

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of Chin Hin Group Property Berhad (“CHGP” 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, No. F-0-1 and F-0-2, Pusat Perdagangan Kuchai, No. 2, Jalan 1/127, Off Jalan Kuchai Lama, 58200 Kuala Lumpur on Wednesday, 27 November 2024 at 9.00 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED DISPOSAL OF 2 ORDINARY SHARES IN CHIN HIN CONSTRUCTION ENGINEERING SDN BHD (“CHCE”), REPRESENTING THE ENTIRE EQUITY INTEREST IN CHCE, TO CHIN HIN GROUP BERHAD (“CHIN HIN”) FOR A CASH CONSIDERATION OF RM16.50 MILLION (“PROPOSED CHCE DISPOSAL”)

“THAT subject to approval of Ordinary Resolution 2 and all approvals of the relevant authorities and/or persons (if required) being obtained, approval be and is hereby given to the Company to dispose of 2 ordinary shares in CHCE, representing the entire equity interest in CHCE, to Chin Hin for a total cash consideration of RM16.50 million, in accordance with the terms and conditions as stated in the share sale agreement dated 29 February 2024 entered into between the Company and Chin Hin, and on such other terms and conditions as the parties thereto may mutually agree upon in writing or which are imposed by the relevant authorities for the Proposed CHCE Disposal.

THAT the Board of Directors of the Company (“Board”) be and is hereby authorised to utilise the proceeds to be derived from the Proposed CHCE Disposal for such purposes as set out in the circular to shareholders dated 8 November 2024 and the Board be and is hereby authorised with full power to vary the manner and/or purpose of the utilisation of such proceeds from the Proposed CHCE Disposal in the manner as the Board may deem fit, necessary and/or expedient, in the best interest of the Company, subject to the compliance with the Main Market Listing Requirement of Bursa Malaysia Securities Berhad and the approval of the relevant authorities (where required).

AND THAT authority be and is hereby given to the Board to give full effect to the Proposed CHCE Disposal with full powers and authority to approve, agree and assent to any conditions, variations, revaluations, modifications, and/or amendments in any manner as may be required/permitted by the relevant regulatory authorities or deemed necessary by the Board, to deal with matters, incidental, ancillary to and/or relating thereto and take all steps and do all acts and to execute or enter into all such agreements, arrangements, undertakings, indemnities, transfers, extensions, assignments, deeds, confirmations, declarations and/or guarantees, with any party or parties, to deliver or cause to be delivered all such documents and to do all such acts and matters as the Board may consider necessary to implement, finalise and give full effect to and complete the Proposed CHCE Disposal.”

ORDINARY RESOLUTION 2

PROPOSED DISPOSAL OF 9,500,000 ORDINARY SHARES IN KAYANGAN KEMAS SDN BHD (“KAYANGAN”), REPRESENTING 95% EQUITY INTEREST IN KAYANGAN, TO CHIN HIN GROUP BERHAD (“CHIN HIN”) FOR A CASH CONSIDERATION OF RM93.50 MILLION (“PROPOSED KAYANGAN DISPOSAL”)

“THAT subject to approval of Ordinary Resolution 1 and all approvals of the relevant authorities and/or persons (if required) being obtained, approval be and is hereby given to the Company to dispose of 9,500,000 ordinary shares in Kayangan, representing 95% equity interest in Kayangan to Chin Hin for a total cash consideration of RM93.50 million, in accordance with the terms and conditions as stated in the share sale agreement dated 29 February 2024 entered into between the Company and Chin Hin, and on such other terms and conditions as the parties thereto may mutually agree upon in writing or which are imposed by the relevant authorities for the Proposed Kayangan Disposal.

