

K-One

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K-ONE TECHNOLOGY BERHAD

(Registration No.: 200101004001 (539757-K))

(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting (“EGM”) of K-One Technology Berhad (“K-One” or the “Company”) will be conducted on a fully virtual basis from the Broadcast Venue at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur on Monday, 23 December 2024 at 9.00 a.m., or at any adjournment thereof, for the purpose of considering and if thought fit, passing the resolution below with or without modification:

ORDINARY RESOLUTION

PROPOSED FREE WARRANTS ISSUE OF UP TO 208,001,732 FREE WARRANTS D IN K-ONE (“WARRANTS D”) ON THE BASIS OF 1 WARRANT D FOR EVERY 4 EXISTING ORDINARY SHARES IN K-ONE (“K-ONE SHARES” OR “SHARES”) HELD BY SHAREHOLDERS WHOSE NAMES APPEAR IN THE RECORD OF DEPOSITORS OF THE COMPANY ON AN ENTITLEMENT DATE TO BE DETERMINED BY THE BOARD AND ANNOUNCED BY THE COMPANY AT A LATER DATE (“ENTITLEMENT DATE”) (“ENTITLED SHAREHOLDERS”) (“PROPOSED FREE WARRANTS ISSUE”)

“THAT subject to the approvals of all relevant authorities and/or parties (where applicable), authority be and is hereby given to the Board to allot and issue up to 208,001,732 Warrants D on the basis of 1 Warrant D for every 4 existing K-One Shares held by the Entitled Shareholders on the Entitlement Date;

THAT the Board be and is hereby authorised to enter into and execute the deed poll constituting the Warrants D (“Deed Poll D”) with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities or as the Board may deem necessary or expedient in the best interest of the Company, and with full powers for the Board to implement, finalise and give full effect to the Deed Poll D;

THAT the Board be and is hereby authorised to allot and issue such appropriate number of Warrants D in accordance with the provisions of the Deed Poll D and where required, to adjust the exercise price and/or the number of Warrants D to be issued (including, without limitation, any additional Warrants D as may be required or permitted to be issued) in consequence of the adjustments pursuant to the provisions of the Deed Poll D;

THAT the Board be and is hereby authorised to allot and issue such appropriate number of new Shares pursuant to the exercise of the Warrants D or additional Warrants D issued pursuant to adjustments as provided for under the Deed Poll D by the holders of the Warrants D in accordance with the provisions of the Deed Poll D;

THAT in determining the entitlements under the Proposed Free Warrants Issue, fractional entitlements, if any, shall be disregarded and dealt with in such manner as the Board in its absolute discretion deems fit and expedient, and in the best interest of the Company;

THAT the new K-One Shares to be issued pursuant to the exercise of the Warrants D shall, upon allotment, issuance and full payment of the exercise price, rank equally in all respects with the existing K-One Shares, save and except that the new K-One Shares will not be entitled to any dividends, rights, allotments and/or other forms of distributions that may be declared, made or paid to the shareholders of the Company, the entitlement date of which is prior to the date of allotment and issuance of the new K-One Shares;

THAT the Board be and is hereby authorised to use the proceeds to be raised from the exercise of the Warrants D for such purposes and in such manner as set out in **Section 2.6** of the circular to shareholders of the Company dated 6 December 2024 (“Circular”), and the Board be authorised with full powers to vary the manner and/or purpose of the use of such proceeds in such manner as the Board may deem fit, necessary and/or expedient or in the best interest of the Company, subject to the approval of the relevant authorities (where required);

AND THAT the Board be and is hereby authorised to sign and execute all documents, do all acts, deeds and things as may be required to give effect to and to complete the Proposed Free Warrants Issue with full power to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts, deeds and things for and on behalf of the Company in any manner as they may deem fit or necessary or expedient to implement, finalise and give full effect to the Proposed Free Warrants Issue.”

By Order of the Board

Lim Li Heong (MAICSA No. 7054716) (SSM Practicing Certificate No. 202008001981)

Wong Mee Kiat (MAICSA No. 7058813) (SSM Practicing Certificate No. 202008001958)

Company Secretaries

Kuala Lumpur

6 December 2024

Notes:

1. Only depositors whose names appear in the Record of Depositors as at 13 December 2024 shall be regarded as members and be entitled to attend, participate, speak and vote at the EGM.
2. A member shall be entitled to appoint any person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead pursuant to Section 334 of the Companies Act 2016. There shall be no restriction as to the qualification of the proxy.
3. 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.
4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised. Any alterations in the Form of Proxy must be initialed by the member.
6. In the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the EGM as his/her/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).
7. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notorially certified copy of that power of attorney, must be deposited at the Registered Office of the Company at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur not less than twenty-four (24) hours before the time appointed for holding this meeting or any adjournment thereof as Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad requires the resolution set out in the Notice of EGM to be voted by way of poll.

ADMINISTRATIVE GUIDE

IN RESPECT OF THE EXTRAORDINARY GENERAL MEETING (“EGM”) TO BE HELD VIA AN ONLINE PLATFORM (FULLY VIRTUAL EGM) (PROPOSED FREE WARRANTS ISSUE)

DATE: Monday, 23 December 2024	TIME: 9.00 a.m.	BROADCAST VENUE: Level 5, Tower 8, Avenue 5, Horizon 2 Bangsar South City 59200 Kuala Lumpur Malaysia
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We would like to invite our shareholders to the EGM which will be conducted on a fully virtual basis through live streaming and online remote voting using Virtual Meeting Facilities.

