



HWA TAI
INDUSTRIES
BERHAD

Hwa Tai Industries Berhad
华大工业有限公司
Registration No.: 197401002656 (19688-V)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Forty-Ninth Annual General Meeting of the Company will be held at The Hwa Tai Grand Conference Room, Ground Floor, No. 12, Jalan Jorak, Kawasan Perindustrian Tongkang Pecah, 83010 Batu Pahat, Johor Darul Takzim, Malaysia on Thursday, 30 May 2024 at 11.30 a.m.

AGENDA	RESOLUTION NO.
1. To present the Audited Financial Statements for the financial year ended 31 December 2023 together with the Directors' and Auditors' Reports thereon.	–
2. To approve payment of an amount of Directors' fee of RM90,000.00 for the financial year ended 31 December 2023.	Ordinary Resolution 1
3. To re-elect the following Directors who retire in accordance with the Company's Constitution:-	
3.1 YBhg. Datuk Soo Chung Yee J.P.	Ordinary Resolution 2
3.2 Encik Kamal Bin Abd Karim	Ordinary Resolution 3
4. To appoint Messrs. Baker Tilly Monteiro Heng PLT as Auditors of the Company for the financial year ending 31 December 2024 and to authorise the Directors to fix their remuneration.	Ordinary Resolution 4
5. 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.	–
6. 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 AND WAIVER OF PRE-EMPTIVE RIGHTS PURSUANT TO SECTION 85 OF THE COMPANIES ACT, 2016	Ordinary Resolution 5
"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 10% of the issued 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.	
That pursuant to Section 85 of the Companies Act, 2016, read together with Clause 13 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the Shareholders of the Company to be offered new shares ranking equally to the existing issued shares of the Company arising from issuance of new shares pursuant to this Mandate.	
And that the new shares to be issued shall, upon allotment and issuance, rank equally in all respect with the existing shares of the Company, save and except that they shall not be entitled to any dividend, rights, allotments and/or any other forms of distribution which may be declared, made or paid before the date of allotment of such new shares."	

By Order of the Board
JESSICA CHIN TENG LI
(MAICSA 7003181) (SSM PC No.: 202008002790)
Company Secretary

Johor Darul Takzim, Malaysia
29 April 2024

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 21 May 2024. Only a depositor whose name appears on the Record of Depositors as at 21 May 2024 shall be entitled to attend the Meeting or appoint proxies to attend and vote on his/her behalf.

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 audited financial statements and thus, does not require a formal approval of the members for the audited financial statements. Hence, this item of the Agenda is not put forward for voting.

Auditors (Agenda No. 4)

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 and waiver of pre-emptive rights pursuant to Section 85 of the Companies Act, 2016 (Agenda No. 6)

The proposed Ordinary Resolution on Authority to the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016, if passed, will give a renewed mandate to the Directors of the Company with full power to issue shares in the Company up to an amount not exceeding in total 10% of the issued shares of the Company for such purposes as the Directors consider would be in the interest of the Company. This would enable the Directors to take swift action in case of a need for any possible fund raising corporate exercise 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. At this juncture, there is no decision to issue new shares and the Directors consider it desirable to have the flexibility permitted to respond to market developments and to enable allotments to take place to finance business opportunities without making a pre-emptive offer to existing Shareholders. If there should be a decision to issue new shares after this renewed mandate is obtained, the Company will make announcement in respect thereof.

NOTES: (CONTINUED)

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 8 June 2023, which mandate will lapse at the conclusion of the forthcoming Annual General Meeting.

**STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING
(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)**

No individual other than the retiring Directors is seeking election as a Director at the forthcoming Forty-Ninth Annual General Meeting of the Company. The details of the retiring Directors standing for re-election are set out in the Directors' Profile appearing on pages 6 and 7 of this Annual Report. An assessment on all the retiring Directors had been conducted by the Nomination Committee.

ADMINISTRATIVE NOTES – HEALTH SAFETY MEASURES

In view that coronavirus Covid-19 is still in the community and the resurgence of other infectious diseases particularly influenza, 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 you have symptoms of being unwell.

For the safety of everyone at the Meeting, we will be practising the wearing of face mask at the Meeting venue throughout the duration of the Meeting. Based on prevailing safety and health guidelines, you may not be allowed into the Meeting if any health protocols is not adhered to or you show symptoms of influenza.

ANNUAL REPORT 2023

The Annual Report 2023 (including the Form of Proxy) may be downloaded from the websites of the Company www.hwatai.com and Bursa Malaysia Securities Berhad www.bursamalaysia.com.

Members may contact the Company or the Share Registrar to receive a printed copy of the Annual Report 2023:-

Company

By mail : Hwa Tai Industries Berhad, No. 12, Jalan Jorak, Kawasan Perindustrian Tongkang Pecah, 83010 Batu Pahat, Johor, Malaysia

By e-mail : ir@hwatai.com.my

By Phone or Fax : (Tel) 07-415 1688 (Fax) 07-415 1135

Share Registrar

By mail : Tricor Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia

By e-mail /electronically: ls.enquiry@my.tricorglobal.com or request via <https://tiih.online> by selecting "Request for Annual Report/Circulars" under the "Investor Services",

By Phone or Fax : (Tel) 03-2783 9299 (Fax) 03-2783 9222