

**CHIN HIN GROUP PROPERTY BERHAD**

(200101017677 (553434-U))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Chin Hin Group Property Berhad (“CHGP” or “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 Thursday, 27 May 2021 at 11.00 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, to pass the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED ACQUISITION BY STELLAR TRINITY SDN BHD (“STELLAR”), A WHOLLY-OWNED SUBSIDIARY OF BKG DEVELOPMENT SDN BHD, WHICH IN TURN IS A WHOLLY-OWNED SUBSIDIARY OF CHGP, OF TWO (2) PARCELS OF FREEHOLD LANDS IDENTIFIED AS LOT 651, GM 4036 AND LOT 652, GM 3418, MUKIM SERENDAH, DAERAH HULU SELANGOR, NEGERI SELANGOR (“FI LAND”) FROM FRAZEL ICON SDN BHD (“FISB”) FOR AN AGGREGATE CASH CONSIDERATION OF RM9,407,410.99, SUBJECT TO ADJUSTMENT (“PROPOSED ACQUISITION OF FI LAND”)

“THAT, subject to the approval of Ordinary Resolution 2 and all relevant approvals being obtained from the relevant authorities, approval be and is hereby given to Stellar to acquire the FI Land, for a total cash consideration of RM9,407,410.99, subject to adjustment, upon the terms and conditions as stated in the Sale and Purchase Agreements dated 27 January 2021 entered into between Stellar and FISB (including any amendment and/or extension thereof as mutually agreed).

AND THAT, authority be and is hereby given to the Directors of the Company to give full effect to the Proposed Acquisition of FI Land with full powers 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 Directors of the Company, 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 they may consider necessary to implement, finalise and give full effect to and complete the Proposed Acquisition of FI Land.

ORDINARY RESOLUTION 2

PROPOSED ACQUISITION BY STELLAR, A WHOLLY-OWNED SUBSIDIARY OF BKG DEVELOPMENT SDN BHD, WHICH IN TURN IS A WHOLLY-OWNED SUBSIDIARY OF CHGP, OF THREE (3) PARCELS OF FREEHOLD LANDS IDENTIFIED AS LOT 648, GM 3734, LOT 650, GM 4035 AND LOT 1301 GERAN 23462, MUKIM SERENDAH, DAERAH HULU SELANGOR OR ULU SELANGOR, NEGERI SELANGOR (“FW LAND”) FROM FRAZEL WORLD SDN BHD (“FWSB”) FOR AN AGGREGATE CASH CONSIDERATION OF RM45,114,934.03, SUBJECT TO ADJUSTMENT (“PROPOSED ACQUISITION OF FW LAND”)

“THAT, subject to approval of Ordinary Resolution 1 and all relevant approvals being obtained from the relevant authorities, approval be and is hereby given to Stellar to acquire the FW Land, for a total cash consideration of RM45,114,934.03, subject to adjustment, upon the terms and conditions as stated in the Sale and Purchase Agreements dated 27 January 2021 entered into between Stellar and FWSB (including any amendment and/or extension thereof as mutually agreed).

AND THAT, authority be and is hereby given to the Directors of the Company to give full effect to the Proposed Acquisition of FW Land with full powers 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 Directors of the Company, 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 they may consider necessary to implement, finalise and give full effect to and complete the Proposed Acquisition of FW Land.

ORDINARY RESOLUTION 3

PROPOSED ACQUISITION BY BOON KOON CAPITAL SDN BHD (“BKC”), A WHOLLY-OWNED SUBSIDIARY OF CHGP, OF A PARCEL OF FREEHOLD LAND IDENTIFIED AS HSD 52600, PT N 65618, BANDAR CYBERJAYA, DAERAH SEPANG, NEGERI SELANGOR (“CYBERJAYA LAND”) FROM SMD REAL ESTATE SDN BHD (“SMD”) FOR CASH CONSIDERATION OF RM50,223,329.60 (“PROPOSED ACQUISITION OF CYBERJAYA LAND”)

“THAT, subject to all relevant approvals being obtained from the relevant authorities, approval be and is hereby given to BKC to acquire the Cyberjaya Land, for a cash consideration of RM50,223,329.60, upon the terms and conditions as stated in the Sale and Purchase Agreement dated 8 February 2021 entered into between BKC and SMD (including any amendment and/or extension thereof as mutually agreed).

AND THAT, authority be and is hereby given to the Directors of the Company to give full effect to the Proposed Acquisition of Cyberjaya Land with full powers 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 Directors of the Company, 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 they may consider necessary to implement, finalise and give full effect to and complete the Proposed Acquisition of Cyberjaya Land.

ORDINARY RESOLUTION 4

PROPOSED ACQUISITION BY BOON KOON COMMERCIAL SDN BHD (“BOON KOON COMMERCIAL”), A WHOLLY-OWNED SUBSIDIARY OF BKG DEVELOPMENT SDN BHD, WHICH IN TURN IS A WHOLLY-OWNED SUBSIDIARY OF CHGP, OF A PARCEL OF FREEHOLD LAND IDENTIFIED AS LOT 484, GERAN 326333, PEKAN KINRARA, DAERAH PETALING, NEGERI SELANGOR (“KINRARA LAND”) FROM PERUMAHAN KINRARA BERHAD (“PKB”) FOR CASH CONSIDERATION OF RM59,765,600 (“PROPOSED ACQUISITION OF KINRARA LAND”)

“THAT, subject to all relevant approvals being obtained from the relevant authorities, approval be and is hereby given to Boon Koon Commercial to acquire the Kinrara Land, for a cash consideration of RM59,765,600, upon the terms and conditions as stated in the Sale and Purchase Agreement dated 18 February 2021 entered into between Boon Koon Commercial and PKB (including any amendment and/or extension thereof as mutually agreed).

AND THAT, authority be and is hereby given to the Directors of the Company to give full effect to the Proposed Acquisition of Kinrara Land with full powers 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 Directors of the Company, 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 they may consider necessary to implement, finalise and give full effect to and complete the Proposed Acquisition of Kinrara Land.

BY ORDER OF THE BOARD**CHEE WAI HONG (BC/C/1470)****SSM PC No. 202008001804****TAN SHE CHIA (MAICSA 7055087)****SSM PC No. 202008001923**

Company Secretaries

Penang

5 May 2021

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, 48, Jalan Chow Thye, 10050 Georgetown, Penang not less than 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 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 19 May 2021 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, all resolutions set out in this Notice will be put to vote by way of poll.