CNERGENZ BERHAD
Registration No. 202101026123 (1426423-D)
(Incorporated in Malaysia)

Minutes of the **Fifth Annual General Meeting** ("**5th AGM**" or "**meeting**") of **Cnergenz Berhad** ("**Cnergenz**" or "**the Company**") held at Marjorie 5, Level 11, Iconic Marjorie Hotel, 239A Jalan Sultan Azlan Shah, Kampung Sungai Nibong, 11900 Bayan Lepas, Pulau Pinang, Malaysia on Friday, 15 May 2026 at 9.30 am

Present:	1. Dato' Azman Bin Mahmud, Independent Non-Executive Chairman 2. Mr. Lye Yhin Choy, Chief Executive Officer/Executive Director 3. Mr. Kong Chia Liang, Chief Operating Officer/Executive Director 4. Mr. Lye Thim Loong, Chief Corporate Officer/Executive Director 5. Ms. Ooi Ley Ching, Independent Non-Executive Director ("**INED**") 6. Pn. Alwizah Al-Yafii Binti Ahmad Kamal, INED 7. Ms. Yeat Soo Ching, INED
In Attendance:	1. Mr. Goh Mu Xuan, Chief Financial Officer ("Mr. Goh") 2. Ms. Ong Tze-En, Joint Company Secretary ("Ms. Ong")
External Auditors:	PricewaterhouseCoopers PLT 1. Mr. Lim Huck Khiam, Partner 2. Ms. Ng Pei Yee, Assurance Senior Manager
Polling Agent:	Boardroom Share Registrars Sdn. Bhd. 1. En. Mohamed Sophiee Ahmad Nawawi, Senior Manager 2. En. Khairul Iqram Zainal Abidin, Senior Executive 3. En. Zulkernaen Abdul Samad
Scrutineer:	SKY Corporate Services Sdn. Bhd. 1. Ms. Yoke Leng Lau, Associate Director 2. Ms. Tan Xin Yue, Executive
Shareholders / Corporate Representatives / Proxies / Invitees	As per the Attendance List attached

The shareholders, corporate representatives, proxies and invitees (collectively "**the Attendees**") who attended 5th AGM are set out in the Attendance List attached to and which formed an integral part of these Minutes.

Welcome Address

A The Company Secretary, Ms. Ong Tze-En ("**Ms. Ong**"), extended a very warm welcome to all Attendees for their presence and support at the 5th AGM.

B Ms. Ong reminded everyone present to ensure that all mobile devices are switched off or set to silent mode to maintain smooth and uninterrupted proceedings. She also emphasized that voice or video recording of the 5th AGM proceedings is strictly prohibited.

C She then introduced the members of the Board of Directors ("**Board"**) as well as the Engagement Partner and Assurance Senior Manager from the external auditors, PricewaterhouseCoopers PLT.

Administrative Arrangements

D Ms. Ong then proceeded to apprise all present of the flow of the 5th AGM. She explained that the 5th AGM would kick-off with the 7 Ordinary Resolutions being tabled for approval by the shareholders by poll.

E She then continued to brief the shareholders present of their right to participate, speak and vote on the resolutions set out in the Notice of 5th AGM. Ms. Ong requested for each member to introduce him or herself by stating their name and whether he/she is a shareholder or a proxy or a corporate representative before raising questions.

F Ms. Ong added that in the event the Board and management could not respond to certain questions during the meeting, response to these questions would be incorporated into the minutes of this AGM which would then be made available on the corporate website.

G She then introduced Boardroom Share Registrars Sdn. Bhd. ("**BRSRS**") and SKY Corporate Services Sdn. Bhd. as the appointed Polling Agent and Scrutineer to conduct the polling and to verify the polling process respectively. She added that the polling process would be conducted upon conclusion of the deliberation of all items on the meeting agenda. She encouraged them to have a word with representative of BRSRS should the need arose.

H Ms. Ong then briefed all on the polling procedures.

