

NOTICE IS HEREBY GIVEN THAT the Twentieth Annual General Meeting (“20th AGM” or “Meeting”) of XOX Networks Berhad (“XOX Networks” or the “Company”) will be held at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on Thursday, 11 June 2026 at 10.00 a.m. or at any adjournment thereof to transact the following business:

AGENDA

1. To receive the Audited Financial Statements for the financial period ended 31 December 2025, together with the Reports of the Directors and Auditors thereon. Please refer to Explanatory Note 1
2. To approve the payment of Directors’ fees and other benefits payable of up to RM550,000 to be divided amongst the Directors in such manner as the Directors may determine for the period commencing from 11 June 2026 until the conclusion of the next annual general meeting of the Company. (Ordinary Resolution 1)
3. To re-elect the following Directors who retire by rotation in accordance with Clause 107 of the Company’s Constitution and who being eligible, have offered themselves for re-election:
 - (a) Mr. Andy Liew Hock Sim; and
 - (b) Ms. Woon Sing Jiunn. (Ordinary Resolution 2)
(Ordinary Resolution 3)
4. To re-appoint Messrs UHY Malaysia PLT as External Auditors of the Company until the conclusion of the next annual general meeting and to authorise the Directors to fix their remuneration. (Ordinary Resolution 4)

AS SPECIAL BUSINESS

To consider and, if thought fit, pass with or without any modifications, the following resolutions:

5. **Proposed Retention of Mr. Lionel Vernon Yong Nguon Kee as Independent Non-Executive Director** (Ordinary Resolution 5)
 “THAT Mr. Lionel Vernon Yong Nguon Kee, who has served the Board as an Independent Non-Executive Director for a cumulative term of more than nine (9) years, be retained as an Independent Non-Executive Director of the Company and to hold office until the conclusion of the next Annual General Meeting of the Company.”
6. **Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016** (Ordinary Resolution 6)
 “THAT pursuant to Sections 75 and 76 of the Companies Act 2016, and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors of the Company be and are hereby empowered to allot and issue shares in the Company from time to time at such price, upon such terms and conditions, for such purposes and to such person or persons whomsoever as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this Resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) for the time being and that the Directors be and are also empowered to obtain approval from Bursa Malaysia Securities Berhad (“Bursa Securities”) for the listing of and quotation for the additional shares so issued and that such authority shall continue in force until the conclusion of the next annual general meeting of the Company after the approval was given or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is earlier unless revoked or varied by an ordinary resolution of the Company at a general meeting (“Mandate”);

7. **Proposed New Shareholders’ Mandate and Renewal of Existing Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature (“Proposed Shareholders’ Mandate”)** (Ordinary Resolution 7)
 “THAT, subject to the provisions of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and/or any other applicable laws, regulations and guidelines, approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.4 of the Circular to Shareholders in relation to the Proposed Shareholders’ Mandate dated 30 April 2026 provided that such transactions are in the ordinary course of business which are necessary for the day-to-day operations, made on an arm’s length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company;

- “THAT such authority shall commence immediately upon the passing of this resolution and shall continue to be in force until:
- (a) the conclusion of the next annual general meeting of the Company following the general meeting at which this ordinary resolution for the Proposed Shareholders’ Mandate was passed, at which time it will lapse, unless the authority is renewed by an ordinary resolution passed at the next annual general meeting;
 - (b) the expiration of the period within which the next annual general meeting of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
 - (c) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting of the Company,
- whichever is the earlier;
- AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things and take all such steps and to execute all such transactions, deeds, agreements, arrangements and/or undertakings as the Directors in their discretion deem fit, necessary, expedient and/or appropriate in the best interest of the Company in order to implement, finalise and give full effect to the Proposed Shareholders’ Mandate and such transactions as authorised by this ordinary resolution with full powers to assent to any modifications, variations and/or amendments thereto.”
8. To transact any other business for which due notice shall have been given in accordance with the Companies Act 2016 and/or the Constitution of the Company.