The Broadcast Venue of the EGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be physically present at the main venue in Malaysia. No shareholders/proxies/corporate representatives shall be physically present at the Broadcast Venue on the meeting day. Shareholders are advised to refer to the Administrative Guide for the remote participation and online remote voting at the EGM using the Virtual Meeting Facilities.

GENERAL MEETING RECORD OF DEPOSITORS

1. Only shareholders/members whose names appear on the Record of Depositors on 13 December 2024 shall be eligible to attend, speak and vote at the meeting or appoint proxy(ies) to attend, speak and vote on his/her behalf.

PROXY

2. A shareholder/member entitled to participate and vote remotely at the EGM using the Virtual Meeting Facilities is entitled to appoint proxy(ies) to participate and vote in his/her stead. If you are unable to attend the meeting and wish to appoint a proxy to vote on your behalf, please submit your Proxy Form in accordance with the notes and instructions set out hereunder.
3. Alternatively, if a shareholder/member is unable to participate at the EGM via Virtual Meeting Facilities on 23 December 2024, he/she can appoint the Chairman of the meeting as his/her proxy and indicate his/her voting instructions in the Form of Proxy.
4. The instrument appointing a proxy must be deposited at the Registered Office of the Company at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur, Malaysia not less than twenty-four (24) hours before the time appointed for holding the meeting and/or any adjournment (no later than **Sunday, 22 December 2024 at 9.00 a.m.**) thereof. **Please inform the appointed proxy(ies) to register himself/herself via the Registration Link at item 10(a) below.**


5. For Corporate Shareholders who wish to appoint corporate representatives, **please register yourself via the Registration Link provided at item 10(a) below** and provide the following documents to Registered Office no later than **Sunday, 22 December 2024 at 9.00 a.m.:** -
 - (a) Original certificate of appointment of its Corporate Representative executed under the seal of the corporate shareholder in accordance with the corporation's constitution; or if the corporate shareholder does not have a seal, executed by at least two (2) authorised officers of whom one (1) shall be a director and affixed with the rubber stamp of the corporation; or any director and/or authorised officers in accordance with the laws of the country under which the corporation is incorporated; and
 - (b) Corporate Representative's e-mail address and mobile number.
6. For the beneficiary of the shares under a Nominee Company's CDS account who wishes to use the Virtual Meeting Facilities at the EGM may request its Nominee Company to appoint him/her as proxy to participate and vote remotely at the EGM via the Virtual Meeting Facilities. Please submit the duly executed proxy form to Registered Office no later than **Sunday, 22 December 2024 at 9.00 a.m.** and **register your proxy via the Registration Link at item 10(a) below.**


POLL VOTING

7. The voting at the EGM will be conducted by poll in accordance with Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed **Acclime Corporate Services Sdn Bhd** as the Poll Administrator to conduct the poll by way of online remote voting and **USearch Corporate Services Sdn Bhd** as Scrutineers to verify the poll results.
8. Shareholders/Members can proceed to vote on the resolutions and submit their votes at any time from the commencement of the EGM at 9.00 a.m. until the time for the closing of the voting session to be announced by the Chairman at the meeting. The voting link and/or QR code for online remote voting will be displayed upon the commencement of the meeting. Upon completion of the voting session for the EGM, the Scrutineers will verify the poll results and follow by the Chairman's declaration whether the resolution is duly passed.

VIRTUAL MEETING FACILITIES

9. We would like to invite the Shareholders/Members to participate and vote remotely at the EGM using the Virtual Meeting Facilities. Please refer to item 10 for the registration link.
10. Please follow the steps below for participating and voting via the Virtual Meeting Facilities:

BEFORE THE EGM		
(a)	Registration	<ul style="list-style-type: none"> • Please register yourself as Shareholder / Corporate Representative / Beneficial Owner of an Exempt Nominee via https://us06web.zoom.us/webinar/register/WN_J6zDEbzDSB6HPY-6iSPJhA or by scanning the QR Code below for purpose of verification of attendance: <div style="text-align: center;">  </div>
(b)	Confirmation of Attendance	<ul style="list-style-type: none"> • Upon verification, the participation link will be sent to your goodself before the commencement of the meeting.

(c)	Submission of Questions	<ul style="list-style-type: none"> You may submit your questions online by scanning the QR Code below or via https://forms.office.com/r/xK7hgPGZZ7?origin=IprLink 
ON THE EGM DAY		
(d)	Participation	<ul style="list-style-type: none"> Click on the participation link which was provided to you via e-mail. If you have any question to be raised during the meeting, you may submit your question by using the Q&A Box. The Chairman/Board will try to address the questions submitted prior to or during the EGM.
(e)	Online Voting	<ul style="list-style-type: none"> The voting link will be displayed in the Chat Box upon the commencement of the meeting. The QR Code for online remote voting will be displayed on the screen of the Virtual Meeting Room at the commencement of the polling to be announced by the Chairman. Voting shall commence from 9.00 a.m. until a time when the Chairman announces the closing of the voting session at the EGM.
(f)	Closure	<ul style="list-style-type: none"> The EGM will be closed upon the announcement by the Chairman.

ENQUIRY

If you have any enquiry or require any assistance before or during the EGM, please do not hesitate to contact the following officer during office hours from 9.00 a.m. to 5.00 p.m. (Monday to Friday except public holidays):

ACCLIME CORPORATE SERVICES SDN BHD
Registration No. 199901021060 (495960-D)

Level 5, Tower 8, Avenue 5, Horizon 2
Bangsar South City
59200 Kuala Lumpur
Malaysia

Tel : 603-2280 6388
Mobile/WhatsApp: 016-602 7041
Email : listcomalaysia@acclime.com
Contact Person: Acclime Virtual Meeting Administrator