Corporate Presentation

I Upon conclusion of the briefing, Ms. Ong informed of Corporate Presentation session from the executive leadership. This would start with Financial Review of the Company and its subsidiaries ("**Cnergenz Group**" or "**the Group**") from the Chief Financial Officer, Mr. Goh Mu Xuan ("**Mr. Goh**") followed by Business Overview from the Executive Director & Chief Executive Officer, Mr. Lye Yhin Choy ("**Mr. YC Lye**").

J Mr. Goh kicked off his presentation by sharing that one of the Group's newly acquired subsidiaries, Xlent Innovator Sdn. Bhd. ("**Xlent Innovator**"), received a Supplier Recognition Award from key client, Teradyne, Inc.. This achievement reflects Xlent and the Group's long standing commitment to delivering quality solutions and services to its customers. He then presented financial performance of the Group in respect of the financial year ended 31 December 2025 ("**FY2025**").

K Following Mr. Goh's presentation, Ms. Ong expressed her appreciation and invited Mr. YC Lye to present the second part of the Corporate Presentation, covering the operational highlights and business review for FY2025.

L Mr. YC Lye provided a brief overview of the Company. He highlighted that the Group's headquarters is located in Penang, with strategic operations in Thailand and Vietnam, strengthening its presence in Southeast Asia. He further noted that since the Group's Initial Public Offerings ("**IPO**") in 2022, the Company has successfully integrated its manufacturing ecosystem into a single platform. He explained that the Company, which commenced operations in 2004 with a focus on Surface Mount Technology ("**SMT**") equipment, had since diversified into other sectors, thereby completing its ecosystem serving the electronics and semiconductor industries.

M Mr. YC Lye highlighted the Group's key initiatives and developments during FY2025. He emphasised the focus on advanced test solutions, alongside progress in smart automation, smart warehousing, smart factory solutions, and in-house software integration, all of which strengthen the Group's manufacturing ecosystem.

N On the hardware side, the Group continued to advance SMT production in collaboration with partners such as ASMPT SMT Solutions, ITW EAE, ASM Assembly Systems (DEK), and Asscon. In addition, the Group expanded into the advanced test equipment segment through partnerships with leading brands such as Koh Young, Techvalley, Teradyne and Seica, positioning itself as a comprehensive solutions provider rather than merely an equipment supplier.

O Mr. YC Lye noted that the Group is well aligned with industry trends in advanced packaging and is actively involved in sectors driving smart factory growth, including artificial intelligence ("**AI**") computing, automotive electrification, communication technologies (5G, WiFi 7, photonics), industrial power distribution, aerospace, and medical devices.

P He further shared that AI computing had become a key growth driver across multiple industries, with applications in industrial systems, communication infrastructure, and autonomous driving. The Group had capitalised on this trend through the development of AI-related hardware solutions, including an automated inline tester for AI data centres developed in collaboration with Teradyne. The system had already been deployed in the United States and Taiwan, with encouraging demand from leading AI chip manufacturers.

Q Mr. YC Lye also highlighted strategic milestones:

- January 2024 marked the successful transition to the Main Market of Bursa Malaysia Securities Berhad ("**Bursa Securities**")
- In June 2024, completed the Group's investment in Xlent
- In July 2025, acquired a company in Thailand thereby strengthening SMT production offerings and driving growth in the Thailand market

R Mr. YC Lye stated that the Group is well positioned to ride the AI supercycle and advance its smart manufacturing initiatives, with strong prospects for growth in 2026 and beyond.

S Ms. Ong thanked Mr. YC Lye for an insightful delivery of the industry's prospects and Group's plan going forward.

T She then invite Dato' Chairman proceeded to deal with meeting agenda.

Quorum

U Dato' Chairman called the meeting to order and proceeded with the meeting proper upon receipt of confirmation from the Company Secretary that a quorum was present.

Notice of AGM

V Dato' Chairman informed that the Notice of the 5th AGM was announced and circulated to the shareholders, Directors and the external auditors, PwC on 23 April 2026. The Notice of the 5th AGM together with Annual Report 2025 to Shareholders are published on our corporate website as well. As the notice has been properly given, it was taken as read.

