

OTHER INFORMATION

Notice of Third Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Third Annual General Meeting ("**3rd AGM**") of Kucingko Berhad ("**Kucingko**" or the "**Company**") will be held at the Corporate Office of Kucingko Berhad, H-G-03 & H-G-03A, Glomac Square, Jalan SS6/16A, Kelana Jaya, 47301 Petaling Jaya, Selangor Darul Ehsan on **Monday, 15 June 2026** at **11.00 a.m.** for the following purposes:

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon.
(Please refer to Explanatory Note 1)
2. To approve the payment of Directors' fees to the Non-Executive Directors up to an aggregate amount of RM260,000 for the period from 16 June 2026 until the conclusion of the next Annual General Meeting of the Company.
(Please refer to Explanatory Note 2) **Ordinary Resolution 1**
3. To approve the payment of Directors' benefits to the Non-Executive Directors up to an aggregate amount of RM60,000 for the period from 16 June 2026 until the conclusion of the next Annual General Meeting of the Company.
(Please refer to Explanatory Note 2) **Ordinary Resolution 2**
4. To re-elect the following Directors who retire by rotation in accordance with Clause 96 of the Constitution of the Company, and being eligible, have offered themselves for re-election:-
 - (i) Mr. Ooi Kok Hong **Ordinary Resolution 3**
 - (ii) Ms. Elaine Law Soh Ying **Ordinary Resolution 4**
(Please refer to Explanatory Note 3)
5. To re-appoint Messrs TGS TW PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. **Ordinary Resolution 5**
(Please refer to Explanatory Note 4)

AS SPECIAL BUSINESS

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

6. **PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE")** **Ordinary Resolution 6**

"THAT pursuant to Rule 10.09 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and its subsidiaries ("**Group**") to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.5 of the Circular to Shareholders dated 30 April 2026 provided that such transactions are:

 - (i) necessary for the Group's day-to-day operations;
 - (i) undertaken in the ordinary course of business 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
 - (i) not detrimental to the interest of the minority shareholders of the Company.

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THAT the authority conferred by such mandate shall continue to be in force until:-

- (i) the conclusion of the next Annual General Meeting (“**AGM**”) of the Company, at which time it will lapse, unless the authority is renewed by a resolution passed at the next AGM of the Company; or
- (ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting before the next AGM of the Company,

whichever is the earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed Renewal of Shareholders’ Mandate.”
(Please refer to Explanatory Note 5)

7. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

By Order of the Board

LIM LI HEONG (MAICSA 7054716)
SSM Practising Certificate No. 202008001981
WONG MEE KIAT (MAICSA 7058813)
SSM Practising Certificate No. 202008001958
Company Secretaries

Kuala Lumpur
Date: 30 April 2026

NOTES:

1. *For the purpose of determining who shall be entitled to attend and vote at the 3rd AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 8 June 2026. Only a member whose name appears in this Record of Depositors shall be entitled to attend and vote at the 3rd AGM or appoint proxy(ies) to attend and vote on his/her behalf.*
2. *A member of the Company who is entitled to attend and vote at a general meeting may 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.*

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3. *A member of the Company who is entitled to attend and vote at the 3rd AGM of the Company is entitled to appoint not more than 2 proxies to attend, participate, speak and vote instead of the member at the 3rd AGM. There shall be no restriction as to the qualifications of the proxy.*
4. *In the case of a corporate member, the instrument appointing a proxy must be either under its common seal or under the hand of its officer or attorney duly authorised.*
5. *Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (“**Central Depositories Act**”), it may appoint not more than 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.*
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 Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.*
7. *Where a member, an authorised nominee or an exempt authorised nominee appoints more than 1 proxy, the proportions of shareholdings to be represented by each proxy must be specified in the instrument of appointing the proxies. The appointment shall not be valid unless he specifies the proportion of his shareholdings to be represented by each proxy.*
8. *The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney shall be deposited at the registered office of the Company at Level 7, Mercuri 3, No. 3, Jalan Bangsar, KL Eco City, 59200 Kuala Lumpur not less than 48 hours before the time for holding the meeting or any adjournment thereof.*
9. *Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 3rd AGM will be put to vote by way of poll.*

EXPLANATORY NOTES

1. Item 1 of the Agenda -Audited Financial Statements for the Financial Year Ended 31 December 2025

Agenda Item No. 1 is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this agenda item is not put forward for voting.

2. Ordinary Resolutions 1 and 2 - Payment of Directors’ Fees and Benefits to Non-Executive Directors

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

Shareholders’ approval is hereby sought for the payment of Non-Executive Directors’ Fees of up to an aggregate amount of RM260,000 and Directors’ benefits of up to an aggregate amount of RM60,000 for the period from 16 June 2026 until the next Annual General Meeting of the Company.

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EXPLANATORY NOTES (CONT'D)

2. Ordinary Resolutions 1 and 2 - Payment of Directors' Fees and Benefits to Non-Executive Directors (CONT'D)

Directors' Fees

The proposed aggregate amount of RM260,000 for Directors' fees remains unchanged from the previous financial year. The payment of fees to Non-Executive Directors is based on the following fee structure:

<u>Designation</u>	<u>Fees per annum per Director (RM)</u>
Board Chairman	60,000
Non-Executive Director	50,000

Directors' benefits

The proposed Directors' benefits payable comprises meeting allowances only. In determining the estimated amount, the Board has considered the current Board size, the scheduled number of Board and Board Committee meetings for the forthcoming period, and the possibility of additional or ad-hoc meetings, where necessary.

