

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("EGM") of Cloudpoint Technology Berhad ("Cloudpoint" or the "Company") will be conducted in a virtual manner through live streaming and online remote voting using Remote Participation and Voting provided by Propoll Solutions Sdn Bhd, via its website at www.propollsolutions.com.my ("Propoll Portal") on Monday, 25 November 2024 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

SPECIAL RESOLUTION 1

PROPOSED AMENDMENTS TO THE CONSTITUTION OF THE COMPANY ("PROPOSED AMENDMENTS")

"THAT approval be and is hereby given to alter and modify the existing Constitution of the Company in the form and manner as set out in Appendix I of Part B of the Circular to Shareholders dated 1 November 2024;

AND THAT the Directors be and are hereby authorised to do or procure all such acts, deeds, and things as are necessary and expedient to give full effect to the Proposed Amendments, with full powers to assent to any conditions, modifications, and amendments as may be required by the relevant authorities."

ORDINARY RESOLUTION 1

PROPOSED ACQUISITION FROM FOO CHOY LIM AND WONG WEE KIONG OF A TOTAL OF 562,500 EXISTING ORDINARY SHARES REPRESENTING 75.0% TOTAL ENLARGED EQUITY INTEREST IN UNIQUE CENTRAL SDN BHD ("UCSB") BY CLOUDPOINT FOR A PURCHASE CONSIDERATION OF RM14,490,000 TO BE FULLY SATISFIED VIA CASH ("PROPOSED UCSB ACQUISITION")

"THAT, subject to the passing of Ordinary Resolution 2 and Ordinary Resolution 3 and subject to the approvals of all relevant authorities and/or parties being obtained (if required) and the conditions precedent in the conditional share sale agreement dated 12 August 2024 entered into between Cloudpoint and UCSB for the Proposed UCSB Acquisition being fulfilled or waived (as the case may be), approval be and is hereby given to Cloudpoint to acquire 562,500 existing ordinary shares representing 75.0% total enlarged equity interest in UCSB for a purchase consideration of RM14,490,000 to be fully satisfied via cash;

AND THAT approval be and is hereby given to the Board of Directors of the Company ("Board") to sign, execute and deliver on behalf of the Company all necessary documents and to do all acts and things as may be required for or in connection with and to give full effect to and complete the Proposed UCSB Acquisition, with full power and discretion to assent to or make any modifications, variations and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or deemed necessary by the Board, and to take all steps and actions as it may deem necessary or expedient in the best interests of the Company to finalise, implement and give full effect to the Proposed UCSB Acquisition."

ORDINARY RESOLUTION 2

PROPOSED ACQUISITION FROM FOO CHOY LIM, WONG WEE KIONG AND TAN KI LOK OF A TOTAL OF 75,000 EXISTING ORDINARY SHARES REPRESENTING 75.0% TOTAL ENLARGED EQUITY INTEREST IN UNIQCEN SALES & SERVICES SDN BHD ("USSSB") BY CLOUDPOINT FOR A PURCHASE CONSIDERATION OF RM12,285,000 TO BE FULLY SATISFIED VIA CASH ("PROPOSED USSSB ACQUISITION")

"THAT, subject to the passing of Ordinary Resolution 1 and Ordinary Resolution 3 and subject to the approvals of all relevant authorities and/or parties being obtained (if required) and the conditions precedent in the conditional share sale agreement dated 12 August 2024 entered into between Cloudpoint and USSSB for the Proposed USSSB Acquisition being fulfilled or waived (as the case may be), approval be and is hereby given to Cloudpoint to acquire 75,000 existing ordinary shares representing 75.0% total enlarged equity interest in USSSB for a purchase consideration of RM12,285,000 to be fully satisfied via cash;

AND THAT approval be and is hereby given to the Board to sign, execute and deliver on behalf of the Company all necessary documents and to do all acts and things as may be required for or in connection with and to give full effect to and complete the Proposed USSSB Acquisition, with full power and discretion to assent to or make any modifications, variations and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or deemed necessary by the Board, and to take all steps and actions as it may deem necessary or expedient in the best interests of the Company to finalise, implement and give full effect to the Proposed USSSB Acquisition."

ORDINARY RESOLUTION 3

PROPOSED DIVERSIFICATION OF THE BUSINESS ACTIVITIES OF CLOUDPOINT AND ITS SUBSIDIARIES ("CLOUDPOINT GROUP" OR "GROUP") TO INCLUDE THE BUSINESS OF DATA CENTRE ENGINEERING SOLUTIONS AND FACILITIES MANAGEMENT SERVICES ("PROPOSED DIVERSIFICATION")

"THAT, subject to the passing of Ordinary Resolution 1 and Ordinary Resolution 2 and subject to the approvals of all relevant authorities and/or parties being obtained (where required), approval be and is hereby given to the Company and its subsidiaries to diversify its existing businesses to include the business of data centre engineering solutions and facilities management services.