BY ORDER OF THE BOARD

CHONG VOON WAH
(SSM PC No. 202008001343) (MAICSA 7055003)
THAI KIAN YAU
(SSM PC No. 202008001515) (MIA 36921)
Company Secretaries

Kuala Lumpur
30 April 2026

Notes:

1. A member of the Company entitled to attend and vote is entitled to appoint a maximum of two (2) proxies to attend, participate (including pose questions to the Board of the Company) and vote in his/her/its stead. Where a member appoints two (2) proxies to attend, participate and vote at the 20th AGM, he/she/it shall specify the proportions of his/her/its shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
2. For the purpose of determining a member who shall be entitled to attend the 20th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 3 June 2026. Only a depositor whose name appears on the Record of Depositors as at 3 June 2026 shall be entitled to attend, participate and vote at the 20th AGM or appoint a proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote on his/her/its behalf.
3. A proxy may, but need not be, a member of the Company.
4. 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, shall be deposited at the share registrar office of the Company, ShareWorks Sdn. Bhd. at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time for holding the 20th AGM or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking of the poll, and in default the instrument of proxy shall not be treated as valid. The instrument appointing a proxy transmitted by facsimile or electronic mail will not be accepted.
5. Where a member is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, 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.
6. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds which is credited with the shares of the Company. The appointment of two (2) proxies in respect of a particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
7. The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing or, if the member is a corporation, either under its common seal or under the hand of two (2) authorised officers, one of whom shall be a director, or of its attorney duly authorised in writing.
8. Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Securities, all the resolutions set out in this Notice will be put to vote by way of poll.

EXPLANATORY NOTES

1. **Audited Financial Statements for the Financial Period Ended 31 December 2025**
 The Agenda No. 1 is meant for discussion only, as Section 340(1)(a) of the Companies Act 2016 provides that the audited financial statements are to be laid in the general meeting and do not require a formal approval of the shareholders. Hence, this Agenda item is not put forward for voting.
2. **Ordinary Resolution 1: Proposed Payment of Directors’ Fees and Other Benefits Payable**
 Pursuant to Section 230(1) of the Act, the fees of the directors and any benefits payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the Board agreed that the shareholders’ approval shall be sought at the 20th AGM.
 The Directors’ fees and other benefits payable are calculated based on the number of scheduled Board and Board Committee Meetings to be held for the period commencing from 11 June 2026 until the conclusion of the next Annual General Meeting of the Company and assuming that all Directors will hold office until the end of the subject financial year.
 This resolution is to facilitate payment of Directors’ fees and allowances on a monthly basis and/or as and when required. In the event the Directors’ fees and allowances proposed are insufficient (e.g. due to more meetings), approval will be sought at the next Annual General Meeting for additional fees to meet the shortfall.
3. **Ordinary Resolutions 2 and 3: Re-election of Directors**
 The following Directors are standing for re-election as Directors of the Company pursuant to Clause 107 of the Company’s Constitution at the 20th AGM of the Company and are being eligible have offered themselves for re-election in accordance with the Company’s Constitution:
 - (i) Mr. Andy Liew Hock Sim; and
 - (ii) Ms. Woon Sing Jiunn.
 (collectively referred to as “Retiring Directors”)
 For the purpose of determining the eligibility of the Retiring Directors to stand for re-election at the 20th AGM, the Board, through its Nomination and Remuneration Committee (“NRC”), had assessed the Retiring Directors and considered the following:
 - (i) The Directors’ performance and contribution;
 - (ii) The Directors’ skills, experience and strengths in qualities; and
 - (iii) The Directors’ ability to act in the best interest of the Company in decision-making.
 Upon deliberation, the Board (except for the Retiring Directors who had abstained from deliberations and decisions on their own eligibility to stand for re-election at the relevant Board and NRC meetings) collectively agreed that the Retiring Directors meet the criteria of character, experience, integrity, competence and time commitment to effectively discharge their respective roles as Directors of the Company and recommended the Retiring Directors be re-elected as Directors of the Company. Further, the NRC has considered and affirmed, and the Board has endorsed that the Retiring Directors comply with the independence criteria as prescribed in the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Listing Requirements”) and remain independent in exercising their judgment and in carrying out their duties as Independent Non-Executive Directors.
4. **Ordinary Resolution 4: Re-appointment of External Auditors**
 The Audit and Risk Management Committee (“ARMC”) has assessed the objectivity, suitability and independence of the External Auditors and recommended the re-appointment of Messrs. UHY Malaysia PLT as External Auditors of the Company for the financial year ending 31 December 2026.

