeds were raised.

By voting in favour for the proposed resolution, the shareholders of the Company are deemed to have waived their pre-emptive rights pursuant to Section 85(1) of the Act and Clause 54 of the Constitution of the Company to be first offered any new shares ranking equally to the existing issued shares of the Company which will result in a dilution of their shareholding percentage in the Company.

Ordinary Resolution 6

Proposed Renewal of Authority for the Company to Purchase its Own Shares

The proposed resolution, if passed, will empower the Company to purchase and/or hold up to ten per centum (10%) of the total number of issued shares of the Company by utilising the funds allocated which shall not exceed the retained earnings of the Company.

For further information, please refer to Share Buy-Back Statement dated 30 April 2026.

Ordinary Resolution 7

Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed resolution, if passed, will provide a renewed mandate for the Company and/or its subsidiaries to enter into Recurrent Related Party Transactions involving the interests of related parties, which are of a revenue or trading nature and necessary for the Group's day-to-day operations are undertaken in the ordinary course of business at arm's length basis, on normal commercial terms and transaction prices which are not more favourable to the related parties than those generally made available to the public and not to the detriment of the minority shareholders of the Company.

For further information, please refer to the Circular to Shareholders dated 30 April 2026.