THAT the Board of Directors of the Company (“Board”) be and is hereby authorised to utilise the proceeds to be derived from the Proposed Kayangan Disposal for such purposes as set out in the circular to shareholders dated 8 November 2024 and the Board be and is hereby authorised with full power to vary the manner and/or purpose of the utilisation of such proceeds from the Proposed Kayangan Disposal in the manner as the Board may deem fit, necessary and/or expedient, in the best interest of the Company, subject to the compliance with the Main Market Listing Requirement of Bursa Malaysia Securities Berhad and the approval of the relevant authorities (where required).

AND THAT authority be and is hereby given to the Board to give full effect to the Proposed Kayangan Disposal with full powers and authority to approve, agree and assent to any conditions, variations, revaluations, modifications, and/or amendments in any manner as may be required/permitted by the relevant regulatory authorities or deemed necessary by the Board, to deal with matters, incidental, ancillary to and/or relating thereto and take all steps and do all acts and to execute or enter into all such agreements, arrangements, undertakings, indemnities, transfers, extensions, assignments, deeds, confirmations, declarations and/or guarantees, with any party or parties, to deliver or cause to be delivered all such documents and to do all such acts and matters as the Board may consider necessary to implement, finalise and give full effect to and complete the Proposed Kayangan Disposal.”

ORDINARY RESOLUTION 3

PROPOSED PRIVATE PLACEMENT OF UP TO 132,000,000 NEW ORDINARY SHARES IN CHIN HIN GROUP PROPERTY BERHAD (“CHGP” OR THE “COMPANY”) (“PLACEMENT SHARE(S)”), REPRESENTING NOT MORE THAN 20% OF THE ISSUED SHARES IN CHGP (EXCLUDING TREASURY SHARES) AT AN ISSUE PRICE TO BE DETERMINED LATER (“PROPOSED PRIVATE PLACEMENT”)

“THAT subject to all approvals of the relevant authorities and/or persons (if required) being obtained, approval be and is hereby given to the Directors of the Company (“Board”) to issue and allot up to 132,000,000 new ordinary shares in CHGP (“CHGP Shares” or “Shares”), representing not more than 20% of its issued shares (excluding treasury shares), by way of private placement to independent investor(s) to be identified later (“Placees”), in single or multiple tranches, at an issue price for each tranche to be determined and fixed by the Board at a later date after all the relevant approvals have been obtained.

THAT, the issue price shall, in no event, be at a discount of more than 10% from the 5-day volume weighted average market price of CHGP Shares immediately preceding the price-fixing date.

THAT the Board be and is hereby authorised to utilise the proceeds to be derived from the Proposed Private Placement for such purposes as set out in the circular to shareholders dated 8 November 2024 and the Board be and is hereby authorised with full power to vary the manner and/or purpose of the utilisation of such proceeds from the Proposed Private Placement in the manner as the Board may deem fit, necessary and/or expedient, in the best interest of the Company, subject to the compliance with the Main Market Listing Requirement of Bursa Malaysia Securities Berhad and the approval of the relevant authorities (where required).

THAT such Placement Shares shall, upon allotment and issuance, rank equally in all respects with the existing CHGP Shares, except that holders of the Placement Shares shall not be entitled to any dividends, rights, allotments or other forms of distributions, that may be declared, made or paid to the shareholders of the Company, for which the relevant entitlement date(s) are prior to the date of allotment and issuance of the Placement Shares and the Placement Shares will be subject to all the provisions of the Company’s Constitution.

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 Private Placement, 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 Private Placement.”

**BY ORDER OF THE BOARD OF
CHIN HIN GROUP PROPERTY BERHAD**

CHEE WAI HONG (BC/C/1470)
SSM PC No. 202008001804
TAN SHE CHIA (MAICSA 7055087)
SSM PC No. 202008001923

Company Secretaries
Pulau Pinang
8 November 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 16.06, MWE Plaza, No. 8 Lebuhr Farquhar, 10200 George Town, Pulau Pinang not less than forty-eight (48) hours before the time appointed for holding the meeting.
- (3) A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting.
- (4) Where a member appoints two (2) proxies, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- (5) If the appointor is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.
- (6) 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.
- (7) 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.
- (8) 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 Article 69 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 18 November 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.
- (9) Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the resolutions set out in this Notice will be put to vote by way of poll.

