

**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, 26 February 2025 at 9.30 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 SUBSCRIPTION BY BKG DEVELOPMENT SDN BHD (“BKGD”), A WHOLLY-OWNED SUBSIDIARY OF THE COMPANY, OF 5,833,334 NEW ORDINARY SHARES IN ARICIA SDN BHD (FORMERLY KNOWN AS FIAMMA PROPERTIES SDN BHD) (“ASB”) (“ASB SHARE(S)”), A WHOLLY-OWNED SUBSIDIARY OF FIAMMA HOLDINGS BERHAD (“FHB”), REPRESENTING 70% OF THE ENLARGED ISSUED ORDINARY SHARES IN ASB FOR A TOTAL CASH CONSIDERATION OF RM5,833,334 AND PROPOSED ISSUANCE OF 1,100,000 NEW REDEEMABLE PREFERENCE SHARES (“BKGD RPS”) BY BKGD TO FHB AT A TOTAL CONSIDERATION OF RM110.00 TO FACILITATE THE PARTIES JOINT DEVELOPMENT ON ASB LAND (AS DEFINED BELOW) (“PROPOSED ASB JOINT VENTURE”)**

“THAT subject to all approvals of the relevant authorities and/or persons (if required) being obtained, approval be and is hereby given to BKGD, a wholly-owned subsidiary of the Company to undertake the Proposed ASB Joint Venture subject to and upon the terms and conditions of the shareholders agreement dated 29 February 2024 and the supplemental shareholders agreement dated 29 October 2024 entered into between BKGD, FHB and ASB (“ASB Shareholder Agreement”), as well as the subscription agreement dated 29 February 2024 and the supplemental subscription agreement dated 29 October 2024 entered into between BKGD and FHB (“ASB Subscription Agreement”), 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 ASB Shareholder Agreement and/or ASB Subscription Agreement.

**THAT** to facilitate the Proposed ASB Joint Venture, approval be and is hereby given to:

- (a) BKGD to subscribe for 5,833,334 new ASB Shares at a total cash consideration of RM5,833,334 in accordance with the terms and conditions of the ASB Shareholder Agreement;
- (b) BKGD to issue and allot 1,100,000 new BKGD RPS to FHB at a total consideration of RM110.00 and shall be redeemed at a total redemption sum of RM1,100,000.00 in accordance with the terms and conditions of the ASB Subscription Agreement; and
- (c) BKGD to undertake a commercial development project known as Aricia Residence on a parcel of freehold land held under H.S.(D) 123516, PT 50006 (formerly held under as Geran 25272, Lot 3240 and Geran 37713, Lot 260 prior to amalgamation), Seksyen 92, Bandar Kuala Lumpur, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan Kuala Lumpur (“ASB Land”), in accordance with the terms and conditions of the ASB Shareholder Agreement.

**AND THAT** authority be and is hereby given to the Board of Directors of the Company (“Board”) to give full effect to the ASB Shareholder Agreement, ASB Subscription Agreement and/or Proposed ASB Joint Venture 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 ASB Shareholder Agreement, ASB Subscription Agreement and/or Proposed ASB Joint Venture.”

**ORDINARY RESOLUTION 2**

**PROPOSED SUBSCRIPTION BY BKG DEVELOPMENT SDN BHD (“BKGD”), A WHOLLY-OWNED SUBSIDIARY OF THE COMPANY, OF 1,166,667 NEW ORDINARY SHARES IN DAWN LAND SDN BHD (FORMERLY KNOWN AS FIAMMA LAND SDN BHD) (“DLSB”) (“DLSB SHARE(S)”), A WHOLLY-OWNED SUBSIDIARY OF FIAMMA HOLDINGS BERHAD (“FHB”), REPRESENTING 70% OF THE ENLARGED ISSUED ORDINARY SHARES IN DLSB FOR A TOTAL CASH CONSIDERATION OF RM1,166,667 AND PROPOSED ISSUANCE OF 10,900,000 NEW REDEEMABLE PREFERENCE SHARES (“BKGD RPS”) BY BKGD TO FHB AT A TOTAL CONSIDERATION OF RM1,090.00 TO FACILITATE THE PARTIES JOINT DEVELOPMENT ON DLSB LAND (AS DEFINED BELOW) (“PROPOSED DLSB JOINT VENTURE”)**