In the event that the proposed amount is insufficient due to an increase in Board size or a higher frequency of meetings, approval will be sought at the next AGM to address any shortfall.

The interested Directors who are shareholders of the Company will abstain from voting on Ordinary Resolutions 1 and 2 at the 3rd AGM.

3. Ordinary Resolutions 3 and 4 – Re-election of Directors

The following Directors are standing for re-election as Directors of the Company and, being eligible, have offered themselves for re-election at the 3rd AGM:

- (i) Mr. Ooi Kok Hong
- (ii) Ms. Elaine Law Soh Ying

The retiring Directors have no family relationship with any Director and/or major shareholder of the Company. They do not have any conflict of interest or potential conflict of interest, including any interest in any business that competes with the Company or its subsidiaries. Their profiles are set out in the Directors' Profile section of the Annual Report 2025.

The Board of Directors, through the Nomination Committee ("**NC**"), has assessed the retiring Directors and is satisfied that they meet the criteria prescribed under Rule 2.20A of the Listing Requirements, demonstrating the necessary character, experience, integrity, competence and time commitment to effectively discharge their roles as Directors of the Company. Both Directors have also met the requirements of the fit and proper assessment.

The NC and the Board have also assessed the independence of Ms. Elaine Law Soh Ying and confirmed that she meets the independence criteria as prescribed under the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.

Both retiring Directors abstained from deliberations and decisions regarding their own re-election. Based on the NC's recommendation, the Board is satisfied with their performance and contributions and supports their re-election based on the justifications below:

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EXPLANATORY NOTES (CONT'D)

3. Ordinary Resolutions 3 and 4 – Re-election of Directors (Cont'd)

Ordinary Resolution 3 – Re-election of Mr. Ooi Kok Hong as Executive Director

Mr. Ooi Kok Hong brings over 24 years of experience in the animation production industry and possesses extensive industry knowledge and technical expertise in animation production and technology development.

He has contributed to the Board's deliberations by providing operational and industry insights, particularly in areas relating to animation production, technology and industry developments. His entrepreneurial and technical experience enables him to contribute constructively to the Group's strategic direction and business development.

Mr. Ooi has demonstrated strong commitment to his role as Executive Director, having attended all Board meetings held during the financial year ended 31 December 2025. The Board is satisfied that his experience, expertise and continued contributions will remain valuable to the Company and supports his re-election as Director.

Ordinary Resolution 4 – Re-election of Ms. Elaine Law Soh Ying as Independent Non-Executive Director

Ms. Elaine Law Soh Ying brings over 22 years of experience in corporate and commercial law practice to the Board. As a Partner in a legal firm and a member of the Malaysian Bar, she possesses extensive legal expertise and regulatory knowledge, which are valuable in supporting the Group's corporate governance practices and regulatory compliance.

Since her appointment to the Board on 15 September 2023, Ms. Elaine has demonstrated objectivity and independence in expressing her views and contributing to the Board's deliberations. Her professional background enables her to provide valuable legal perspectives and independent oversight in the decision-making process.

Ms. Elaine has demonstrated strong commitment to her role, having attended all Board meetings held during the financial year ended 31 December 2025. In her capacity as an Independent Non-Executive Director, Chairman of the Nomination Committee, and a member of both the Audit and Risk Management Committee and Remuneration Committee, she has exercised due care, diligence and professionalism in discharging her responsibilities. The Board is satisfied that her legal expertise and independent judgment remain valuable to the Company and supports her re-election as Director.

4. Ordinary Resolution 5 - Re-appointment of Auditors

Based on the assessment conducted by the Audit and Risk Management Committee ("**ARMC**") on the suitability, effectiveness and independence of the External Auditors, Messrs TGS TW PLT ("**TGS**"), the ARMC is satisfied with the performance and independence of TGS.

The Board has endorsed the ARMC's recommendation to seek shareholders' approval for the re-appointment of TGS as Auditors of the Company at the 3rd AGM and to authorise the Directors to fix their remuneration.

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EXPLANATORY NOTES (CONT'D)

5. Ordinary Resolution 6 – Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Renewal of Shareholders' Mandate")

The proposed resolution, if passed, will enable the Group to enter into recurrent related party transactions of a revenue or trading nature with its related parties in the ordinary course of business, which are necessary for the day-to-day operations of the Group.

Such transactions will be conducted on commercial terms that are not more favourable to the related parties than those generally available to the public and will not be detrimental to the interests of the minority shareholders of the Company.

Further details on the Proposed Renewal of Shareholders' Mandate are set out in the Circular to Shareholders dated 30 April 2026, which is available on the Company's website at www.kucingko.com/investor-relations

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(Pursuant to Rule 8.29(2) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad)

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

No individual is seeking election as a Director at the 3rd AGM of the Company.

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