

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting (“**EGM**”) of Chin Hin Group Berhad (“**Chin Hin**” or “**the Company**”) will be held and conducted by way of virtual meeting entirely through live streaming via Remote Participation and Voting (“**RPV**”) Facilities from the broadcast venue at Chin Hin Culture Centre, F-0-1 & F-0-2, Pusat Perdagangan Kuchai, No. 2, Jalan 1/127, Off Jalan Kuchai Lama, 58200 Kuala Lumpur via online meeting platform at <https://web.vote2u.my> on Wednesday, 22 November 2023 at 10.30 a.m. or any adjournment thereof, for the purpose of transacting the following businesses:-

ORDINARY RESOLUTION

PROPOSED ACQUISITION OF 6,218,200 ORDINARY SHARES IN AJIYA BERHAD (“AJIYA”) (“AJIYA SHARE(S)”), REPRESENTING AN EQUITY INTEREST OF APPROXIMATELY 2.11% IN AJIYA FOR A TOTAL CASH CONSIDERATION OF RM9,513,846 OR RM1.53 PER AJIYA SHARE (“PROPOSED AJIYA ACQUISITION”) AND THE RESULTANT PROPOSED MANDATORY GENERAL OFFER TO ACQUIRE ALL THE REMAINING AJIYA SHARES NOT ALREADY OWNED BY CHIN HIN AFTER THE PROPOSED AJIYA ACQUISITION AT AN OFFER PRICE OF RM1.53 PER AJIYA SHARE (“PROPOSED AJIYA OFFER”)

(THE PROPOSED AJIYA ACQUISITION AND PROPOSED AJIYA OFFER ARE COLLECTIVELY REFERRED TO AS THE “PROPOSALS”)

“THAT subject to the approvals of all relevant authorities and/or parties being obtained, approval be and is hereby given for the Company to acquire:

- (a) 6,218,200 Ajiya Shares, representing an equity interest of approximately 2.11% in Ajiya from How Lian Yeong and Ong Hang Ping (collectively as “**Ajiya Vendors**”) for a total cash consideration of RM9,513,846 or RM1.53 per Ajiya Share, subject to the terms and conditions as stipulated in the conditional share sale agreements dated 22 September 2023 entered into between Chin Hin and the Ajiya Vendors for the Proposed Ajiya Acquisition; and
- (b) all the remaining Ajiya Shares not already owned by Chin Hin after the Proposed Ajiya Acquisition at a cash offer price of RM1.53 per Ajiya Share pursuant to a mandatory general offer in accordance with Section 218(2) of the Capital Markets and Services Act 2007 and Paragraph 4.01(a) of the Rules on Take-overs, Mergers and Compulsory Acquisitions issued by the Securities Commission Malaysia;

AND THAT the Board of Directors of the Company (“**Board**”) be and is hereby empowered and authorised to do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements (including without limitations, the affixing of the Company’s common seal) as may be necessary or expedient in order to implement, finalise, give effect and complete the Proposals and with full powers to assent to or introduce any condition, modification, variation and/or amendment in any manner as may be required or imposed or approved by the relevant authorities or as the Board may deem necessary or expedient in the best interest 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
Date: 7 November 2023

NOTES ON APPOINTMENT OF PROXY

- 1) Please refer to the Administrative Guide for the procedures to register, participate and vote remotely at this virtual AGM using RPV Facilities provided by Agmo Digital Solutions Sdn Bhd via its Vote2U online website at <https://web.vote2u.my>.
- 2) A member entitled to participate and vote at the general meeting may appoint up to two (2) proxies to participate and vote in his stead. A proxy may but need not be a member of the Company.
- 3) 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.
- 4) 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.
- 5) 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.
- 6) 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 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.
- 7) 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 15 November 2023 will be entitled to participate, speak and vote at the said meeting or appoint proxies to participate, speak and vote on his stead.
- 8) Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the ordinary resolution set out above will be put to vote by way of poll.