W Dato' Chairman informed that voting for the seven (7) Ordinary Resolutions being tabled for approval by the shareholders would be on poll in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") ("**MMLR**"). He then exercised his right, as chairman of the meeting, to demand for poll in accordance with Clause 16.5 of the Company's Constitution for all seven (7) resolutions as stated in the Notice of the 5th AGM.

X Dato' Chairman also highlighted that some of the shareholders had appointed him, being chairman of the meeting, as their proxy to vote on their behalf. Therefore, he would vote for each resolution in accordance with the instructions given by the shareholders.

1. Audited financial statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon

1.1 The Audited Financial Statements ("**AFS**") for FY2025 of the Company and the Group together with the Directors' and Auditors' Reports thereon which had been previously circulated were laid at the meeting for discussion. Dato' Chairman proceeded to invite questions from the floor pertaining to any relevant accounting related matters on AFS for FY2025.

1.2 There being no question raised, it was recorded that the AFS for FY2025 of the Company was duly tabled and received by shareholders, proxies and corporate representatives.

2. To re-elect the following Directors, each of whom retires in accordance with Clause 18.2 of the Company's Constitution and being eligible, offers herself for re-election:

(a) Mr. Lye Yhin Choy [Ordinary Resolution 1]

(b) Mr. Lye Thim Loong [Ordinary Resolution 2]

2.1 Dato' Chairman informed that Ordinary Resolutions 1 and 2 dealt with the re-election of two (2) Directors, namely, Mr. Lye Yhin Choy and Mr. Lye Thim Loong. Both retired pursuant to Clause 18.2 of the Company's Constitution and being eligible, have offered themselves for re-election.

2.2 He added that details on the Board's justifications and basis in support of their re-election are included in the Explanatory Notes accompanying Notice of the 5th AGM on page 170 of the Annual Report 2025.

2.3 Dato' Chairman also mentioned that Mr. Lye Yhin Choy and Mr. Lye Thim Loong as well as persons connected to them have abstained from voting on their re-election.

2.4 Dato' Chairman declared that Ordinary Resolutions 1 and 2 on the re-election of Mr. Lye Yhin Choy and Mr. Lye Thim Loong in accordance with Clause 18.2 of the Constitution of the Company be put to the meeting for consideration.

3. To approve the payment of Directors' fees to the Directors of an amount up to RM400,000 for the period from one (1) day after the 5th AGM until the conclusion of the next Annual General Meeting ("AGM") of the Company
[Agenda 3: Ordinary Resolution 3]

3.1 Dato' Chairman informed that the next agenda of the meeting was to approve Directors' fees to the Independent Non-Directors ("**INEDs**") of an amount up to RM400,000 for the period from one day after the 5th AGM until the conclusion of the next AGM of the Company. He added that that all INEDs, including himself, as well as persons connected to them have abstained from voting on this resolution.

3.2 He declared that Ordinary Resolution 3 be put to the meeting for consideration.

4. To approve the payment of benefits to the Directors of an amount up to RM50,000 for the period from one (1) day after the 5th AGM until the conclusion of the next AGM of the Company [Agenda 4: Ordinary Resolution 4]

4.1 Dato' Chairman informed that the agenda item 4 of the meeting was to approve the benefits to the INEDs of the Company of up to an aggregate amount of RM50,000 commencing from one day after the 5th AGM until the conclusion of the next AGM.

4.2 He added that that all INEDs, including himself, as well as persons connected to them have abstained from voting on this resolution.

4.3 He declared that Ordinary Resolution 4 be put to the meeting for consideration.

5. To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company and to authorise the Directors to fix their remuneration
Agenda 5: Ordinary Resolution 5]

5.1 Dato' Chairman informed that Ordinary Resolution 5 was to re-appoint PricewaterhouseCoopers PLT as Auditors of the Company for ensuing year to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. He added that PricewaterhouseCoopers PLT had indicated their willingness to accept re-appointment.

5.2 He declared that Ordinary Resolution 5 be put to the meeting for consideration.

5.3 Having concluded the ordinary business of the meeting, Dato' Chairman proceeded on with the Special Business.

6. Authority to allot and issue shares by directors pursuant to Sections 75 and 76 of the Companies Act 2016 **[Agenda 6: Ordinary Resolution 6]**

6.1 Dato' Chairman informed that Ordinary Resolution 6, if passed, would empower the Directors to allot and issue shares up to an amount not exceeding 10% of the total issued shares of the Company.

