



Hwa Tai Industries Berhad
华大工业有限公司

Company No.: 19688-V (New Reg. No.: 197401002656)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Forty-Fifth Annual General Meeting of the Company will be held at * The Katerina Hotel, Sapphire Ballroom, Level 1, No. 8 Jalan Zabedah, 83000 Batu Pahat, Johor Darul Takzim, Malaysia on Wednesday, 19 August 2020 at 11.30 a.m.

*Note: * As the COVID-19 outbreak is an ever evolving situation, the venue, date and mode of the Meeting may be changed according to the circumstances then and any such changes will be publicly announced through Bursa Malaysia Securities Berhad.*

AGENDA	RESOLUTION NO.
1. To present the Audited Financial Statements for the financial year ended 31 December 2019 together with the Directors' and Auditors' Reports thereon.	-
2. To approve payment of Directors' fee of RM90,000.00 for the financial year ended 31 December 2019.	Ordinary Resolution 1
3. To approve an amount of RM10,000.00 per month as allowance to the Non-Executive Chairman from the Forty-Fifth Annual General Meeting to the next Annual General Meeting of the Company.	Ordinary Resolution 2
4. To re-elect the following Directors who retire in accordance with the Company's Constitution:-	
4.1 Mr. Soo Thien Ming @ Soo Thien See	Ordinary Resolution 3
4.2 Mr. Yee Fook Loong	Ordinary Resolution 4
5. To appoint Messrs. Baker Tilly Monteiro Heng PLT as Auditors of the Company for the financial year ending 31 December 2020 and to authorise the Directors to fix their remuneration.	Ordinary Resolution 5
6. To transact any other business appropriate to an Annual General Meeting, for which due notice shall have been given in accordance with the Company's Constitution and/or the Companies Act, 2016.	-

7. As SPECIAL BUSINESS, to consider and, if thought fit, pass the following resolution:-

**ORDINARY RESOLUTION - AUTHORITY TO ALLOT AND
ISSUE SHARES IN GENERAL PURSUANT TO SECTIONS 75
AND 76 OF THE COMPANIES ACT, 2016**

**Ordinary
Resolution 6**

“That, subject to the Companies Act, 2016 and approvals from the relevant governmental or regulatory authorities, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act, 2016 to allot and issue shares in the Company from time to time upon such terms and conditions and for such purposes as the Directors may in their discretion deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed 20% of the issued shares (excluding treasury shares) of the Company for the time being and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.”

By Order of the Board

JESSICA CHIN TENG LI (MAICSA 7003181) (SSM PC No.: 202008002790)
Company Secretary

Johor Darul Takzim, Malaysia
26 June 2020

NOTES:

Entitlement to Attend and Proxy

A member entitled to attend and vote at the Meeting is entitled to appoint at least 1 proxy to attend and vote instead of him/her. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least 1 proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. A proxy need not be a member of the Company. The instrument appointing a proxy must be deposited at the Registered Office of the Company at No. 12, Jalan Jorak, Kawasan Perindustrian Tongkang Pecah, 83010 Batu Pahat, Johor Darul Takzim, Malaysia, not less than 48 hours before the time appointed for holding the Meeting.

For the purpose of determining a member who shall be entitled to attend the Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 57(B) of the Company’s Constitution and Section 34(1) of the Securities Industry (Central Depositories) Act 1991, to issue a Record of Depositors as at 12 August 2020. Only a depositor whose name appears on the Record of Depositors as at 12 August 2020 shall be entitled to attend the Meeting or appoint proxies to attend and vote on his/her behalf.

Pre-Registration to Attend

1. Members are required to register ahead of the Meeting to allow the Company to make the necessary arrangements in relation to the Meeting i.e. infrastructure, logistics and meeting venue(s) to accommodate the Meeting participants.
2. Please do read and follow the following procedures to pre-register your physical attendance at the Meeting via the TIIH Online website at <https://tiih.online> :
 - Login in to TIIH Online website with your user name (i.e. e-mail address) and password under the “e-Services”. If you have not registered as a user of TIIH Online, please refer to the tutorial guide posted on the homepage for assistance to sign up.
 - Select the corporate event: “(REGISTRATION) HWATAI 45th AGM”.
 - Read and agree to the Terms & Conditions and confirm the Declaration.
 - Select “Register for Physical Attendance at Meeting Venue”.
 - Review your registration and proceed to register.
 - System will send an e-mail to notify that your registration for Physical Attendance at Meeting Venue is received and will be verified.
 - After verification of your registration against the General Meeting Record of Depositors, the system will send you an e-mail after 17 August 2020 to approve or reject your registration to attend physically at the Meeting Venue.
3. If you have any enquiry prior to the Meeting, you may contact the Share Registrar at:

Tricor Investor & Issuing House Services Sdn Bhd <i>Registration No. 197101000970 (11324-H)</i> Unit 32-01, Level 32, Tower A Vertical Business Suite, Avenue 3, Bangsar South No. 8, Jalan Kerinchi 59200 Kuala Lumpur, Malaysia		Telephone Number
	<i>General Line</i>	603-2783 9299
	En Zulhafri Bin Abdul Rahman	603-2783 9289
	En Ahmad Syafiq	603-2783 9248
	<i>Fax Number</i>	603-2783 9222
	<i>Email</i>	<i>Is.enquiry@my.tricorglobal.com</i>

Audited Financial Statements (Agenda No. 1)

Item 1 of the Agenda is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act, 2016 requires the Directors to only lay before the Company at its annual general meeting its annual financial statements and thus, does not require a formal approval of the Shareholders for the audited financial statements. Hence, this item of the Agenda is not put forward for voting.

Auditors (Agenda No. 5)

The Auditors, Messrs. Baker Tilly Monteiro Heng PLT, have expressed their willingness to continue in office.

Ordinary Resolution – Authority to the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016 (Agenda No. 7)

The proposed Ordinary Resolution on Authority to the Directors to issue and allot shares, if passed, will give full power to the Directors of the Company to issue shares in the Company up to an amount not exceeding in total 20% of the issued shares of the Company for such purposes as the Directors consider would be in the interest of the Company. The Company had at the last Annual General Meeting held on 29 June 2019 obtained the mandate from shareholders to allot up to a maximum of 10% of the total issued shares of the Company. Amid the unprecedented uncertainty surrounding the recovery of the coronavirus Covid-19 outbreak, Bursa Malaysia Securities Berhad had, as an interim measure, allow listed issuers to seek a higher general mandate of not more than 20% of the total issued shares (excluding treasury shares) for issue of new securities, and the Directors is desirous to seek shareholders' approval for this higher general mandate in order to raise funds expeditiously and efficiently during this challenging time. This would enable the Directors to take swift action in case of a need to meet funding requirements including but not limited to working capital, operational expenditure or in the event of business opportunities arise which involve the issuance of new shares, thus avoiding any delay and cost involved in convening a general meeting to specifically approve such an issue of shares. This renewed mandate, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

As at the date of this Notice, no new shares of the Company were issued pursuant to the mandate granted to the Directors at the last Annual General Meeting held on 29 June 2019, which mandate will lapse at the conclusion of the forthcoming Annual General Meeting.

ADMINISTRATIVE NOTES – COVID-19 OUTBREAK SAFETY MEASURES

Health Check and Declaration

In view of the Covid-19 outbreak, your safety is our priority. As a precautionary measure, you are strongly advised not to attend the Meeting and to appoint proxy(ies) to attend in your stead, if:-

- i. you are unwell with sore throat, flu, cough, fever, diarrhea and/or shortness of breath; or
- ii. you have travel history to high risk countries affected by Covid-19 in the past 14 days; or
- iii. you have contact with a person who is confirmed with Covid-19 infection in the past 14 days.

Upon your arrival at the Meeting venue, you may be required to undergo to a temperature screening and to complete a self-declaration form. Face masks will be provided to those who come without masks. Based on prevailing safety and health guidelines, you may not be allowed into the Meeting, if:-

- a. your temperature reading is above 37.5°C or you show symptoms of respiratory illness such as sore throat, flu, cough, and/or shortness of breath; or
- b. based on your self-declaration, you are advised to self-isolate.

No Refreshment and No Door Gifts/Goody-bags

To ensure physical distancing and to reduce the number of crowd at the Meeting, there will be no refreshment served nor distribution of door gifts/goody-bags to all attendees of the Meeting.