“THAT subject to all approvals of the relevant authorities and/or persons (if required) being obtained, approval be and is hereby given to BKGD, a wholly-owned subsidiary of the Company to undertake the Proposed DLSB Joint Venture subject to and upon the terms and conditions of the shareholders agreement dated 29 February 2024 and the supplemental shareholders agreement dated 29 October 2024 entered into between BKGD, FHB and DLSB (“DLSB Shareholder Agreement”), as well as the subscription agreement dated 29 February 2024 and the supplemental subscription agreement dated 29 October 2024 entered into between BKGD and FHB (“DLSB Subscription Agreement”), 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 DLSB Shareholder Agreement and/or DLSB Subscription Agreement.

**THAT** to facilitate the Proposed DLSB Joint Venture, approval be and is hereby given to:

- (a) BKGD to subscribe for 1,166,667 new DLSB Shares at a total cash consideration of RM1,166,667 in accordance with the terms and conditions of the DLSB Shareholder Agreement;
- (b) BKGD to issue and allot 10,900,000 new BKGD RPS to FHB at a total consideration of RM1,090.00 and shall be redeemed at a total redemption sum of RM10,900,000.00 in accordance with the terms and conditions of the DLSB Subscription Agreement; and
- (c) BKGD to undertake a mixed commercial development project known as Dawn Residence on a parcel of freehold land held under H.S.(D) 123663, PT50001 (formerly held under Geran 9348, Lot 54, Geran 27778, Lot 74 and Geran 71341, Lot 192 prior to amalgamation), Seksyen 44, Bandar Kuala Lumpur, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan Kuala Lumpur measuring approximately 4,169 square meters (“DLSB Land”), in accordance with the terms and conditions of DLSB Shareholder Agreement.

**AND THAT** authority be and is hereby given to the Board of Directors of the Company (“Board”) to give full effect to the DLSB Shareholder Agreement, DLSB Subscription Agreement and/or Proposed DLSB Joint Venture 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 DLSB Shareholder Agreement, DLSB Subscription Agreement and/or Proposed DLSB Joint Venture.”

**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  
28 January 2025

**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 Lebuh 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 February 2025 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, 26 February 2025  
**Time** : 9.30 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 February 2025 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 <a href="https://web.vote2u.my">https://web.vote2u.my</a> . b. Click " <b>Sign Up</b> " 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 " <b>Next</b> ".

		<p>d. *Fill-in your details (note: create your own password). Then click "<b>Continue</b>".</p> <p>e. Upload softcopy of your identification card (MYKAD) (front only) (for Malaysian) or Passport (for non-Malaysian).</p> <p>f. Click "<b>Submit</b>" 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>
--	--	--

**B: REGISTER PROXY**

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

	<b>Description</b>	<b>Procedures</b>
i.	Submit Form of Proxy (hardcopy)	<p>The closing time to submit your hardcopy Form of Proxy is at <b>9.30 a.m., 24 February 2025, Monday.</b></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"> <li>○ MYKAD (for Malaysian) / Passport (for non-Malaysian) number of the Proxy</li> <li>○ *Email address of the Proxy</li> </ul> <p>b. Submit/Deposit the hardcopy Form of Proxy to <b>Suite 16.06, MWE Plaza, No. 8, Lebuhr Farquhar, 10200 George Town, Pulau Pinang.</b></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 <b>8.30 a.m., Wednesday, 26 February 2025</b>, 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 (for example, "CHGP EGM").</li><li>Check your details.</li><li>Click "<b>Watch Live</b>" button to view the live streaming.</li></ol>

### 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"><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 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"><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 votes.</li></ol> <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](mailto: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](mailto:vote2u@agmostudio.com)