The Board has, in turn, reviewed the recommendation of the ARMC and recommended the same for the shareholders’ approval at the 20th AGM of the Company.

5. **Ordinary Resolution 5: Proposed Retention of Independent Non-Executive Director**
 The proposed Ordinary Resolution 5, if passed, will allow Mr. Lionel Vernon Yong Nguon Kee (“Mr. Lionel”) to be retained and continue to act as an Independent Non-Executive Director of the Company.
 The Board, through the NRC, has determined that Mr. Lionel’s vast and diverse range of experiences has brought the right mix of skills to the Board. As Director, he continues to bring independent and objective judgements to Board deliberations and the decision-making process as a whole. The Board, therefore, endorsed the NRC’s recommendation for him to be retained as an Independent Director.
 The NRC and the Board also have undertaken relevant assessments and recommended Mr. Lionel to continue as Independent Non-Executive Director based on the following justifications:
 - (i) he fulfills the criteria under the definition of Independent Director as stated in the Listing Requirements and, therefore, is able to bring independent and objective judgment to the Board as a whole;
 - (ii) his experience in the relevant industries has enabled him to provide the Board and Board Committees, as the case may be, with pertinent expertise, skills, contributions and competence;
 - (iii) he has been with the Company for a certain period and therefore understands the Company’s business operations, which enables him to contribute actively and effectively during deliberations or discussions at Board and Board Committee meetings;
 - (iv) he continues to be scrupulously independent in his thinking and his effectiveness as a constructive challenger of the Executive Director and Management; and
 - (v) he has not entered into any related party transactions with the Group.
 As recommended by the Malaysian Code of Corporate Governance, the Board recommended that Mr. Lionel, who has served as Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to act as Independent Non-Executive Director of the Company, subject to the shareholders’ approval through a two-tier voting process at the 20th AGM of the Company.
6. **Ordinary Resolution 6: Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016**
 Ordinary Resolution 6 is proposed pursuant to Sections 75 and 76 of the Companies Act 2016 for the purpose of obtaining a renewed general mandate (“Renewed General Mandate”), which if passed, will empower the Directors of the Company to allot and issue new ordinary shares in the Company at any time provided that the aggregate number of shares issued pursuant to the Renewed General Mandate does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares, if any) of the Company for the time being for such purposes as the Directors deem fit and in the best interest of the Company. This would avoid any delay and cost involved in convening a general meeting to approve such an issue of shares. This Renewed General Mandate will, unless revoked or varied by the Company at a general meeting, expire at the conclusion of the next annual general meeting after the approval was given or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is the earlier. This Renewed General Mandate, if granted, will provide flexibility to the Company for any possible fundraising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisition(s).
 Pursuant to Section 85(1) of the Companies Act 2016, read together with Clause 59 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:
Section 85(1) of the Companies Act 2016 states:
Subject to the constitution, where a company issues shares which rank equally 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.
Clause 59 of the Company’s Constitution provides as follows:
Subject to any direction to the contrary that may be given by the Company in general meeting, all new shares or other convertible Securities shall, before issue be offered to such persons as at the date of the offer are 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 notice specifying the number of shares or 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 securities offered, the Board may dispose of those shares or securities in such manner as it think most beneficial to the Company. The Board may likewise also dispose of any new shares or securities which (by reason of the ratio which the new shares or securities bear to shares or securities held by persons entitled to an offer of new shares or securities) cannot, in the opinion of the Board, be conveniently offered under this Constitution and the Rules.
 In order for the Board to issue any new shares free of pre-emptive rights, such pre-emptive rights must be waived. The proposed Ordinary Resolution 6, if passed, will exclude your pre-emptive rights over all new shares in the Company to be issued under the Renewed General Mandate.
 As at the date of this Notice, no new ordinary shares in the Company were issued pursuant to the general mandate granted to the Directors at the Nineteenth Annual General Meeting of the Company held on 27 November 2024, and it will lapse at the conclusion of the 20th AGM of the Company.
7. **Ordinary Resolution 7: Proposed New Shareholders’ Mandate and Renewal of Existing Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**
 The proposed Ordinary Resolution 7, if passed, will enable the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Company and/or its subsidiaries, subject to the transactions being carried out in the ordinary course of business of the Company and/or its subsidiaries and on normal commercial terms which are generally available to the public and not detrimental to the minority shareholders of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the next annual general meeting of the Company. For more information, please refer to the Company’s Circular to Shareholders dated 30 April 2026.

