

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of Chin Hin Group Berhad (“Chin Hin” or “Company”) will be held at Chin Hin Culture Centre, No. F-0-1 and F-0-2, Pusat Perdagangan Kuchai, No. 2, Jalan 1/127, Off Jalan Kuchai Lama, 58200 Kuala Lumpur on Wednesday, 15 July 2020 at 10.30 a.m. or immediately after the conclusion of the Company’s Annual General Meeting, whichever is later or at any adjournment thereof, for the purpose of transacting the following resolutions:

(In view of the constant evolving COVID-19 situation in Malaysia, we may be required to change the arrangements of our EGM at short notice. Kindly visit Bursa Malaysia Securities Berhad’s (“Bursa Securities”) and Company’s website at www.chinhingroup.com for the latest updates on the status of the said meeting.)

ORDINARY RESOLUTION 1

PROPOSED DISPOSAL OF THE ENTIRE EQUITY INTEREST IN ACE LOGISTIC SDN BHD (“ACE LOGISTIC”) BY METEX STEEL SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF CHIN HIN, TO PP CHIN HIN REALTY SDN BHD FOR A CASH CONSIDERATION OF RM20,800,000 (“PROPOSED DISPOSAL OF ACE LOGISTIC”)

“**THAT** subject to the approvals of all relevant parties and/or authorities being obtained (where required), approval be and is hereby given to Metex Steel Sdn Bhd (“**Metex Steel**”) to dispose 11,000,000 ordinary shares, representing the entire equity interest of Ace Logistic to PP Chin Hin Realty Sdn Bhd (“**PP CH Realty**”) for a cash consideration of RM20,800,000, subject to and upon such terms and conditions as set out in the conditional share sale agreement dated 8 November 2019 entered into between Metex Steel and PP CH Realty for the Proposed Disposal of Ace Logistic;

AND THAT approval be and is hereby given to Metex Steel to continue with the lease agreement dated 21 January 2015 and tenancy agreement dated 2 January 2017, entered into with Ace Logistic, and to enter into supplemental agreements with Ace Logistic as disclosed in Section 2.1.5 of the Circular to Shareholders dated 29 May 2020;

AND THAT the Directors of the Company be and are authorised to do all acts, deeds and things and execute all documents as they may deem fit or expedient in order to carry out, finalise and give effect to the Proposed Disposal of Ace Logistic with full powers to assent to any conditions, modifications, variations and/or amendments as may be required or permitted by any relevant authorities and to take all steps as they may consider necessary or expedient in the best interest of the Company in order to implement, finalise and give full effect to the Proposed Disposal of Ace Logistic.”

ORDINARY RESOLUTION 2

PROPOSED DISPOSAL OF 11 UNITS OF SHOP OFFICES TOGETHER WITH 89 UNITS OF CAR PARKS LOCATED AT KUALA LUMPUR, 1 UNIT OF FACTORY LOCATED AT SHAH ALAM, SELANGOR AND 23 UNITS OF SHOP OFFICES LOCATED AT ALOR SETAR, KEDAH, BY PP CHIN HIN SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF CHIN HIN, TO MIDAS SIGNATURE SDN BHD, FOR A TOTAL CASH CONSIDERATION OF RM55,650,000 (“PROPOSED DISPOSAL OF PROPERTIES”)

“**THAT** subject to the passing of Ordinary Resolution 3 and approvals of all relevant parties and/or authorities being obtained (where required), approval be and is hereby given to PP Chin Hin Sdn Bhd (“**PP Chin Hin**”) to dispose to Midas Signature Sdn Bhd (“**Midas**”) all the properties as set out in Appendix IV of the Circular to Shareholders dated 29 May 2020 for a total cash consideration of RM55,650,000, subject to and upon such terms and conditions as set out in the conditional sale and purchase agreements, all dated 8 November 2019 entered into between PP Chin Hin and Midas for the Proposed Disposal of Properties;

AND THAT the Directors of the Company be and are authorised to do all acts, deeds and things and execute all documents as they may deem fit or expedient in order to carry out, finalise and give effect to the Proposed Disposal of Properties with full powers to assent to any conditions, modifications, variations and/or amendments as may be required or permitted by any relevant authorities and to take all steps as they may consider necessary or expedient in the best interest of the Company in order to implement, finalise and give full effect to the Proposed Disposal of Properties”.