CHIN HIN GROUP BERHAD
Registration No. 201401021421 (1097507-W)
(Incorporated in Malaysia)

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

EXTRAORDINARY GENERAL MEETING

Date : Wednesday, 22 November 2023
Time : 10.30 a.m.
Virtual Meeting accessible at : <https://web.vote2u.my>
Domain Registration Numbers with MYNIC : D6A471702

The Extraordinary General Meeting ("**EGM**") will be held virtually and online remote voting using the Remote Participation and Voting Facilities ("**RPV**").

We strongly encourage our shareholders whose names appear on the Record of Depositors as at **15 November 2023** and holders of proxy for those shareholders to participate in the virtual EGM and vote remotely at this EGM. In line with the Malaysian Code on Corporate Governance Practice 13.3, this virtual EGM will facilitate greater shareholder's participation (including posting questions to the Board of Directors and/or Management of the Company) and vote at the EGM without being physically present at the venue. For shareholders who are unable to participate in this virtual EGM, you may appoint proxy(ies) or the Chairman of the Meeting as your proxy to attend and vote on your behalf at the EGM.

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of the participants (shareholders and proxies). Hence, you are to ensure that internet connectivity throughout the duration of the meeting is maintained while using RPV provided by Agmo Digital Solutions Sdn. Bhd. ("**AGMO**") via its **Vote2U Online** website at <https://web.vote2u.my>.

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ADMINISTRATIVE GUIDE (CONT'D)

PROCEDURES TO PARTICIPATE IN RPV

Please follow the Procedure to Participate in RPV as summarised below:-

BEFORE EGM DAY**A: REGISTRATION****Individual Shareholders**

	Description	Procedure
i)	Shareholders to register with Vote2U online	<p>The registration will open from the day of notice</p> <ol style="list-style-type: none">Access website at https://web.vote2u.myClick "Sign Up" to sign up as a user.Read the 'Privacy Policy' and 'Terms & Conditions' and indicate your acceptance of the 'Privacy Policy' and 'Terms & Conditions' on a small box <input type="checkbox"/>. Then click "Next".*Fill-in your details (note: create your own password). Then click "Continue".Upload softcopy of your identification card (MYKAD) (front only) (for Malaysian) or Passport (for non-Malaysian).Click "Submit" to complete the registrationYour registration will be verified and an email notification will be sent to you. Please check your email. <p><u>Note:</u> If you have registered as a user with Vote2U Online previously, you are not required to register again.</p> <p>*Check your email address is keyed in correctly. *Remember the password you have keyed-in.</p>

B: REGISTER PROXY**Individual Shareholder / Corporate Shareholder / Nominees Company**

	Description	Procedure
i)	Submit Form of Proxy (hardcopy)	<p>The closing time to submit your hardcopy Form of Proxy is at 10.30 a.m. on Monday, 20 November 2023.</p> <ol style="list-style-type: none">* Fill-in details on the hardcopy Form of Proxy and ensure to provide the following information:-<ul style="list-style-type: none">MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Proxy* Email address of the ProxySubmit/Deposit the hardcopy Form of Proxy to 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.

ADMINISTRATIVE GUIDE (CONT'D)

	<p><u>Note:-</u> After verification, an email notification will be sent to the Proxy and will be given a temporary password. The Proxy could use the temporary password to log in to Vote2U.</p> <p>* Check the email address of Proxy is written down correctly.</p>
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Shareholders who appoint Proxy(ies) to participate the virtual EGM must ensure that the hardcopy Form of Proxy is submitted not less than 48 hours before the time for holding the meeting or any adjourned meeting at which the person named in the instrument proposes to vote and in default, the instrument of proxy shall not be treated as valid.

