



NOTICE IS HEREBY GIVEN that the Twenty-Sixth Annual General Meeting of the Company will be conducted on a virtual basis through live streaming and remote voting via online meeting platform provided by **PROPOLL Solutions Sdn Bhd** ("**PROPOLL**") at www.propollsolutions.com.my (Domain Registration No. with MYNIC-DIA403203) on Friday, May 24, 2024 at 2.00 p.m. for the following purposes:

AGENDA

- To receive the Audited Financial Statements of the Company for the year ended December 31, 2023 together with the Reports of the Directors and Auditors thereon. **Please refer to Note 2**
- To Declare a Final Single Tier Dividend of 7.5 sen per share for the year ended December 31, 2023. **Ordinary Resolution 1**
- To approve the payment of Directors' Fees of RM505,200 for the year ending December 31, 2024. **Ordinary Resolution 2**
- To re-elect Mr. Kao, De-Tsan, also known as Ted Kao retiring under Clause 76(3) of the Constitution of the Company. **Ordinary Resolution 3**
- To re-elect Mr. Charlie Ong Chye Lee retiring under Clause 76(3) of the Constitution of the Company. **Ordinary Resolution 4**
- To re-appoint Messrs. Deloitte PLT as Auditors of the Company and to authorise the Board of Directors to fix their remuneration. **Ordinary Resolution 5**

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions:

7. Proposed Renewal of Share Buy-Back Authority

"THAT subject to the provisions under the Companies Act 2016 ("the Act"), the Constitution of the Company, Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements ("MMLR") and the approvals of all relevant authorities (if any), the Company be and is hereby authorised to purchase such number of ordinary shares in the Company ("Uchi Shares") 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 pursuant to this resolution shall not exceed ten per centum (10%) of the total number of issued shares of the Company as at the point of purchase ("Proposed Renewal of Share Buy-Back Authority").

THAT the maximum amount of funds to be utilised for the purpose of the Proposed Renewal of Share Buy-Back Authority shall not exceed the Company's retained profits.

THAT authority be and is hereby given to the Directors of the Company to decide at their discretion as may be permitted and prescribed by the Act and/or any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities for the time being in force to deal with any Uchi Shares so purchased by the Company in the following manner:

- the Uchi Shares so purchased could be cancelled; or
- the Uchi Shares so purchased could be retained as treasury shares for distribution as share dividends to the shareholders of the Company and/or resold through Bursa Securities in accordance with the relevant rules of Bursa Securities and/or be cancelled subsequently; or
- combination of (i) and (ii) above; or
- in any other manner as prescribed by the Act and MMLR from time to time.

THAT the authority conferred by this resolution will be effective immediately from the passing of this ordinary resolution until:

- the conclusion of the next annual general meeting of the Company following the general meeting at which such resolution was passed, at which time the authority would lapse unless renewed by ordinary resolution, either unconditionally or conditionally; or
- the passing of the date on which the next annual general meeting of the Company is required by law to be held; or
- the authority is revoked or varied by resolution of the shareholders of the Company in a general meeting;

whichever occurs first.

And THAT the Directors of the Company be and are authorised to take such steps to give full effect to the Proposed Renewal of Share Buy-Back Authority with full power to assent to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities and/or to do all such acts and things as the Directors may deem fit and expedient in the best interest of the Company." **Ordinary Resolution 6**

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

IMPORTANT NOTICE

You are requested to read and adhere to the Administrative Guide which can be downloaded from the Company's website or announcement via Bursa Securities' website. The Company has the right to impose any other precautionary measures as guided by the guidelines issued by the Government from time to time.

Notes:

1. Proxy

- The 26th AGM will be conducted virtually through live streaming and remote voting via online meeting platform provided by **PROPOLL** at www.propollsolutions.com.my (Domain Registration No. With MYNIC-DIA403203). Please follow the procedures provided in the Administrative Guide for the AGM in order to register, participate and vote remotely at the virtual AGM.
- According to the Revised Guidance Note and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia on April 7, 2022, an online meeting platform located in Malaysia is recognised as the meeting venue and all meeting participants of a virtual general meeting are required to participate in the meeting online.
- For the purpose of determining who shall be entitled to attend this General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at May 15, 2024. Only a member whose name appears on this Record of Depositors shall be entitled to attend this General Meeting or appoint a proxy to attend, speak and vote on his/her/its behalf.
- A member entitled to attend and vote at this General Meeting is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
- A member of the Company who is entitled to attend and vote at a General Meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the General Meeting.
- Where a member of the Company is an authorised nominee as defined in the Central Depositories Act, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
- Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act") which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
- Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
- The appointment of a proxy may be made in hard copy form or by electronic form. In the case of an appointment made in hard copy form, the proxy form must be deposited at the registered office of the Company situated at Suite A, Level 9, Wawasan Open University, 54 Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang. In the case of electronic appointment ("E-proxy"), the proxy form must be deposited via **PROPOLL** Portal. Please refer to the Annexure of the Proxy Form for further information on electronic submission. E-proxy only applicable to Individual Shareholder. All proxy forms submitted must be received by the Company not less than forty-eight (48) hours before the time appointed for holding this General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote.
- Any authority pursuant to which such an appointment is made by a power of attorney must be deposited at the registered office of

the Company situated at Suite A, Level 9, Wawasan Open University, 54 Jalan Sultan Ahmad Shah, 10050 Georgetown, Penang not less than forty-eight (48) hours before the time appointed for holding the General Meeting or adjourned General Meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

- Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.

- Last date and time for lodging this proxy form is 2.00 p.m., May 22, 2024 (Wednesday).

2. Audited Financial Statements for the financial year ended December 31, 2023

This Agenda item is meant for discussion only as the provision of Sections 248(2) and 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders and hence is not put forward for voting.

3. Ordinary Resolution 2 – To approve the payment of Directors' Fees of RM505,200 for the year ending December 31, 2024

The proposed Ordinary Resolution 2, if passed, will authorise the payment of Directors' Fees for the year ending December 31, 2024 amounting to RM505,200.

There is no other benefit payable to Directors except the options to subscribe for new shares granted to the Directors under the ESOS 2016 which has previously been approved by the shareholders at the Extraordinary General Meeting held on May 18, 2016.

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

The details and profile of the retiring Directors, Mr. Kao, De-Tsan also known as Ted Kao and Mr. Charlie Ong Chye Lee who are standing for re-election at the AGM is set out in the Directors' profile on page 15 and 16 of the Annual Report 2023.

The Board through the Nomination Committee ("NC") had conducted an annual assessment on the performance and contribution of the individual Directors including the retiring Directors for the financial year ended December 31, 2023 based on a set of prescribed criteria. Based on the results of the annual assessment, the performance of each individual Director was found to be satisfactory and the NC had assessed that each individual Director was fit and proper to continue to hold the position as a Director of the Company.

Premised on the satisfactory outcome of the assessments, the Board endorsed the recommendation of the NC to seek members' approval for the re-election of Mr. Kao, De-Tsan also known as Ted Kao and Mr. Charlie Ong Chye Lee as Directors of the Company.

Explanatory Note on Special Business:

5. Ordinary Resolution 6 – Proposed Renewal of Share Buy-Back Authority

The proposed Ordinary Resolution 6 if passed, will allow the Company to purchase its own shares. The total number of shares purchased shall not exceed 10% of the total number of issued shares of the Company. This Authority will, unless revoked or varied by the Company in general meeting, will expire at the next Annual General Meeting of the Company.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN that, subject to the approval of the shareholders at the forthcoming Twenty-Sixth Annual General Meeting, a Final Single Tier Dividend of 7.5 sen per share for the financial year ended December 31, 2023, will be paid on June 26, 2024 to Depositors registered in the Record of Depositors at the close of business on June 10, 2024. A Depositor shall qualify for entitlement to the Dividend in respect of:

- shares transferred into the Depositor's Securities Account before 4.30 p.m. on June 10, 2024 in respect of transfers;
- shares bought on the Bursa Malaysia Securities Berhad ("Bursa Securities") on a cum entitlement basis according to the rules of Bursa Securities.