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

Chin Hin Group Property Berhad – Extraordinary General Meeting

Date : Wednesday, 27 November 2024
Time : 9.00 a.m.
Broadcast Venue : Chin Hin Culture Centre,
No. F-0-1 and F-0-2,
Pusat Perdagangan Kuchai,
No. 2, Jalan 1/127, Off Jalan Kuchai Lama,
58200 Kuala Lumpur.
Virtual Meeting accessible at : <https://web.vote2u.my>
Domain Registration : D6A471702
Numbers with MYNIC

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 18 November 2024 and holders of proxy for those Shareholders to participate and vote remotely through RPV at the 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 and/or management of the Company (“**Management**”)) and vote at the EGM without being physically present at the venue. For Shareholders who are unable to participate in the EGM, you may appoint proxy(ies) or the Chairman of the EGM 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>.

PROCEDURES TO PARTICIPATE IN RPV

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

BEFORE EGM DAY

A: REGISTRATION

Individual Shareholders

	Description	Procedures
i.	Shareholders to register with Vote2U online	The registration will open from the day of notice. a. Access website at https://web.vote2u.my . b. Click “ Sign Up ” to sign up as a user. c. 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 ”.

		<p>d. *Fill-in your details (note: create your own password). Then click “Continue”.</p> <p>e. Upload softcopy of your identification card (MYKAD) (front only) (for Malaysian) or Passport (for non-Malaysian).</p> <p>f. Click “Submit” to complete the registration.</p> <p>g. Your registration will be verified and an email notification will be sent to you. Please check your email.</p> <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>
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B: REGISTER PROXY

Individual Shareholder / Corporate Shareholder / Nominees Company

	Description	Procedures
i.	Submit Form of Proxy (hardcopy)	<p>The closing time to submit your hardcopy Form of Proxy is at 9.00 a.m., 25 November 2024, Monday.</p> <p>a. *Fill-in details on the hardcopy Form of Proxy and ensure to provide the following information:-</p> <ul style="list-style-type: none"> ○ MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Proxy ○ *Email address of the Proxy <p>b. Submit/Deposit the hardcopy Form of Proxy to Suite 16.06, MWE Plaza, No. 8, Lebuhr Farquhar, 10200 George Town, Pulau Pinang.</p> <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>

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 8.00 a.m., Wednesday, 27 November 2024, one (1) hour before the commencement of the EGM.</p> <ol style="list-style-type: none">Login with your email and password.Select the General Meeting event (for example, "CHGP EGM").Check your details.Click "Watch Live" button to view the live streaming.

B: ASK QUESTION

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> <ol style="list-style-type: none">Click "Ask Question" button to post question(s).Type in your question and click "Submit". <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> <ol style="list-style-type: none">Click "Confirm Details & Start Voting".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.To change your vote, click "Back" and select another voting choice.After you have completed voting, a Voting Summary page appears to show all the resolutions with your voting choices. Click "Confirm" to submit your votes. <p>[Please note that you are <u>not able</u> to change your voting choices after you have confirmed and submitted your votes.]</p>

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.

Broadcast Venue

Broadcast Venue means the place where the broadcasting is taking place to transmit or to air the EGM online. It could be a studio or a meeting room.

Shareholders and proxies are not advisable to go to the broadcast venue as it is only a place where the meeting is broadcast for transmission online in the present of Chairman of the EGM, Board of Directors, Chief Executive Officer, Company Secretary and senior management of our Company. No seating and refreshment will be arranged for Shareholders and proxies at the broadcast venue when it is a fully virtual EGM.

If Shareholders and proxies arrive at the broadcast venue, our Management has the right to ask you to leave the broadcast venue in order to comply with the government decrees and standard operating procedures.

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: finance.dept@chinhinproperty.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