6.2 Dato' Chairman added that the Board is also seeking mandate from the shareholders to waive the statutory pre-emptive rights under Section 85 of the Companies Act 2016 read together with Clause 4.2 and Clause 13.2 of the Constitution to be offered new shares ranking equally to the existing issued of the Company arising from issuance of new shares pursuant to this mandate.

6.3 Dato' Chairman further informed that the renewal of this general mandate would also provide the Board a certain amount of flexibility, when the need arises, to issue additional shares subject to approval of all relevant regulatory bodies being obtained, where necessary.

6.4 Details of this resolution are set out in the Explanatory Notes accompanying the Notice of 5th AGM included in the Annual Report 2025.

6.5 He then declared Ordinary Resolution 6 be put to the meeting for consideration.

7. Proposed Renewal Authority for the Company to Buy-Back its Own Shares [Agenda 7: Ordinary Resolution 7]

7.1 Dato' Chairman informed that Ordinary Resolution 7, if approved, would allow the Directors to exercise the power of the Company to purchase its own shares of up to 10% of the number of issued shares of the Company for the time being through Bursa Securities upon such terms and conditions as the Directors may deem fit, necessary and expedient in the best interest of the Company. This authority would be valid from the date of passing of the resolution until the conclusion of the next AGM or, if earlier revoked by the shareholders in a general meeting.

7.2 He then declared Ordinary Resolution 7 be put to the meeting for consideration.

8. Any other business

8.1 In response to Dato' Chairman, the Company Secretary informed that no notice of any other business for transaction at the meeting had been received.

8.2 The Meeting then adjourned at 10.52 am after all shareholders, corporate representatives and proxy holders had duly casted their votes. The Attendees were invited to partake in the refreshments provided.

9. Polling Results

9.1 The meeting was reconvened at 11.03 am. Dato' Chairman called the meeting to order and thanked the Attendees for waiting for the results.

9.2 Dato' Chairman then announced the poll results for all seven (7) Ordinary Resolutions as tabulated below upon receipt of report from the Scrutineers, SKY Corporate Services Sdn. Bhd.. The results of the poll were also projected on screen for ease of viewing by all Attendees:

	For		Against		Total voted		Abstained
	No. of shares	%	No. of shares	%	No. of shares	%	No. of shares
OR1	161,255,302	100.0000	0	-	161,255,302	100.0000	235,080,000
OR2	161,255,302	100.0000	0	-	161,255,302	100.0000	235,080,000
OR3	395,113,302	99.9995	2,000	0.0005	395,115,302	100.0000	1,220,000
OR4	395,113,302	99.9995	2,000	0.0005	395,115,302	100.0000	1,220,000
OR5	395,824,902	99.8712	510,400	0.1288	396,335,302	100.0000	-
OR6	371,707,802	93.7862	24,627,500	6.2138	396,335,302	100.0000	-
OR7	396,335,302	100.0000	0	-	396,335,302	100.0000	-

9.3 It was noted that 235,080,000 ordinary shares abstained from voting on Ordinary Resolutions 1 and 2 while 1,220,000 ordinary shares abstained from voting on Ordinary Resolutions 3 and 4. Accordingly, these shares were not counted in determining the outcome of the respective resolutions.

9.4 Dato' Chairman then declared that all seven (7) Ordinary Resolutions were passed by majority votes and therefore, CARRIED.

Resolved:

Ordinary Resolution 1
"THAT Mr. Lye Yhin Choy be and is hereby re-elected as Director of the Company pursuant to the Company's Constitution."

Ordinary Resolution 2
"THAT Mr. Lye Thim Loong be and is hereby re-elected as Director of the Company pursuant to the Company's Constitution."

Ordinary Resolution 3
"That the payment of Directors' fees to the Directors of an amount up to RM400,000 for the period from one (1) day after the 5th AGM until the conclusion of the next AGM of the Company be and is hereby approved."

