



**CYPARK RESOURCES BERHAD**

[Registration No. 200401004491 (642994-H)]  
(Incorporated in Malaysia)

**NOTICE IS HEREBY GIVEN** that the Twentieth Annual General Meeting ("**20<sup>th</sup> AGM**") of Cypark Resources Berhad (the "**Company**") will be held physically at **Level 10, DoubleTree by Hilton Kuala Lumpur, The Intermark, 348 Jalan Tun Razak, 50400 Kuala Lumpur ("Main Venue")** and virtually through live streaming hosted on the Securities Services e-Portal at <https://sshsb.net.my/> ("**Virtual Platform**") on **Thursday, 30 October 2025 at 10.00 a.m.** for the purpose of considering and, if thought fit, to pass the following resolutions with or without modifications:-

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**AGENDA**

**Ordinary Business**

1. To receive the Audited Financial Statements for the financial year ended 30 April 2025 together with the Reports of the Directors and the Auditors thereon. [Please refer to Note 8(i)]
2. To approve the payment of Directors' fees and benefits to Tan Sri Abdul Wahid Bin Omar, the Independent Non-Executive Chair of the Company, from 9 June 2025, being his date of appointment as a Director of the Company, until the 20<sup>th</sup> AGM. (Ordinary Resolution 1)  
[Please refer to Note 8(ii)]
3. To approve the payment of Directors' fees and benefits to the members of the Board Sustainability Committee, from 13 June 2025, being its date of establishment until the 20<sup>th</sup> AGM. (Ordinary Resolution 2)  
[Please refer to Note 8(ii)]
4. To approve the payment of Directors' fees and benefits to the Non-Executive Directors of the Company (including the potential appointment of up to two additional Non-Executive Directors) from 31 October 2025 until the next Annual General Meeting of the Company. (Ordinary Resolution 3)  
[Please refer to Note 8(ii)]
5. To elect the following Directors who were appointed by the Board since the 19<sup>th</sup> Annual General Meeting of the Company and are due to retire in accordance with Clause 118 of the Company's Constitution and being eligible, have offered themselves for election:-
  - (a) Tan Sri Abdul Wahid Bin Omar; and (Ordinary Resolution 4)
  - (b) Dato' Ir. Dr. Gue See Sew. (Ordinary Resolution 5)
6. To re-elect the following Directors, who are due to retire by rotation in accordance with Clause 119 of the Company's Constitution and being eligible, have offered themselves for re-election:-



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| (a) Dato' Hamidah Binti Moris; and           | (Ordinary Resolution 6) |
| (b) Encik Muhammad Ashraf Bin Muhammad Amir. | (Ordinary Resolution 7) |
7. To re-appoint Messrs. Nexia SSY PLT as External Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Directors to fix their remuneration. (Ordinary Resolution 8)

**Special Business**

To consider and if thought fit, with or without any modification, to pass the following Ordinary Resolution:-

8. **AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016 AND WAIVER OF PRE-EMPTIVE RIGHTS** (Ordinary Resolution 9)
- "**THAT** subject always to the Companies Act 2016 ("**the Act**"), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad ("**Bursa Securities**") and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit provided always that the aggregate number of shares issued pursuant to this resolution does not exceed ten percent (10%) of the total number of issued shares of the Company for the time being as stipulated under Paragraph 6.03(1) of the Bursa Securities Main Market Listing Requirements (hereinafter referred to as the "**General Mandate**")"; [Please refer to Note 8(iii)]
- THAT** pursuant to Section 85 of the Companies Act 2016 to be read together with Clause 70 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Sections 75 and 76 of the Companies Act 2016;



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**AND THAT** the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so be issued pursuant to the General Mandate on Bursa Securities;

**AND FURTHER THAT** such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

9. To transact any other ordinary business of which due notice shall have been given.

By Order of the Board

**CHUA SIEW CHUAN (MAICSA 0777689) / SSM PC NO. 201908002648**

**YEOW SZE MIN (MAICSA 7065735) / SSM PC NO. 201908003120**

Company Secretaries  
Kuala Lumpur

Dated: 29 August 2025

NOTES:

1. The 20<sup>th</sup> AGM of the Company will be held on a hybrid basis, enabling members/shareholders the opportunity to either attend the Meeting in person at the Main Venue or participate virtually on the Virtual Platform.

