



HENG HUAT RESOURCES GROUP BERHAD

(Registration No. 201101041555 (969678-D))

(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of Heng Huat Resources Group Berhad ("**Heng Huat**" or "**Company**") will be held at the office of Heng Huat at No.1353, Jalan Sungai Baong, Taman Industri Perabot, Sungai Baong, 14200 Sungai Jawi, Pulau Pinang on Thursday, 30 July 2020 at 10.00 a.m., or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following Resolution:

ORDINARY RESOLUTION

PROPOSED DISPOSAL OF LAND IN MUKIM 4, DISTRICT OF SEBERANG PERAI SELATAN, PENANG AND BUILDINGS ERECTED THEREON ("PROPERTY"), BY HENG HUAT'S INDIRECT WHOLLY-OWNED SUBSIDIARY HK KITARAN SDN BHD ("VENDOR") TO SBJ PROPERTY SDN BHD ("PURCHASER") FOR A CASH CONSIDERATION OF RM22,000,000 ("DISPOSAL CONSIDERATION") ("PROPOSED DISPOSAL")

"THAT subject to the approvals being obtained from all relevant parties and/or authorities, where required, and the relevant conditions stipulated in the conditional sale and purchase agreement dated 14 May 2020 between the Vendor the Purchaser ("**SPA**") for the Proposed Disposal being fulfilled or waived (as the case may be), approval be and is hereby given for the Vendor to dispose the Property to the Purchaser for the Disposal Consideration in accordance with the terms and conditions of the SPA including any modifications, variations, amendments and/or additions thereto;

AND THAT the Board be and is hereby empowered and authorised to take all such steps and do all acts, deeds and things and to enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as may be necessary, expedient and/or appropriate to implement and give full effect to and to complete the Proposed Disposal with full powers to assent to any conditions, modifications, variations and/or amendments as the Board may in its absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Disposal."

By Order of the Board

Ooi Yoong Yoong (SSM PC NO. 202008002042) (MAICSA 7020753)
Company Secretary

Penang

Date: 15 July 2020

Notes:

1. A member entitled to attend and vote at the meeting may appoint not more than two (2) proxies to attend, participate, speak and vote in his/her stead. 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 save that the proxy must be of full age.
2. When a member appoints more than one (1) proxy, he shall specify the proportion of his holdings to be represented by each proxy, failing which the appointment shall be invalid.
3. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, such member may appoint at least one (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.
4. Where a member of the Company 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.
5. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing. If the appointor is a corporation, this form must be executed under its common seal or under the hand of an officer or attorney duly authorised.
6. To be valid, the instrument appointing a proxy which is duly completed must be deposited at the registered office of the Company at 39 Salween Road, 10050 Georgetown, Penang, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting.
7. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company pursuant to Article 15.9 of the Constitution of the Company and Rule 7.16(2) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors as at 23 July 2020 and only a Depositor whose name appears on such Record of Depositors shall be entitled to attend, speak and vote at this meeting or appoint proxy/proxies to attend and/or vote in his/her stead.
8. The resolution as set out in this notice of EGM is to be voted by poll.