Ordinary Resolution 4
"That the payment of benefits to the Directors of an amount up to RM50,000 for the period from one (1) day after the 5th AGM until the conclusion of the next AGM of the Company be and is hereby approved."

Ordinary Resolution 5
"THAT PricewaterhouseCoopers PLT be and is hereby re-appointed as Auditors of the Company, to hold office until the conclusion of the next AGM and the Directors be and are hereby authorised to fix their remuneration."

Ordinary Resolution 6
Authority to allot and issue shares by Directors pursuant to Sections 75 and 76 of the Companies Act 2016
"THAT subject always to the Companies Act 2016 ("**Act**"), the Company's Constitution, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and the approvals of the relevant government or regulatory authorities, where such approval is required, the Directors be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act to allot and issue shares of the Company at any time, at such price, upon such terms and conditions, for such purposes and to such person or persons, as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued share capital (excluding treasury shares, if any) of the Company for the time being.

AND THAT the Directors are also empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares to be issued and THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company.

AND THAT pursuant to Section 85 of the Act, read together with Clause 4.2 and Clause 13.2 of the Constitution of the Company, approval be and is hereby given to waive the pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares of the Company arising from the issuance of new shares pursuant to this mandate under Clause 13.2 of the Company's Constitution. Subsequent to the passing of this resolution, if this paragraph is or is found to be in any way void, invalid or unenforceable, then this paragraph shall be ineffective to the extent of such voidness, invalidity or unenforceability and the remaining provisions of this resolution shall remain in full force and effect.

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 any other forms of distribution that may be declared, made or paid before the date of allotment of such new shares."

Ordinary Resolution 7
Proposed Share Buy-Back Authority ("Proposed Renewal of Share Buy-Back")

"THAT subject to the Act, the Company's Constitution, the Main Market Listing Requirements of Bursa Securities and the approvals of the relevant government or regulatory authorities, the Directors of the Company be and are hereby authorised to make purchases of the Company's 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, necessary and expedient in the interest of the Company, provided that:

(a) the aggregate number of ordinary shares which may be purchased by the Company shall not exceed ten percent (10%) of the total number of issued shares (including treasury shares) of the Company at any point in time of the said purchase(s);

(b) the maximum funds to be allocated by the Company for the purpose of purchasing its ordinary shares shall not exceed the total retained earnings of the Company at the time of purchase; and

(c) the authority conferred by this resolution will be effective immediately upon the passing of this Resolution and shall continue to be in force until:

   (i) the conclusion of the next AGM of the Company following the general meeting at which such resolution was passed at which time the said authority shall lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or

(ii) the expiration of the period within which the next AGM of the Company is required by law to be held; or

(iii) revoked or varied by ordinary resolution passed by the shareholders in general meeting,

whichever occurs first, but not so as to prejudice the completion of the purchase(s) by the Company before the aforesaid expiry date and in any event, in accordance with the provisions of the guidelines issued by Bursa Securities and/or any other relevant government or regulatory authorities (if any).

THAT upon completion of the purchase by the Company of its own ordinary shares, the Directors of the Company be and are hereby authorised to deal with the ordinary shares purchased in their absolute discretion in the following manner:

(a) distribute as share dividends to shareholders, such dividend to be known as "share dividends";

(b) resell on Bursa Securities in accordance with the relevant rules of Bursa Securities;

(c) transfer the shares, or any of the shares for the purposes of or under an employees' share scheme;

(d) transfer the Treasury Shares, or any of the Treasury Shares as purchase consideration;

(e) cancel the Treasury Shares; or

(f) sell, transfer or otherwise use the Treasury Shares for such other purposes as the Minister may by order prescribe.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary (including executing all such documents as may be required) and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the Proposed Renewal of Share Buy-Back with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities from time to time or as the Directors may in their discretion deem necessary and to do all such acts and things as the Directors may deem fit and expedient in the best interests of the Company."

10. Conclusion

10.1 There being no other business, the meeting concluded at 11.05 am with a vote of thanks to Dato' Chairman.

Confirmed as correct

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Dato' Azman Bin Mahmud
Independent Non-Executive Chairman