NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Second (**2nd**) Annual General Meeting ("**AGM**") of the shareholders of SKYECHIP BERHAD ("**SkyeChip**" or "**Company**") will be convened and held at Amari SPICE Hotel, Jadeite, Level 4, 2, Persiaran Mahsuri, 11900 Bayan Lepas, Pulau Pinang on **Monday, 17 August 2026** at **10:00 am** or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions, with or without any modifications:

AGENDA

Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 31 March 2026 and the Reports of the Directors and Auditors thereon.
2. To re-elect the following Directors retiring pursuant to Clause 188 of the Company's Constitution and who, being eligible, offer themselves for re-election:
   2.1 Dato' Fong Swee Kiang — Ordinary Resolution 1
   2.2 Teh Chee Hak — Ordinary Resolution 2
3. To approve the payment of Directors' fees and benefits payable to the Non-Executive Directors of the Company of an amount up to RM500,000.00 for the period commencing one day after this AGM through to the next AGM of the Company in 2027. — Ordinary Resolution 3
4. To re-appoint Grant Thornton Malaysia PLT as Auditors of the Company for the financial year ending 31 March 2027 and to authorise the Directors to fix their remuneration. — Ordinary Resolution 4

As Special Business

5. **AUTHORITY UNDER SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 FOR THE DIRECTORS TO ALLOT AND ISSUE SHARES** — Ordinary Resolution 5

   "THAT subject always to the Companies Act 2016 ("**Act**"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and the approvals of the relevant governmental 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 issue and allot shares in the Company to such persons, at any time until the conclusion of the next Annual General Meeting ("**AGM**") and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being.

   THAT the Directors are also empowered to obtain the approval from the Bursa Securities for the listing 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.

   THAT pursuant to Section 85(1) of the Act to be read together with Clause 37(a) of the Constitution of the Company, all new shares or other convertible securities in the Company shall, before they are issued, be first offered to such persons who are entitled to receive notices from the Company of general meetings as at the date of the offer in proportion as nearly as the circumstances admit, to the amount of the existing shares or securities to which they are entitled ("**Pre-emptive Rights**").

   AND THAT should this resolution be passed by the shareholders, this resolution shall have the effect of the shareholders having agreed to irrevocably waive their Pre-emptive Rights pursuant to Section 85(1) of the Act and Clause 37(a) of the Constitution of the Company in respect of the new shares to be allotted and issued by the Company and the issuance of such new shares of the Company will result in a dilution to their shareholding percentage in the Company. 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 which may be declared, made or paid before the date of allotment of such new shares."

NOTICE OF ANNUAL GENERAL MEETING

As Special Business (Cont'd)

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

By Order of the Board

Ong Tze-En (MAICSA 7026537) (SSM PC No. 202008003397)
Lau Yoke Leng (MAICSA 7034778) (SSM PC No. 202008003368)
Joint Company Secretaries
Penang, 20 July 2026

Notes:

1. A proxy may but need not be a member.

2. The instrument appointing a proxy must be deposited/submitted via the following ways not less than forty-eight (48) hours before the time set for holding the AGM or at any adjournment thereof:

   (a) By hardcopy form
   The Form of Proxy must be deposited at Share Registrar's office at Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.

   (b) By electronic form
   The Form of Proxy can be electronically submitted through facsimile at +603 7890 4670 or emailed to bsr.helpdesk@boardroomlimited.com.

3. A member entitled to attend, participate, speak and vote is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote instead of him. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.

4. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**"), it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. The appointment of two (2) proxies in respect of any particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.

5. Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) 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.

6. If the appointor is a corporation, the Form of Proxy must be executed under the corporation's Common Seal or under the hand of an officer or attorney duly authorised.

7. Please ensure ALL the particulars as required in this Form of Proxy are completed, signed and dated accordingly.

8. In respect of deposited securities, only members whose names appear on the Record of Depositors on 10 August 2026 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.

NOTICE OF ANNUAL GENERAL MEETING

Explanatory Notes:

1. The Ordinary Resolutions 1 and 2 concern the re-election of Dato' Fong Swee Kiang and Mr. Teh Chee Hak (collectively "**retiring Directors**"). Both the retiring Directors, being eligible, have offered themselves for re-election at the 2nd Annual General Meeting ("**AGM**").

