



**AJIYA BERHAD**  
[199601005281 (377627-W)]  
(Incorporated in Malaysia)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting ("**EGM**") of Ajiya Berhad ("**AJIYA**" or the "**Company**") will be held fully virtual and online remote voting using the Remote Participation and Electronic Voting facilities ("**RPEV**") via online meeting platform at <https://web.vote2u.my> (Domain Registration No. with MYNIC: D6A471702) on Monday, 15 July 2024 at 10.00 a.m., for the purpose of considering and, if thought fit, passing with or without modifications, the following resolution:

### ORDINARY RESOLUTION

#### **PROPOSED PROVISION OF FINANCIAL ASSISTANCE OF UP TO RM250.0 MILLION IN THE FORM OF LOAN TO CHIN HIN GROUP BERHAD ("**CHIN HIN**"), THE HOLDING COMPANY OF AJIYA ("**PROPOSED PROVISION OF FINANCIAL ASSISTANCE**")**

**"THAT** subject to all approvals of the relevant authorities and/or persons (if required) being obtained, approval be and is hereby given to the Board of Directors of the Company ("**Board**") to provide financial assistance to Chin Hin in the form of loan of up to RM250.0 million within 24 months from the date when all the conditions precedent of the loan agreement dated 10 May 2024 (varied via a supplemental loan agreement dated 21 June 2024) entered between Ajiya and Chin Hin are fulfilled;

**AND THAT** the Board be and is hereby empowered and authorised to do all such acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangement as may be necessary to give full effect and complete the Proposed Provision of Financial Assistance, with full powers to assent to any conditions, modifications, variations and/or amendments deemed necessary or expedient in the interest of the Company and/or as may be required by the relevant authorities and to take all steps and actions as deemed fit, necessary and/or expedient in order to implement, finalise, give full effect to and complete the Proposed Provision of Financial Assistance."

#### **BY ORDER OF THE BOARD OF AJIYA BERHAD**

##### **CHONG WUI KOON**

MAICSA No. 7012363 (SSM PC No. 202008000920)

##### **TAI YIT CHAN**

MAICSA No. 7009143 (SSM PC No. 202008001023)

##### **SANTHI A/P SAMINATHAN**

MAICSA No. 7069709 (SSM PC No. 201908002933)

Company Secretaries

Johor Bahru  
28 June 2024

#### **Notes:**

- (1) A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
- (2) The proxy form must be duly completed and deposited at the Registered Office of the Company, Suite 9D, Level 9, Menara Ansar, 65, Jalan Trus, 80000 Johor Bahru, Johor, Malaysia or emailed to [vote2u@agmostudio.com](mailto:vote2u@agmostudio.com) not less than 24 hours before the time appointed for holding the meeting.
- (3) Where a member appoints more than one (1) proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- (4) If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.
- (5) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 ("**Central Depositories Act**"), it may appoint at least one proxy in respect of each securities account it holds with ordinary shares to the credit of the said securities account.
- (6) Where a member of the Company is an exempt authorised nominee as defined under the Central Depositories Act which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("**Omnibus Account**"), there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
- (7) For 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 Clause 62(b) of the Company's Constitution and Paragraph 7.16(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, a Record of Depositors ("**ROD**") as at 9 July 2024 and only a Depositor whose name appears on such ROD shall be entitled to attend, speak and vote at this meeting or appoint proxy to attend and/or speak and/or vote in his/her behalf.
- (8) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolution set out in this Notice will be put to vote by way of poll.

## **ADMINISTRATIVE GUIDE FOR SHAREHOLDERS**

### **EXTRAORDINARY GENERAL MEETING**

Date and Time : 15<sup>th</sup> July 2024, Monday at 10.00 a.m.  
Meeting Venue : Online meeting platform at <https://web.vote2u.my>  
Domain Registration Number with MYNIC : D6A471702

The Extraordinary General Meeting (“EGM”) of the Company will be held fully virtual and online remote voting using the Remote Participation and Electronic Voting facilities (“RPEV”).

We strongly encourage our shareholders whose names appear on the Record of Depositors as at 8<sup>th</sup> July 2024 to participate in the virtual EGM and vote remotely at this EGM. In line with the Malaysian Code on Corporate Governance Practice 12.3, 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 RPEV provided by Agmo Digital Solutions Sdn. Bhd. via its Vote2U online website at <https://web.vote2u.my>.