All members, proxies and corporate representatives who wish to participate in the 20<sup>th</sup> AGM virtually must register online at the Securities Services e-Portal. Members, proxies and corporate representatives who wish to attend in person are only required to register their attendance at the registration counters at the Main Venue on the Meeting Day (no pre-registration is required for physical attendance). Kindly refer to the Administrative Guide for a full guide to attending and participating at the 20<sup>th</sup> AGM.

Section 327(2) of CA 2016 requires the Chair of the meeting to be present at the main venue of the meeting. Therefore, the main venue of the 20<sup>th</sup> AGM is Level 10, DoubleTree by Hilton Kuala Lumpur, The Intermark 348 Jalan Tun Razak, 50400 Kuala Lumpur. The Virtual Platform will be hosted on the Securities Services e-Portal at <https://sshsb.net.my/> provided by SS E Solutions Sdn. Bhd. in Malaysia. The primary mode of communication by the participants during the conduct of the 20<sup>th</sup> AGM is via physical presence in person for those who are attending at the main venue and a real-time text messaging facility on the Securities Services e-Portal for those who are participating virtually via the Virtual Platform. In the event of any technical issue with the Virtual Platform mode, participants may email their questions relevant to the business of the 20<sup>th</sup> AGM to [eservices@sshsb.com.my](mailto:eservices@sshsb.com.my) during the Meeting.



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2. In respect of deposited securities, only members/shareholders whose names appear in the Record of Depositors as at 23 October 2025 shall be eligible to attend, participate, speak and vote at the Meeting and/or appoint proxy(ies) to participate and/or vote in his/her stead.
3. A member/shareholder of the Company entitled to attend and vote at the Meeting is entitled to appoint one (1) or more proxy(ies) to exercise all or any of his rights to attend, participate, speak and vote in his stead. Where a member/shareholder appoints more than one (1) proxy in relation to the Meeting, the member/shareholder shall specify the proportion of his/her/its shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
4. A proxy may but need not be a member/shareholder of the Company and a member/shareholder may appoint any person to be his proxy without limitation. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting shall have the same rights as the member/shareholder to attend, participate, speak and vote at the Meeting.
5. The instrument appointing a proxy shall be in writing under the hand of the member/shareholder or of his attorney duly authorised in writing or, if the member/shareholder is a corporation, shall either be executed under Common Seal or under the hand of an officer or attorney duly authorised.
6. Where a member/shareholder of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**") 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.
7. Appointment of Proxy

The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, must be deposited not less than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof through either one (1) of the following avenues:-

(i) In Hardcopy Form of Proxy

To be deposited at the office of the Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan; or

(ii) By Electronic Form of Proxy

(a) To be submitted electronically via Securities Services e-Portal at <https://sshbsb.net.my/>. Please refer to the Administrative Guide for further details; or

(b) To be submitted via fax at +603 2094 9940 or +603 2095 0292; or

(c) To be e-mailed to the e-mail of the Share Registrar at [info@sshbsb.com.my](mailto:info@sshbsb.com.my).



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Any notice of termination of authority to act as proxy must be received by the Company not less than twenty-four (24) hours before the time stipulated for holding the 20<sup>th</sup> AGM or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Act:-

- (a) the constitution of the quorum at such meeting;
- (b) the validity of anything he did as chairperson of such meeting;
- (c) the validity of a poll demanded by him at such meeting; or
- (d) the validity of the vote exercised by him at such meeting.

8. Explanatory Notes on Ordinary and Special Business:-

(i) **Item 1 of the Agenda – Audited Financial Statements for the financial year ended 30 April 2025**

This Agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Act does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting.