ADMINISTRATIVE GUIDE

FOR THE TWENTIETH ANNUAL GENERAL MEETING (“20TH AGM” OR “MEETING”)

Date & Time : Thursday, 11 June 2026 at 10.00 a.m.

Meeting Venue : Lot 4.1, 4th Floor, Menara Lien Hoe
No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort
47410 Petaling Jaya, Selangor

Registration for the 20th AGM

1. Registration counter will open at 9.00 a.m. on the day of the 20th AGM up to the time of the commencement of the 20th AGM at 10.00 a.m.
2. Please produce your ORIGINAL Identity Card (“IC”) or Passport (for foreign shareholder) during registration for verification. Only the original IC or Passport is valid for registration.
3. Upon verification, you are required to sign the Attendance List and will be given a wristband for entry to the meeting venue. There will be no replacement of wristband in the event if you lose or misplace the wristband.
4. Please note that you are not allowed to register on behalf of another shareholder/proxy, even with the original IC or Passport of that other shareholder/proxy. Please make sure you collect your IC or Passport after the registration.

Other Information for the Attendance at the Meeting Venue

5. All attendees at the meeting venue must be fully vaccinated or medically fit to attend without any transmissible health condition. Although the wearing of a face mask in an enclosed area is now optional, you are encouraged to wear your face mask throughout the meeting session.
6. In the event that you are unwell or display symptoms of illness, the Company also reserve the right to reject entrance of any attendee who does not meet the foregoing health standard operating procedures.
7. Parking bays are available at Menara Lien Hoe. Kindly use Touch’n Go (with a minimum RM20.00 card balance), debit or credit card to enter the parking bay as it is a cashless payment system.
8. All attendees are required to register with the security personnel at the lobby of the building before they can gain access to the 4th Floor for the 20th AGM.

General Meeting Records of Depositors

9. For the purpose of determining members’ eligibility to attend this meeting, only members whose names appear in the Record of Depositors of the Company as at **3 June 2026** shall be entitled to attend this meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.

Appointment of Proxy

10. If a member is unable to attend the 20th AGM, he/she/it is encouraged to appoint the Chairman of the 20th AGM as his/her/its Proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.
11. If you wish to participate in the 20th AGM yourself, please do not submit any Form of Proxy for the 20th AGM. You will not be allowed to participate in the 20th AGM together with the proxy appointed by you.
12. 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.

ADMINISTRATIVE
GUIDE

(cont'd)

Appointment of Proxy (Cont'd)

13. 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.
14. The instrument appointing a proxy shall be in writing under the hand of the appointer or 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.
15. 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, shall be deposited at the share registrar office of the Company, ShareWorks Sdn. Bhd. at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time for holding the 20th AGM or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking of the poll, and in default the instrument of proxy shall not be treated as valid. The instrument appointing a proxy transmitted by facsimile or electronic mail will not be accepted.
16. If a member has submitted his/her Form of Proxy prior to the 20th AGM and subsequently decides to personally participate in the 20th AGM, the individual member must contact the Company's Share Registrar or the Company, whose contact details are set out in No. 20 below, to revoke the appointment of his/her proxy no later than 10 June 2026 at 10.00 a.m.

Poll Voting

17. The voting at the 20th AGM will be conducted by way of poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed ShareWorks Sdn. Bhd. as the Poll Administrator to conduct the poll by way of electronic voting and SharePolls Sdn. Bhd. as the Scrutineers to verify the poll results. Upon completion of the voting session for the 20th AGM, the Scrutineers will verify and announce the poll results, followed by the Chairman's declaration of whether the resolutions are duly passed.

No Recording or Photography

18. Strictly **NO recording or photography** of the proceedings of the 20th AGM is allowed.

No Gifts, E-Vouchers or Food Vouchers

19. There will be no distribution of gifts, e-vouchers or food vouchers to the Members or Proxy(ies)/Corporate Representative(s) who participate in the 20th AGM.