### **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. The Company has appointed Agmo Digital Solutions Sdn. Bhd. as the Poll Administrator to conduct the poll by electronic voting (“eVoting”) and Aegis Communication Sdn. Bhd. as the Independent Scrutineer to verify the results of the poll.

### **PROCEDURES TO PARTICIPATE IN RPEV**

Please follow the procedure to participate in RPEV as summarized below.

**BEFORE EGM DAY**

**A: REGISTRATION**

**Individual Shareholder**

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

**B: REGISTRATION OF PROXY**

**Individual Shareholder / Corporate Shareholder / Nominees Company**

	Description	Procedures
i.	Submit Form of Proxy	<p>The closing time to submit your Form of Proxy is at <b>10.00 a.m. on Sunday, 14<sup>th</sup> July 2024.</b></p> <ol style="list-style-type: none"> <li>*Fill-in details on the Form of Proxy and to provide the following information: <ul style="list-style-type: none"> <li>• MYKAD (for Malaysian) / Passport number (for non-Malaysian) of the proxy</li> <li>• *Email address of the proxy</li> </ul> </li> <li>Submit/Deposit the Form of Proxy, <ul style="list-style-type: none"> <li>• Submit to the Registered Office of the Company, at: Suite 9D, Level 9, Menara Ansar, 65, Jalan Trus, 80000 Johor Bahru, Johor, Malaysia, OR</li> <li>• Submit by email to <a href="mailto:vote2u@agmostudio.com">vote2u@agmostudio.com</a></li> </ul> </li> </ol> <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>*Please ensure the email address of proxy is written down correctly.</p>

**BEFORE EGM DAY (cont'd)**

Shareholders who appoint proxy(ies) to participate the virtual EGM must ensure that the Form of Proxy is submitted not less than 24 hours before the time for holding the 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**

	Description	Procedures
i.	Login to virtual meeting portal - Vote2U online and watch Live Streaming.	<p>The Vote2U online portal will open for log in starting from 9.00 a.m Monday, 15<sup>th</sup> July 2024, one (1) hour before the commencement of the EGM.</p> <ol style="list-style-type: none"> <li>Login with your email and password</li> <li>Select the General Meeting event, "Ajiya Berhad EGM".</li> <li>Check your details.</li> <li>Click "<b>Watch Live</b>" button to view the live streaming.</li> </ol>

**B: ASK QUESTION**

	Description	Procedures
i.	Ask Question during EGM (real-time)	<p>Shareholders may submit questions via the real time submission of typed texts before the start or during the live streaming of the EGM.</p> <p>Questions submitted online 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> <ol style="list-style-type: none"> <li>Click "<b>Ask Question</b>" button to post question(s).</li> <li>Type in your question and click "<b>Submit</b>".</li> </ol> <p>The Chairperson / Board of Directors will endeavor to respond to questions submitted by remote shareholders and proxies during the EGM.</p>

**ON EGM DAY (cont'd)**

**C: VOTING REMOTELY**

	<b>Description</b>	<b>Procedures</b>
i.	Online Remote Voting	<p>Access to eVoting will be opened from the commencement of the EGM until the end of the voting session:</p> <ol style="list-style-type: none"> <li>Click "<b>Confirm Details &amp; Start Voting</b>".</li> <li>To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Click "<b>Next</b>" to continue voting for all resolutions.</li> <li>To change your vote, click "<b>Back</b>" and select another voting choice.</li> <li>After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Click "<b>Confirm</b>" to submit your vote.</li> </ol> <p>[Please note that you are <b>not able</b> to change your voting choices after you have confirmed and submitted your votes.]</p>

**ADDITIONAL INFORMATION**

**1. 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.

**2. Enquiry**

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

Boardroom Share Registrars Sdn Bhd  
 Telephone No. : 03-7890 4700  
 Email : BSR.Helpdesk@boardroomlimited.com  
 Contact Person : Ms. Carmen Fong

- b. For enquiries relating to RPEV 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:

Agmo Digital Solutions Sdn Bhd  
 Telephone No. : 03-7664 8520 / 03-7664 8521  
 Email : vote2u@agmostudio.com  
 Contact Person : Mr. Kelvin