(ii) **Item 2 to 4 of the Agenda – Directors' Fees and Benefits Payable to the Non-Executive Directors of the Company**

Based on the annual review of the Directors' remuneration conducted by Nomination and Remuneration Committee, the Board has agreed and recommended the proposed Directors' fees and benefits payable to the Non-Executive Directors to the shareholders of the Company for approval, as follows:-

Monthly Directors' Fees

	<b>Chair (RM)</b>	<b>Member (RM)</b>
Board of Directors	30,000	15,000
Audit and Risk Committee	5,000	3,000
Nomination and Remuneration Committee	5,000	3,000
Board Sustainability Committee	5,000	3,000

Meeting Allowance per Attendance

	<b>Chair (RM)</b>	<b>Member (RM)</b>
Board of Directors	5,000	3,000
Audit and Risk Committee	3,000	3,000
Nomination and Remuneration Committee	3,000	3,000
Board Sustainability Committee	3,000	3,000



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Other Benefits – Medical Coverage

<b>Period</b>	<b>Annual Amount (RM)</b>
From date of appointment of Non-Executive Director / 31 October 2025 to 30 April 2026	10,500
1 May 2026 to the next AGM in 2026	20,000

Payment of the meeting attendance allowances would be made by the Company on a monthly basis and/or as and when incurred if the proposed Ordinary Resolution 3 has been passed at the 20<sup>th</sup> AGM of the Company. The Board of Directors is of the view that it is just and equitable for the Directors to be paid on Directors' benefits on such basis, particularly after they have discharged their responsibilities and rendered their services to the Company throughout the period as stated therein.

(iii) **Item 8 of the Agenda – Authority to Issue Shares pursuant to the Companies Act 2016 and Waiver of Pre-emptive Rights**

The proposed Ordinary Resolution 9 is intended to renew the authority granted to the Directors of the Company at the Nineteenth AGM of the Company held on 30 October 2024 ("**Previous Mandate**") to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 10% of the total number of issued shares of the Company for the time being (hereinafter referred to as the "**General Mandate**").

The said General Mandate will provide flexibility to the Company to raise additional funds expeditiously and efficiently during this challenging time, to meet its funding requirements including but not limited to working capital, operational expenditures, investment project(s), and/or acquisition(s).

The Board, having considered the current and prospective financial position, needs and capacity of the Group, is of the opinion that the General Mandate is in the best interests of the Company and its shareholders.

The Previous Mandate granted by the shareholders at the Nineteenth AGM of the Company has not been utilised and hence, no proceed was raised therefrom.

Pursuant to Section 85(1) of the Companies Act 2016, read together with Clause 70 of the Company's Constitution, shareholders have pre-emptive rights to be offered any new shares in the Company which rank equally to the existing issued shares in the Company or other convertible securities. Thus, a waiver is required.

The following are excerpted from the Companies Act 2016 and the Company's Constitution:-

<u>Section 85(1) of the Companies Act 2016</u>	<u>Clause 70 of the Company's Constitution</u>
Subject to the constitution, where a company issues shares which rank equally	Subject to any direction to the contrary that may be given by the Company in general



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<p>to existing shares as to voting or distribution rights, those shares shall first be offered to the holders of existing shares in a manner which would, if the offer were accepted, maintain the relative voting and distribution rights of those shareholders.</p>	<p>meeting, any new shares or other convertible securities proposed to be issued shall, before they are issued, be offered to such persons as are at the date of the offer entitled to receive notices from the Company of general meetings in proportion as nearly as the circumstances admit, to the amount of the existing shares or securities to which they are entitled. The offer shall be made by written notice specifying the number of shares or convertible securities offered and limiting a time within which the offer, if not accepted, will be deemed to be declined, and, after the expiration of that time or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares or convertible securities offered, the Directors may dispose of those shares or convertible securities in such manner as they think most beneficial to the Company. The Directors may likewise also dispose of any new shares or convertible securities which (by reason of the ratio which the new shares or convertible securities bear to shares or securities held by the persons entitled to an offer of new shares or convertible securities) cannot, in the opinion of the Directors, be conveniently offered under this Constitution.</p>
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**Personal Data Privacy:**

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate, speak and vote at the 20<sup>th</sup> 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.