AND THAT the Board be and is hereby authorised to do or procure all acts, deeds and things as are necessary to give full effect to the Proposed Diversification with full powers to assent to any conditions, modifications, variations and/or amendments in any manner as may be required or imposed by the relevant authorities, and to take all steps and actions as the Board may deem fit or expedient in order to carry out, finalise and give full effect to the Proposed Diversification."

ORDINARY RESOLUTION 4

PROPOSED ESTABLISHMENT OF AN EMPLOYEES' SHARE OPTION SCHEME ("ESOS") OF UP TO 15.00% OF THE TOTAL NUMBER OF ISSUED SHARES OF CLOUDPOINT (EXCLUDING TREASURY SHARES, IF ANY) AT ANY POINT OF TIME DURING THE DURATION OF THE ESOS FOR THE ELIGIBLE EMPLOYEES AND DIRECTORS OF CLOUDPOINT GROUP (EXCLUDING DORMANT SUBSIDIARIES, IF ANY) ("PROPOSED ESOS")

"THAT subject to the approvals of all relevant authorities/parties for the listing of and quotation for the new Cloudpoint Shares to be issued arising from the exercise of the options granted under the Proposed ESOS ("Option(s)") on the ACE Market of Bursa Securities, approval is given to the Board to undertake the proposed establishment of an ESOS involving up to 15.00% of the total number of issued shares of Cloudpoint (excluding treasury shares, if any) to enable the granting of new Cloudpoint Shares at any point in time to eligible directors and employees of Cloudpoint Group (excluding dormant subsidiaries, if any) who meet the criteria of eligibility for participation in the Proposed ESOS ("Eligible Person") accordance with the by-laws governing the ESOS ("By-Laws") as set out in Appendix XI, Part A of the Circular;

THAT, the Board be and is hereby empowered and authorised to do all acts, deeds and things and to execute all such documents and enter into all such arrangements, agreements, deeds and/or undertakings with any parties as they may deem fit necessary, expedient and/or appropriate in order to finalise, implement and/or give full effect to the Proposed ESOS and terms of the By-Laws with full power to consent to and to adopt and implement such conditions, modifications, variations and/or amendments as may be required by the relevant authorities or as the Board may deem fit or necessary or expedient in the best interest of the Company.

THAT the Board is hereby authorised to appoint and authorise a committee ("ESOS Committee") by which the Proposed ESOS will be implemented and administered in accordance with the By-Laws by the said ESOS Committee. The members of the ESOS Committee shall comprise such persons as shall be appointed from time to time by the Board;

AND THAT in connection with the above, pursuant to Section 85 of the Companies Act 2016 (the "Act"), to be read together with Clause 61 of the Constitution of the Company, the shareholders of the Company do hereby waive their statutory pre-emptive rights to be first offered Options and/or any new shares ranking equally to the existing issued shares of the Company pursuant to the Proposed ESOS."

AND FURTHER THAT the proposed By-Laws of the Proposed ESOS, as set out in Appendix XI, Part A of the Circular, be and is hereby approved and adopted."

ORDINARY RESOLUTION 5 TO 11

PROPOSED GRANTING OF ESOS OPTIONS TO DIRECTORS OF CLOUDPOINT UNDER THE PROPOSED ESOS

"THAT, contingent upon the passing of Ordinary Resolution 4 above and for so long as this approval remains in force, approval be and is hereby given to the Board to authorise the ESOS Committee to administer the Proposed ESOS, to offer and grant to Options at any time and from time to time throughout the duration of the Proposed ESOS as provided in the By-Laws, to each of the Directors of Cloudpoint named therein below:

Name	Designation	Ordinary Resolutions
(i) Dato' Keripin Anak Nangkai	Independent Non-Executive Chairperson	5
(ii) Datuk Wira Choong Wai Hoong	Executive Director cum Chief Executive Officer	7
(iii) Yew Choong Cheong	Executive Director cum Head of Sales	6
(iv) Soo Kit Teng	Executive Director cum Financial Controller	8
(v) Suresh Narain Singh Sidhu	Independent Non-Executive Director	9
(vi) Lim See Tow	Independent Non-Executive Director	10
(vii) Yap Ee Ling	Independent Non-Executive Director	11

Provided always that:

- the abovementioned persons must not participate in the deliberation and/or discussion of their own respective allocation;
- not more than 10.0% of the total number of new Shares to be issued under the Proposed ESOS would be allocated to any one of the abovementioned persons who, either singly or collectively through persons connected to them, holds 20.00% or more of the total number of issued shares of the Company. The term "persons connected" shall have the same meaning as that in the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements");
- not more than 50.0% of the total number of new Shares to be issued under the Proposed ESOS (or such other percentage determined by ESOS Committee), in aggregate, to the Directors and senior management of the Company who are Eligible Employees; and
- the allocation of Options to the abovementioned persons shall be subject always to such terms and conditions and/or any adjustments which may be made in accordance with the provisions of the By-Laws, the Listing Requirements, or any prevailing guideline issued by Bursa Malaysia Securities Berhad, as amended from time to time.

