



CN ASIA CORPORATION BHD
(Registration No.: 199601027090 (399442-A))

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting ("EGM") of CN Asia Corporation Bhd ("CN Asia" or the "Company") will be held at **Ground Floor Office Building, Lot 7907, Batu 11, Jalan Balakong, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia** on **Tuesday, 7 July 2020** immediately after the Twenty-Fourth (24th) Annual General Meeting of which scheduled to be held at 10.00 a.m. on the same morning or 11.00 a.m., whichever is earlier or any adjournment thereof for the purpose of considering and, if thought fit, passing the following resolution:

ORDINARY RESOLUTION

PROPOSED ACQUISITION BY CHIP NGAI ENGINEERING WORKS SDN BHD (REGISTRATION NO.: 197001000934 (10217-A)) ("CNEW"), A WHOLLY-OWNED SUBSIDIARY OF CN ASIA, OF A PARCEL OF VACANT LAND HELD UNDER H.S.(M) 23504, LOT 5856, LOCALITY OF SUNGAI LABU, MUKIM OF TANJUNG DUA BELAS, DISTRICT OF KUALA LANGAT, STATE OF SELANGOR DARUL EHSAN FROM TWINSTAR ACRES SDN BHD (REGISTRATION NO. 201701027868 (1242034-D)) ("TASB"), A COMPANY WHOLLY OWNED BY A RELATED PARTY FOR A CASH CONSIDERATION OF RM4.00 MILLION ("PROPOSED ACQUISITION")

"THAT subject to fulfilment of the conditions precedent and approvals of relevant authorities being obtained or waived, approval be given for CNEW to acquire a parcel of vacant land measuring approximately 11,407 sqm (122,784 sq ft) held under H.S.(M) 23504, Lot 5856, Locality of Sungai Labu, Mukim of Tanjung Dua Belas, District of Kuala Langat, State of Selangor Darul Ehsan from TASB for a cash consideration of RM4,000,000, subject to the terms and conditions as contained in the Sale and Purchase Agreement dated 20 January 2020 between CNEW and TASB and such other ancillary agreements, instruments and documents, whatsoever that have been or will be entered into by the relevant parties in connection with the Proposed Acquisition.

THAT the Directors of the Company be authorised to do all acts, deeds and things and to take all such decisions as the Directors of the Company shall from time to time in their absolute discretion deem fit, expedient or advisable in order to implement, finalise and give full effect to the above proposal in the best interest of the Company and its subsidiary, and to enter into, execute, sign and deliver for and on behalf of the Company all such documents, agreements, arrangements, undertakings, indemnities, transfers, extensions, assignments, confirmations, guarantees, instruments or deeds as may be necessary including without limitation with full powers to assent and/or give effect to any terms, conditions, variations, amendments, additions and/or modifications or as a consequence of any requirements or as may be deemed necessary and/or expedient.

THAT authority be given for the Common Seal of the Company to be affixed to any documents, agreements and deeds to be entered by the Company in connection with the Proposed Acquisition, if so required, in accordance with the Constitution of the Company.

AND THAT all previous actions that were taken by the Directors of the Company for the purpose of or in connection with the Proposed Acquisition be adopted, approved and ratified."

BY ORDER OF THE BOARD

LIM PAIK GOOT (SSM PC No. 202008001525) (MIA 13304)
WONG CHOOI FUN (SSM PC No. 201908002976) (MAICSA 7027549)
GOH CHOOI WOAN (SSM PC No. 201908000145) (MAICSA 7056110)
Company Secretaries

Selangor Darul Ehsan
23 April 2020

Notes:

Members entitled to attend

1. *Only depositors whose names appear in the record of depositors as at **30 June 2020** shall be regarded as Members and entitled to attend, speak and vote at the meeting or appoint proxy or proxies to attend and/or vote in his stead.*

Appointment of Proxy

2. *A Member entitled to attend and vote at the meeting is entitled to appoint up to two (2) proxies to attend, participate, speak and vote at the same meeting instead of him and that a proxy may but need not be a member of the Company and there shall be no restriction as to the qualification of the proxy.*
3. *Where a Member appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall not be valid unless he specifies the proportions of his holdings to be represented by each proxy.*
4. *A Member who is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("SICDA") 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.*

Where a Member 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. An Exempt Authorised Nominee refers to an authorised nominee as defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.

5. *The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. Any alteration to the proxy form must be initialled.*
6. *The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarial certified copy of such power or authority, shall be deposited at the office of the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd. (Registration No. 197101000970 (11324-H)), at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its Customer Service Counter, Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote or, in the case of a poll, not less than twenty-four (24) hours before the time for the taking of the poll, and in default the instrument of proxy shall not be treated as valid.*
7. *By submitting the duly executed proxy form, a member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purposes of this meeting and any adjournment thereof.*

Voting by Poll

8. *The resolution as set out in this notice of the general meeting is to be voted by poll.*

Registration of Members/Proxies.

9. *Registration of members/proxies attending the meeting will commence thirty (30) minutes before meeting time. Members/proxies are required to produce identification documents for registration.*