ORDINARY RESOLUTION 3

PROPOSED TENANCY OF PROPERTIES BY PP CHIN HIN FROM MIDAS (“PROPOSED TENANCY”)

“**THAT** subject to the passing of Ordinary Resolution 2 and approvals of all relevant parties and/or authorities being obtained (where required), approval be and is hereby given to PP Chin Hin:

- (1) to enter into the respective tenancy agreements with Midas for the tenancies of the following properties:
 - (a) First and second floors of 4 units of 3-storey shop offices, bearing the postal address No. 71, 72, 73 and 74, Kompleks Perniagaan Sultan Abdul Hamid, 05050 Alor Setar, Kedah at a monthly rental of RM8,000;
 - (b) Ground, first and second floors of 3 units of 3-storey semi-detached standard factories, bearing the postal address No. 401, 400 and 399, Taman Bandar Baru Mergong, 05150 Alor Setar, Kedah at a monthly rental of RM36,000;
 - (c) First and second floors of 5 units of 3-storey stratified shop offices, bearing the postal address A-1-07, A-1-08, A-1-09, A-1-10 and A-1-12, Pusat Perdagangan Kuchai, No. 2, Jalan 1/127, Off Jalan Kuchai Lama, 58200 Kuala Lumpur at a monthly rental of RM9,480; and
 - (d) 89 units of car parks as represented by Units A-01 and A-07, Parking Lot No. G11 to G59, G62, G65, G66, G67, G68, G69, G70, G71, G86, G87, G88, G89, G97 to G105, G132 to G136, G169, G170, G171, G172, G173, G175, G176, G177, G178, G179, G180, G181, G182 & G183, all located at Pusat Perdagangan Kuchai, No. 2, Jalan 1/127, Off Jalan Kuchai Lama, 58200 Kuala Lumpur at a monthly rental of RM13,350,

subject to the terms and conditions to be set out in the tenancy agreements to be entered into between PP Chin Hin and Midas after the completion of the Proposed Disposal of Properties, the proposed salient terms of which are as set out in Appendix II of the Circular to Shareholders dated 29 May 2020;

- (2) to enter into 7 respective deed of assignment for the assignment of all rights, interest and benefits of PP Chin Hin under the existing tenancy agreements between PP Chin Hin and its related companies namely Chin Hin Group Berhad, Metex Steel, Chin Hin Concrete (KL) Sdn Bhd and Starken AAC Sdn Bhd, in favour of Midas for the following properties:
 - (a) Units A-1-01, A-2-01, A-2-07, A-2-08, A-2-09, A-2-10, A-1-4, A-2-4 and F-1-07 of the shop offices, bearing the postal address Pusat Perdagangan Kuchai, No. 2, Jalan 1/127, Off Jalan Kuchai Lama, 58200 Kuala Lumpur at monthly rental of RM20,140;

AND THAT the Directors of the Company be and are authorised to do all acts, deeds and things and execute all documents as they may deem fit or expedient in order to carry out, finalise and give effect to the Proposed Tenancy with full powers to assent to any conditions, modifications, variations and/or amendments as may be required or permitted by any relevant authorities and to take all steps as they may consider necessary or expedient in the best interest of the Company in order to implement, finalise and give full effect to the Proposed Tenancy”.

**BY ORDER OF THE BOARD OF
CHIN HIN GROUP BERHAD**

TAN TONG LANG (MAICSA 7045482 / SSM PC No. 201908002253)

THIEN LEE MEE (LS0009760 / SSM PC No. 201908002254)

Company Secretaries

Kuala Lumpur

29 May 2020

Notes:

1. A member entitled to attend and vote at the general meeting may appoint up to 2 proxies to attend and vote in his stead. A proxy may but need not be a member of the Company.
2. The Form of Proxy must be signed by the appointor or his attorney duly authorised in writing or in the case of a corporation, be executed under its common seal or under the hand of its officer, attorney or other person duly authorised in writing.
3. Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
4. Where a member of the Company is an exempt authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provision of subsection 25A(1) of the Central Depositories Act 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.
5. The Form of Proxy or other instruments of appointment must be deposited at the office of the Company’s Share Registrar at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument, proposes to vote or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll.
6. For the purpose of determining a member who shall be entitled to attend the meeting, only a member whose name appear in the Record of Depositors as at 8 July 2020 will be entitled to attend, speak and vote at the said meeting or appoint proxies to attend, speak and vote on his stead.
7. Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Securities, the resolutions set out above will be put to vote by way of poll.

COVID-19 Outbreak Measure Notes

The health and safety of our members and staff who will attend the EGM are the top priority of the Company. Hence, the following precautionary measures will be taken for the conduct of the EGM:

- (a) Members or proxies are encouraged to abide by the most current regulations in place and enforced by the Ministry of Health and Government of Malaysia at the time deciding on whether or not to attend the EGM in person.
- (b) Members are encouraged to appoint the Chairman of the Meeting (or any other person) to act as proxy to attend and vote at the EGM on their behalf by submitting the proxy form with predetermined voting instruction.
- (c) Members or proxies who are feeling unwell or have been placed on quarantine orders or stay-at-home notices, you are advised to refrain from attending the EGM in person.
- (d) Members or proxies who had been in physical contact with a person infected with COVID-19 are advised to refrain from attending the EGM in person.
- (e) In the interest of the public health including the well-being of our members, members must cooperate with the precautionary measures put in place by the Company should members (or your proxies) wish to attend the EGM in person.
- (f) Members/proxies must sanitise their hands and are strongly advised to wear a face mask if they are attending the EGM in person.
- (g) Members or proxies are advised to observe/maintain social distancing throughout the EGM.
- (h) NO door gift will be provided to the Members or proxies.
- (i) NO refreshment will be served at the Meeting venue.