By Order of the Board

LIM CHOO TAN

(LIM 0008888) (SSM PC No. 202008000713)

CHEW SIEW CHENG

(MAICSA 7019191) (SSM PC No. 202008001179)

Secretaries

April 22, 2024

Penang



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

ADMINISTRATIVE GUIDE FOR THE VIRTUAL TWENTY-SIXTH ANNUAL GENERAL MEETING (“26th AGM”)

Day and Date	Friday, 24 May 2024
Time	2:00 p.m.
Online Meeting Platform	www.propollsolutions.com.my (Domain Registration No. With MYNIC-D1A403203)

REMOTE PARTICIPATION AND VOTING (“RPV”) FACILITY

Shareholders / proxies / corporate representatives / attorneys are to participate, communicate and vote (collectively, “participate”) remotely at the 26th AGM using RPV Facility provided by **PROPOLL** Solutions Sdn Bhd (“**PROPOLL**”) via its website at www.propollsolutions.com.my (“**PROPOLL** Portal”).

If you wish to submit your questions via the **PROPOLL** Portal, you must first register as a user at the **PROPOLL** Portal. Thereafter, you may select “My Virtual Meeting” under the Main Menu and click on the Q&A icon to post your questions.

Shareholders may submit questions in real time via Q&A icon through typed texts during the 26th AGM. Shareholders may also submit questions to the Board of Directors (“Board”) prior to the 26th AGM by emailing to Pre-register-AGM2023@uo.uchi.net not later than 2:00 p.m. on 22 May 2024 or via the Q&A icon in the **PROPOLL** Portal from 12:00 noon on 16 May 2024 up to 1:30 p.m. on 24 May 2024. We will endeavour to respond to relevant questions during the meeting or by email or by posting our response on our corporate website after the meeting.

PROCEDURES FOR RPV FACILITY

Individual Shareholders / proxies / corporate representatives / attorneys who wish to participate in the 26th AGM remotely using the RPV Facility, are to follow the requirements and procedures as summarised below:

Procedures	Action
Before the day of 26th AGM	
(i) Register as a user (only applicable to individual)	<ul style="list-style-type: none"> • Access PROPOLL Portal at www.propollsolutions.com.my • Click <<Login/Register>> followed by <<Register New User>> to register as a new user. • Complete the registration by filling up the information required and upload a clear copy of your MyKAD (both front and back page) or Passport. • Read and agree to the terms & conditions and thereafter submit your registration. • Please enter a valid email address in order for you to receive the verification email from the PROPOLL Portal. • Please verify your email address before the link expire in one hour (1) from yours registration. • Your registration will be verified and approved by the PROPOLL Portal. Once approved, an email notification will be sent to you.
(ii) Submit your Questions	<ul style="list-style-type: none"> • You may pre-submit your questions: <ul style="list-style-type: none"> (i) to the Board prior to the 26th AGM by emailing to Pre-register-AGM2023@uo.uchi.net not later than 2:00 p.m. on 22 May 2024 OR (ii) using the PROPOLL Portal from 12:00 noon on 16 May 2024 up to 1:30 p.m. on 24 May 2024.
On the day of 26th AGM (24/05/2024)	
(iii) Login to PROPOLL Portal at www.propollsolutions.com.my	<ul style="list-style-type: none"> • Login with your user ID and password for remote participation at the 26th AGM at any time from 1:30 p.m. i.e. 30 minutes before the commencement of the 26th AGM on 24 May 2024 at 2:00 p.m. • If you have forgotten your password, you can reset it by click on “Forgot Password”.
(iv) Participate through Live Streaming	<ul style="list-style-type: none"> • Select the “Virtual Meeting” from main menu. • Click <<Join Meeting>> in order to join the live streaming of the AGM. • If you have any questions during the 26th AGM, you may use the Q&A icon in Zoom Cloud Meetings App to submit your questions. The Chairman of the 26th AGM (“Chairman”) / Board / Management will try to respond to all relevant questions submitted during the 26th AGM. If there is time constraint in answering the questions during the 26th AGM, the responses will be answered through email. • If you are using a smartphone to participate in the 26th AGM, please download Zoom Cloud Meetings App from the Google Play Store or App Store before the 26th AGM. • Please take note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.
(v) Online remote voting	<ul style="list-style-type: none"> • Please select the <<Voting>> option located next to <<Join Meeting>> to indicate your votes for the resolutions that are tabled for voting. • Voting session will commence once the Chairman of the Meeting declares that the voting platform is activated. The voting session will end upon declaration by the Chairman. • Please cast your vote on all resolutions as appeared on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.
(vi) End of RPV Facility	The RPV Facility will end and the Q&A icon will be disabled when the Chairman announces closure of the 26 th AGM.