AND THAT, the Board be further authorised to allot and issue and/or transfer such number of Cloudpoint Shares pursuant to the Proposed ESOS to the abovementioned persons from time to time, subject to the exercise of such ESOS Options that may be granted to them under the Proposed ESOS."

BY ORDER OF THE BOARD

TAN TONG LANG (SSM PC No. 202208000250) (MAICSA 7045482)
THIEN LEE MEE (SSM PC No. 201908002254) (LS0010621)

Company Secretaries

Kuala Lumpur
 1 November 2024

Notes:

- A member of the Company who is entitled to attend, speak, and vote at this EGM may appoint a proxy to attend, speak and vote on his/her behalf. A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at a meeting of the Company shall have the same rights as the member to speak at the meeting.
- A member (other than an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 entitled to attend and vote at the meeting is entitled to appoint a maximum of 2 proxies to attend, participate, speak and vote on his/her behalf.
- Where a member of the Company is an exempt authorised nominee who holds shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act 1991, one (1) or more proxies may be appointed to attend on the same occasion. Where a member appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment of two (2) or more proxies shall not be valid unless he/she specifies the proportions of his/her holdings to be represented by each proxy.
- The Proxy Form shall be signed by the appointer or his/her attorney duly authorised in writing or, if the member is a corporation, must be executed under its common seal or by its duly authorised attorney or officer.
- The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority by a notary public, shall be deposited at Poll Administrator, Propoll Solutions Sdn Bhd of S-4-04, The Gamuda Biz Suites, Jalan Anggerik Vanilla 31/99, Kota Kemuning, 40460 Shah Alam, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for holding the EGM or any adjournment thereof, otherwise the instrument of proxy should not be treated as valid.
- For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available a Record of Depositors as of 18 November 2024 and only Members whose names appear on such Record of Depositors shall be entitled to attend, speak and vote at this meeting and entitled to appoint proxy or proxies.
- Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of the EGM will be put to vote by way of poll.



CLOUDPOINT TECHNOLOGY BERHAD
(Registration No.: 202101020879 (1421179-X))
(Incorporated in Malaysia)

**ADMINISTRATIVE DETAILS FOR SHAREHOLDERS PARTICIPATING
THE EXTRAORDINARY GENERAL MEETING OF CLOUDPOINT TECHNOLOGY BERHAD (“EGM”)**

Online Meeting Platform : <https://www.propollsolutions.com.my> (“Propoll Portal”)
(Domain registration number with MYNIC: D1A403203)
Date : Monday, 25 November 2024
Time : 10.00 a.m. or at any adjournment thereof

VIRTUAL MEETING

The EGM of Cloudpoint Technology Berhad (“Cloudpoint” or “CTB”) will be conducted as a fully virtual meeting through live streaming and online remote voting using the Remote Participation and Voting (“RPV”) Facility. This is in line with the Guidance and FAQs on the Conduct of General Meetings for Listed Issuers issued by the Securities Commission Malaysia.

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

NO SHAREHOLDERS/PROXIES/CORPORATE REPRESENTATIVES/ATTORNEYS from the public shall be physically present nor admitted at the Broadcast Venue on the day of the EGM.

RPV FACILITY

Shareholders are to participate, speak (in the form of real-time submission of typed texts) and vote remotely (collectively, “**participate**”) at the EGM using the RPV Facility provided by Propoll Solutions Sdn Bhd, the poll facilitator of the EGM, via its website at <https://www.propollsolutions.com.my> (“Propoll Portal”).

Shareholders may use the Q&A platform in the Zoom Cloud Meetings App to submit questions in real time during the EGM. Shareholders may also submit questions to the Board of Directors (“**Board**”) prior to EGM by emailing to ir@cloudpoint-technology.com no later than 10:00 am on 23 November 2024 or via the Q&A platform in the Propoll Portal from 12.00 pm on 19 November 2024 up to 9.30 am on 25 November 2024. If there is a time constraint in answering the questions during the EGM, the answers will be published on CTB’s corporate website at www.cloudpoint-technology.com under the Investor Relations page, after the EGM.

If you wish to submit your questions through the Q&A platform 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 platform to post your question(s).