   Their background are set out under Directors' Profile in the Annual Report 2026. The Board of Directors of the Company ("**Board**") has considered and approved the recommendations of the Nomination Committee ("**NC**") and supports the re-election of the retiring Directors. The NC has also confirmed the satisfactory outcome of the fit and proper assessment. The retiring Directors have no conflict of interest ("**COI**") or potential COI with the Company and its subsidiaries ("**Group**"), other than those disclosed in the Audit and Risk Management Committee ("**ARMC**") Report and the Notes to the Audited Financial Statements in the Annual Report 2026. The retiring Directors had abstained from deliberation and decision-making in respect of their own eligibility for re-election.

   Dato' Fong Swee Kiang serves as the Group's Executive Director and Chief Executive Officer, bringing over 35 years of semiconductor industry experience. He leads the Group's strategic direction and oversees business operations, sales, marketing, stakeholder relations, and financial sustainability. He also provides executive leadership, drives innovation and growth initiatives, manages strategic partnerships and risks, and ensures strong corporate governance practices.

   Mr. Teh Chee Hak is the Group's Executive Director and Chief Technology Officer with more than 20 years of semiconductor industry experience. He is responsible for shaping the Group's technology strategy and leading the development of advanced IP (intellectual property) and ASIC (application-specific integrated circuits) solutions for artificial intelligence and high-performance computing applications.

2. The Board seek shareholders' approval on Ordinary Resolution 3 on the payment of Directors' fees and benefits payable to the Independent Non-Executive Directors ("**INEDs**"). The Directors' fees and benefits payable have been reviewed by the Remuneration Committee ("**RC**") and the Board. The Directors' fees and the benefits payable are in the best interest of the Company and in accordance with the remuneration framework.

   Details of the Directors' fees and benefits payable to the INEDs for the financial year ended 31 March 2026 are tabulated under the Corporate Governance Overview Statement in the Annual Report 2026.

   The Directors' fees comprise fees payable to the INEDs. The amount also includes a contingency sum to cater to unforeseen circumstances such as the appointment of any additional Director and/or for the formation of additional Board Committees and/or increase in Directors' fees. The benefits payable comprised of meeting attendance fees. In determining the estimated total amount of benefits payable, the Board considered various factors including the number of scheduled meetings as well as the number of Directors involved in these meetings.

   Upon approval, this will facilitate payment of Directors' fees and benefits payable on current financial year basis and assuming that all Directors shall hold office until the end of the financial year. In the event the proposed Directors' fees and benefits payable are insufficient (due to enlarged board size, if any), approval will be sought at the next AGM for additional fees to meet the shortfall. It will also authorised payment to be made by the Company on a quarterly basis and/or as and when incurred. The Board is of the view that the payment arrangement is fair and equitable particularly after they have discharged their responsibilities and rendered their services to the Company throughout the relevant period.

3. The proposed Ordinary Resolution 4, if approved, will effect the re-appointment of Grant Thornton Malaysia PLT ("**GTM**") as the auditors of the Company. The ARMC has assessed the suitability, objectivity and independence of GTM and concluded that GTM fulfils the criteria as prescribed under Paragraph 15.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") ("**MMLR**"). The Board concurred with the ARMC's recommendation for the re-appointment of GTM as auditors of the Company.

4. The proposed Ordinary Resolution 5, if passed, is for the purpose of granting a general mandate ("**General Mandate**") empowering the Directors of the Company, pursuant to Sections 75 and 76 of the Act to issue and allot new shares in the Company from time to time provided that the aggregate number of shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company for the time being. The General Mandate, unless revoked or varied by the Company in general meeting, will expire at the next AGM of the Company.

NOTICE OF ANNUAL GENERAL MEETING

Explanatory Notes: (Cont'd)

4. The General Mandate will provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for purpose of funding future investment projects, working capital and/or acquisitions as well as to avoid any delay and cost in convening general meeting to specifically approve such an issuance of shares.

   The waiver of pre-emptive rights pursuant to Section 85 of the Act and Clause 37(a) of the Constitution will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

   At this juncture, there is no decision to issue new shares but the Directors consider it desirable to have the flexibility permitted to respond to market developments and to enable allotments to take place to finance business opportunities without making a pre-emptive offer to existing shareholders. If there should be a decision to issue new shares after the general mandate is obtained, the Company will make the needful announcements in respect thereof.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(PURSUANT TO PARAGRAPH 8.27(2) OF THE LISTING REQUIREMENTS)

As at the date of this Notice, no individual is standing for election as Director at the forthcoming 2nd AGM of the Company.