



Leong Hup International Berhad
Registration No.: 201401022577 (1098663-D)

NOTICE OF EIGHTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 8th Annual General Meeting of the Company will be conducted fully virtual through live streaming from the online meeting platform and online remote voting via the Remote Participation and Voting ("RPV") facilities at <https://tjih.online> on Friday, 17 June 2022 at 10.30 a.m. for the following purposes:

AGENDA

AS ORDINARY BUSINESS:

1. To receive the Audited Financial Statements for the financial year ended 31 December 2021 together with the Reports of the Directors and Auditors thereon. *(Please refer to the Explanatory Notes to the Agenda)*
2. To approve the payment of Directors' fees up to an aggregate amount of RM850,000 for the financial year ending 31 December 2022, to be paid quarterly in arrears. *(Ordinary Resolution 1)*
3. To approve the payment of Directors' benefits up to an aggregate amount of RM174,000 from the date of the forthcoming Annual General Meeting until the next Annual General Meeting of the Company. *(Ordinary Resolution 2)*
4. To re-elect the following Directors who are retiring in accordance with Clause 127 of the Constitution of the Company:-
 - (a) Tan Sri Dato' Lau Eng Guang *(Ordinary Resolution 3)*
 - (b) Tan Sri Lau Tuang Nguang *(Ordinary Resolution 4)*
 - (c) Mr Low Han Kee *(Ordinary Resolution 5)*
 - (d) Mr Tay Tong Poh *(Ordinary Resolution 6)*
 - (e) Datin Paduka Rashidah Binti Ramli *(Ordinary Resolution 7)*
5. To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. *(Ordinary Resolution 8)*

AS SPECIAL BUSINESS:

To consider and, if thought fit, to pass the following resolutions, with or without modifications:-

6. **Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016** *(Ordinary Resolution 9)*

"**THAT** pursuant to Sections 75 and 76 of the Companies Act 2016 and subject to the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of the relevant governmental/ regulatory authorities (if any), the Directors of the Company be and are hereby authorised to issue and allot shares in the Company from time to time until the conclusion of the next Annual General Meeting, at such price, upon such terms and conditions and for such purposes and to such persons whomsoever as the Directors may in their absolute discretion deem fit PROVIDED THAT the aggregate number of shares to be issued pursuant to this resolution, when aggregated with the total number of such shares issued during the preceding 12 months does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors be authorised to do all such things as they may deem fit and expedient in the best interest of the Company to give effect to the issuance of new shares under this resolution including making such applications to Bursa Malaysia Securities Berhad for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company held after the approval was given or at the expiry of the period within which the next Annual General Meeting is required to be held after the approval was given, whichever is earlier, unless revoked or varied by an ordinary resolution of the Company at a general meeting."

NOTICE OF EIGHTH ANNUAL GENERAL MEETING (CONT'D)

7. **Proposed Renewal of Shareholders' Mandate and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature** **(Ordinary Resolution 10)**

"THAT subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and/or its subsidiaries ("the Group") be and are hereby authorised to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.4 of Part A of the Circular to Shareholders dated 29 April 2022 provided that such transactions are: -

- (a) necessary for the Group's day-to-day operations;
- (b) undertaken in the ordinary course of business at arm's length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to the public; and
- (c) not detrimental to the interest of the minority shareholders of the Company.

THAT the authority conferred shall continue to be in force until: -

- (i) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at such Annual General Meeting whereby the authority is renewed; or
- (ii) the expiration of the period within which the next Annual General Meeting of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by a resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

AND THAT the Directors of the Company be hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or in the best interest of the Company to give effect to this resolution."

8. **Proposed Renewal of Authority for the Company to Purchase its own Shares** **(Ordinary Resolution 11)**
(**"Proposed Renewal of Share Buy-Back Authority"**)

"THAT subject always to the Companies Act 2016, the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and all other applicable laws, guidelines, rules and regulations, approval be and is hereby given for the Company to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Malaysia Securities Berhad upon such terms and conditions as the Directors of the Company may deem fit and expedient in the interest of the Company provided that:-

- (a) the aggregate number of ordinary shares in the Company purchased and/ or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company at any point in time;

NOTICE OF EIGHTH ANNUAL GENERAL MEETING (CONT'D)

- (b) the maximum funds to be allocated by the Company for the purpose of purchasing its ordinary shares shall not exceed the total retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase; and
- (c) the Directors of the Company may decide either to retain the shares so purchased as treasury shares or cancel the shares so purchased or retain part of the shares so purchased and cancel the remainder or resell the treasury shares on Bursa Malaysia Securities Berhad or distribute the treasury shares as dividends or transfer the treasury shares under an employees' share scheme or as purchase consideration or otherwise use the treasury shares for such other purpose in the manner as prescribed by the applicable laws, guidelines, rules and regulations.