PROCEDURES FOR RPV FACILITY

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

Procedures	Action
Before the day of the EGM	
(i) Register as a User	<ul style="list-style-type: none"> • Access the Propoll Portal at https://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. • Your registration will be verified and approved by the Propoll Portal. Once approved, an email notification will be sent to you. • If you are already a user with the Propoll Portal, you are not required to register again.
(ii) Submit your Question	<ul style="list-style-type: none"> • You may pre-submit your questions: <ol style="list-style-type: none"> (i) using the Propoll Portal from 12.00 p.m. on 19 November 2024 up to 9.30 am on 25 November 2024; or (ii) to the Board prior to the EGM by emailing to ir@cloudpoint-technology.com no later than 10:00 am on 23 November 2024.
On the day of the EGM	
(iii) Login to Propoll Portal at https://www.propollsolutions.com.my	<ul style="list-style-type: none"> • Login with your user ID and password for remote participation at the EGM at any time from 9.30 am, i.e. 30 minutes before the commencement of the EGM. • If you have forgotten your password, you can reset it by clicking on "Forgot Password".
(iv) Participate through Live Streaming	<ul style="list-style-type: none"> • Select <<Virtual Meeting>> under Main Menu. • Click <<Join Meeting>> located next to the event. • Please click on the video link and key in the password provided to you in the email notification from the Propoll Portal in order to join the live streaming of the EGM. • If you have any question(s) during the EGM, you may use the Q&A platform in the Zoom Cloud Meetings App to submit your question(s). The Chairman of the EGM ("Chairman") / Board / Management will try to respond to all relevant questions submitted during the EGM. If there is a time constraint in answering the questions during the EGM, the responses will be published on CTB's website at the earliest possible time after the end of the EGM. • If you are using a smartphone to participate in the EGM, please download the Zoom Cloud Meetings App from the Google Play Store or App Store before the EGM. • 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
 - 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 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 appear on the screen and submit your votes. Once submitted, your votes will be final and cannot be changed.
- (vi) End of the RPV Facility
 - The RPV Facility will end and the Q&A platform will be disabled the moment the Chairman announces the closure of the EGM.

Notes to users of the RPV Facility:

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

PROXY

1. The EGM will be conducted on a fully virtual basis. If you are unable to participate in the EGM, you may appoint the Chairman as a proxy and indicate the voting instructions in the Proxy Form.
2. If you wish to appoint a proxy(ies) to participate in the EGM using the RPV Facility, please submit your Proxy Form, either by hand or by post to the following address, not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof, otherwise, the Proxy Form shall be treated as invalid:

**Poll Administrator,
Propoll Solutions Sdn Bhd
S-4-04, The Gamuda Biz Suites,
Jalan Anggerik Vanilla 31/99,
Kota Kemuning,
40460 Shah Alam,
Selangor Darul Ehsan.**

3. Corporate representatives of corporate shareholders must deposit their original certificate of appointment of a corporate representative to Propoll Solutions Sdn Bhd not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof, in order to participate in the EGM via the RPV Facility.
4. Attorneys appointed by power of attorney are to deposit their power of attorney to Propoll Solutions Sdn Bhd not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof, in order to participate in the EGM via the RPV Facility.
5. Shareholders who has appointed a proxy or attorney or authorised representative to participate at the EGM via the RPV Facility must ensure that his/her proxy or attorney or authorised representative registers himself/herself at the Propoll Portal prior to the EGM.

POLL VOTING

1. The voting at the EGM will be conducted by poll in accordance with Rule 8.29A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. CTB has appointed Propoll Solutions Sdn Bhd as Poll Administrator to conduct the poll by way of online remote voting using the RPV Facility and the 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) 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.

REVOCAION OF PROXY

If you have submitted your Proxy Form and subsequently decide to appoint another person or wish to participate in the EGM by yourself, please write to Propoll Solutions Sdn Bhd to revoke the earlier appointed proxy 48 hours before the time appointed for holding the EGM.

RECORDING

Unauthorised recording of the proceedings of the EGM is strictly prohibited.

RECORD OF DEPOSITORS (“ROD”) FOR THE EGM

Only shareholders whose names appear on the Record of Depositors (“ROD”) as at 18 November 2024 shall be entitled to participate or appoint proxy(ies) to participate at the EGM via the RPV Facility.

NO DOOR GIFT

There will be **NO** door gift to be provided for participating at the EGM.

ENQUIRIES

If you have any enquiry relating to the EGM, please contact the following person during office hours from 9:00 am to 5:00 pm on Mondays to Fridays:

- (a) Mr Eric Tan Kai Meng (Tel No. 010-5265490 or E-mail: propollsolution@gmail.com)

PERSONAL DATA PRIVACY

By lodging and subscribing to a user account with Propoll Portal for appointing a proxy(ies) and/or representative(s) to participate and vote remotely at the EGM using the RPV Facility, the shareholder/proxy holder/representative(s) accepts and agrees to the personal data privacy terms.