Enquiry

20. If you have any enquiries prior to the meeting, please contact the following officers during office hours [from 9.00 a.m. to 5.30 p.m. (Monday to Friday)]:

**For Registration, logging in and system related:
InsHub Sdn. Bhd.**

Name : Ms. Eris/Mr. Calvin
Telephone No. : +603-7688 1013
Email : vgm@mlabs.com

**For Form of Proxy:
ShareWorks Sdn. Bhd.**

Name : Mr. Wai Kien/Mr. Kou
Telephone No. : +603-6201 1120
Email : ir@shareworks.com.my



XOX NETWORKS BERHAD
Registration No. 200501002315 (679361-D)
(Incorporated in Malaysia)

FORM OF PROXY

CDS Account Number
No. of ordinary shares held

I/We, _____ NRIC/Passport/Company Registration No. _____
(Full name in block)

of _____
(Address)

contact no. _____ email address _____ being a member/members of
XOX Networks Berhad, hereby appoint:

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address:			
Contact No:			
Email Address:			

and / or* (*delete as appropriate)

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address:			
Contact No:			
Email Address:			

or failing him, the Chairman of the meeting as my/our proxy to attend and to vote for me/us on my/our behalf at the Twentieth Annual General Meeting ("20th AGM") of the Company to be held at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan on Thursday, 11 June 2026 at 10.00 a.m. or at any adjournment thereof, and to vote as indicated below:

No.	Agenda	Resolution	For	Against
1.	To approve the payment of Directors' fees and other benefits payable to the Directors for the period commencing from 11 June 2026 until the next annual general meeting of the Company.	Ordinary Resolution 1		
2.	To re-elect Mr. Andy Liew Hock Sim as Director.	Ordinary Resolution 2		
3.	To re-elect Ms. Woon Sing Jiunn as Director.	Ordinary Resolution 3		
4.	To re-appoint Messrs UHY Malaysia PLT as External Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.	Ordinary Resolution 4		
5.	To retain Mr. Lionel Vernon Yong Nguon Kee as Independent Non-Executive Director.	Ordinary Resolution 5		
6.	To approve the authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016.	Ordinary Resolution 6		
7.	To approve the proposed new shareholders' mandate and renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature.	Ordinary Resolution 7		

(Please indicate with a "X" in the space provided on how you wish your vote to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion)

Dated this _____

Signature*
Member
(* if shareholder is a corporation, this form should be executed under seal)



Notes:

1. A member of the Company entitled to attend and vote is entitled to appoint a maximum of two (2) proxies to attend, participate (including pose questions to the Board of the Company) and vote in his/her/its stead. Where a member appoints two (2) proxies to attend, participate and vote at the 20th AGM, he/she/it shall specify the proportions of his/her/its shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
2. For the purpose of determining a member who shall be entitled to attend the 20th AGM, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to issue a General Meeting Record of Depositors as at 3 June 2026. Only a depositor whose name appears on the Record of Depositors as at 3 June 2026 shall be entitled to attend, participate and vote at the 20th AGM or appoint a proxy(ies)/corporate representative(s)/attorney(s) to attend, participate and vote on his/her/its behalf.
3. A proxy may, but need not be, a member of the Company.
4. 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, shall be deposited at the share registrar office of the Company, ShareWorks Sdn. Bhd. at No. 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time for holding the 20th AGM or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than twenty-four (24) hours before the time appointed for taking of the poll, and in default the instrument of proxy shall not be treated as valid. The instrument appointing a proxy transmitted by facsimile or electronic mail will not be accepted.
5. Where a member is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, 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.
6. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds which is credited with the shares of the Company. The appointment of two (2) proxies in respect of a particular securities account shall be invalid unless the authorised nominee specifies the proportion of its shareholding to be represented by each proxy.
7. The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing or, if the member is a corporation, either under its common seal or under the hand of two (2) authorised officers, one of whom shall be a director, or of its attorney duly authorised in writing.
8. Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirements of Bursa Securities, all the resolutions set out in this Notice will be put to vote by way of poll.

1st Fold Here

AFFIX
STAMP

**SHARE REGISTRAR OF
XOX NETWORKS BERHAD**
Registration No. 200501002315 (679361-D)

ShareWorks Sdn. Bhd.
Registration No. 199101019611 (229948-U)
No. 2-1, Jalan Sri Hartamas 8
Sri Hartamas, 50480 Kuala Lumpur
Wilayah Persekutuan Kuala Lumpur
Malaysia

2nd Fold Here

Fold This Flap For Sealing