ON EGM DAY

A: WATCH LIVE STREAMING

Individual Shareholders & Proxies

	Description	Procedures
i)	Login to virtual meeting portal - Vote2U online & watch Live Streaming.	<p>The Vote2U online portal will open for log in starting from 9.30 a.m. on Wednesday, 22 November 2023, one (1) hour before the commencement of the EGM.</p> <p>a) Login with your email and password b) Select the General Meeting event (for example, “EGM”). c) Check your details. d) Click “Watch Live” button to view the live streaming.</p>

B: ASK QUESTIONS

Individual Shareholders & Proxies

	Description	Procedures
i)	Ask Question during EGM (real-time)	<p>Questions submitted online using <u>typed text</u> will be moderated before being forwarded to the Chairman to avoid repetition. Every question and message will be presented with the full name of the shareholder or proxy raising the question.</p> <p>a) Click “Ask Question” button to post question(s). b) Type in your question and click “Submit”.</p> <p>The Chairperson / Board of Director will endeavor to respond to questions submitted by remote shareholders and proxies during the EGM.</p>

C: VOTING REMOTELY

Individual Shareholders & Proxies

	Description	Procedures
i)	Online Remote Voting	<p>Once the Chairman announces the opening of remote voting:-</p> <p>a) Click “Confirm Details & Start Voting”. b) To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click “Next” to continue voting for all resolutions.</p>

ADMINISTRATIVE GUIDE (CONT'D)

	Description	Procedures
		c) To change your vote, click " Back " and select another voting choice. d) After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Click " Confirm " to submit your vote. <u>Please note that you are not able to change your voting choices after you have confirmed and submitted your votes.</u>

ADDITIONAL INFORMATION**Voting Procedure**

Pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at the EGM will be conducted by poll. Poll administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.

No Door Gift or e-Voucher or Food Voucher

There will be no door gift or e-Voucher or food voucher given at this EGM.

Enquiry

- a) For enquiries relating to the general meeting, please contact our **Investor Relation** during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:-

Email: info@chinhingroup.com

- b) For enquiries relating to RPV facilities or issues encountered during registration, log in, connecting to the live streaming and online voting facilities, please contact Vote2U helpdesk during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:-

Telephone Number: 03-7664 8520 / 03-7664 8521

Email: vote2u@agmostudio.com

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CHIN HIN GROUP BERHAD
Registration No. 201401021421 (1097507-W)

NUMBER OF SHARES HELD	CDS ACCOUNT NO.

Form of Proxy

I / We (Full Name in Block Letters) _____

NRIC No. / Passport No. / Company Registration No. _____

of _____

email address _____ Mobile No. _____

being a member / members of **CHIN HIN GROUP 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 :			

You are required to fill in the contact no. and email address to participate in the Extraordinary General Meeting, otherwise, we are unable to register you as the participant in the meeting.

or failing *him/her, the Chairman of the meeting as my/our proxy to vote and act on my/our behalf at the Extraordinary General Meeting of Chin Hin Group Berhad (“**Chin Hin**” or “**the Company**”) will to be held and conducted by way of virtual meeting entirely through live streaming via Remote Participation and Voting (“**RPV**”) Facilities from the broadcast venue at Chin Hin Culture Centre, F-0-1 & F-0-2, Pusat Perdagangan Kuchai, No. 2, Jalan 1/127, Off Jalan Kuchai Lama, 58200 Kuala Lumpur via online meeting platform at <https://web.vote2u.my> on Wednesday, 22 November 2023 at 10.30 a.m. and at any adjournment thereof.

Ordinary Resolution	For	Against
To approve the Proposed Ajiya Acquisition and Proposed Ajiya Offer		

(Please indicate with ‘X’ how you wish to cast your vote. In the absence of specific directions, the proxy may vote or abstain from voting on the resolution as he/she may think fit.)

Signed this _____ day of _____, 2023.

Signature : _____
(If shareholder is a corporation, this form should be executed under seal)



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AFFIX
STAMP

**THE SHARE REGISTRAR OF
CHIN HIN GROUP BERHAD
REGISTRATION NO. 201401021421 (1097507-W)**
Boardroom Share Registrars Sdn Bhd
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13
46200 Petaling Jaya, Selangor

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