Notes to users of the RPV Facility:

- (a) Should your registration to join the 26th AGM be approved, we will make available to you the rights to join the live streamed 26th AGM and to vote remotely using the RPV Facility. Your login to the **PROPOLL** Portal on the day of the 26th AGM will indicate your presence at the 26th AGM.
- (b) If you encounter any issue with your online registration at the **PROPOLL** Portal, please call +6010-526 5490 or email to propollsolution@gmail.com for assistance.

NO RECORDING OR PHOTOGRAPHY

Unauthorised recording and photography are strictly prohibited at the 26th AGM.

RECORD OF DEPOSITORS (“ROD”) FOR THE AGM

Only shareholders whose names appear on the ROD as at 15 May 2024 shall be entitled to participate or appoint proxy / proxies to participate at the 26th AGM via the RPV Facility.

PROXY

1. The 26th AGM will be conducted on a virtual basis. If you are unable to participate the 26th AGM, you may appoint the Chairman as proxy and indicate the voting instructions in the Proxy Form.
2. If you wish to appoint proxy / proxies to participate in the 26th AGM using the RPV Facility, please submit your Proxy Form, either by hand or by post to the Company's Registered Office at Suite A, Level 9, Wawasan Open University, 54, Jalan Sultan Ahmad Shah, 10050 George Town, Pulau Pinang, not less than forty-eight (48) hours before the time stipulated for holding the meeting or adjournment thereof, otherwise the Proxy Form shall be treated as invalid. You may also submit the proxy appointment electronically (“E-proxy”) via **PROPOLL** Portal at www.propollsolutions.com.my. For further information on the E-proxy, kindly refer to the Annexure of the Proxy Form.
3. Shareholders who has appointed a proxy / proxies or attorney or authorised representative to participate at the 26th AGM via the RPV Facility must ensure that his / her proxy or attorney or authorised representative register himself / herself at the **PROPOLL** Portal prior to the 26th AGM.

REVOCAION OF PROXY

If you have submitted your Proxy Form and subsequently decide to appoint another person or wish to participate in the 26th AGM by yourself, please write in to **PROPOLL** to revoke the earlier appointed proxy forty-eight (48) hours before the time appointed for holding the 26th AGM. Upon revocation, proxy/proxies appointed earlier will not be allowed to participate at the 26th AGM. In such event, shareholders should advise their proxy / proxies accordingly.

POLL VOTING

1. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Malaysia”), all resolutions set out in the Notice of the 26th AGM of the Company shall be put to vote by way of a poll. The Company has appointed **PROPOLL** as Poll Administrator to conduct the poll by way of electronic means and Symphony Corporate Services Sdn Bhd as Independent Scrutineers to verify the poll results.
2. The online remote voting session will commence once the Chairman declares that the voting platform is activated. The voting session will end upon declaration by the Chairman. Please refer to item (v) above for the online remote voting procedures using the RPV Facility.
3. Upon completion of the voting session, the Scrutineers will verify the poll results followed by the declaration of results by the Chairman.

Please note that it is your responsibility to ensure the stability of your internet connectivity throughout the 26th AGM as the quality of the live webcast and online remote voting are dependent on your internet bandwidth and stability of your internet connection.

RESULTS OF THE VOTING

The results of the voting for all resolutions will be announced at the 26th AGM and on Bursa Malaysia website at www.bursamalaysia.com.

DOOR GIFT

There will be **NO** door gift to be provided for participation at the 26th AGM.

ENQUIRY

If you have any enquiry relating to the 26th AGM, please contact any of the following person during office hours from 9:00 a.m. to 5:00 p.m. on Monday to Friday:

PROPOLL Solutions Sdn Bhd
S-4-04, The Gamuda Biz Suites,
Jalan Anggerik Vanilla 31/99,
Kota Kemuning, 40460 Shah Alam,
Selangor Darul Ehsan.
Telephone Number : +6010-526 5490
Fax Number : +603-5131 9134
Email : propollsolution@gmail.com
Contact Person : Mr Eric Tan

PERSONAL DATA PRIVACY

By lodging and subscribe for a user account with **PROPOLL** Portal to participate and vote remotely at the 26th AGM using the RPV Facility, the shareholders / proxy holders / representatives accepts and agrees to the personal data privacy terms.