THAT the authority conferred by this resolution will be effective upon the passing of this resolution and will continue to be in force until:

- (a) the conclusion of the next Annual General Meeting of the Company, at which time it shall lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
- (b) the expiration of the period within which the next Annual General Meeting of the Company after that date is required by law to be held; or
- (c) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own shares before the aforesaid expiry date and, in any event, in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT authority be and is hereby given to the Directors of the Company to take all such steps to implement, finalise and give full effect to the Proposed Renewal of Share Buy-Back Authority with full power to assent to any conditions, modifications, variations and/or amendments as may be required by the relevant authorities or as the Directors deem fit and expedient at their discretion in the best interest of the Company."

- 9. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

By Order of the Board

LUM SOW WAI (MAICSA 7028519) (SSM PC NO. 202008002373)
TAN LAI KAI (MIA 41018) (SSM PC NO. 202008002788)
TE HOCK WEE (MAICSA 7054787) (SSM PC NO. 202008002124)
LIM HOOI MOOI (MAICSA 0799764) (SSM PC NO. 201908000134)
Companies Secretaries
Kuala Lumpur

29 April 2022

NOTICE OF EIGHTH ANNUAL GENERAL MEETING (CONT'D)

NOTES:

1. *The 8th Annual General Meeting will be conducted fully virtual through live streaming from the online meeting platform at <https://tjih.online>.*

Shareholders are to attend, speak (including posing question to the Board via real time submission of typed texts) and vote remotely at the 8th Annual General Meeting via the RPV provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIH Online website at <https://tjih.online>.

For further information, kindly refer to the Administrative Guide for the 8th Annual General Meeting.

2. *For the 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, a Record of Depositors as at 10 June 2022. Only a member whose name appears on this Record of Depositors shall be entitled to attend this meeting or appoint a proxy to attend, participate, speak and vote on his/her/its behalf.*
3. *A member who is entitled to attend and vote at a general meeting may appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.*
4. *A member who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the general meeting.*
5. *Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.*
6. *Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.*
7. *Where a member, an authorised nominee or an exempt authorised nominee appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall not be valid unless he specifies the proportion of his shareholdings to be represented by each proxy.*
8. *The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 8th Annual General Meeting or adjourned general meeting at which the person named in the appointment proposes to vote:*
 - (i) *In hard copy form*
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 or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
 - (ii) *By electronic means via Tricor TIH Online website at <https://tjih.online>*
Please refer to the Administrative Guide of the 8th Annual General Meeting for further information on electronic submission of proxy form via TIH Online.

NOTICE OF EIGHTH ANNUAL GENERAL MEETING (CONT'D)

9. *Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the general meeting or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.*
10. *Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.*
11. *Last date and time for lodging the proxy form is Wednesday, 15 June 2022 at 10.30 a.m.*
12. *For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please deposit the **ORIGINAL** certificate of appointment executed in the manner as stated in the proxy form with the Share Registrar of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia if this has not been lodged at the Company's Share Registrar's office earlier.*
13. *Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of the 8th Annual General Meeting will be put to vote by way of poll.*

EXPLANATORY NOTES TO THE AGENDA

(i) Item 1 of the Agenda
Audited Financial Statements for the financial year ended 31 December 2021

This item is meant for discussion only. The provision of Section 248(2) and Section 340(1)(a) of the Companies Act 2016 require that the audited financial statements and the Reports of the Directors and Auditors thereon be laid before the Company at its Annual General Meeting. As such, this Agenda item is not a business which requires a motion to be put forward to vote by shareholders.

(ii) Ordinary Resolution 1
Payment of Directors' fees

The Directors' fees proposed for the financial year ending 31 December 2022 are calculated based on the current board size and provisional sum for appointment of a new Independent Director to the Board. This resolution is to facilitate payment of Directors' fees on current financial year basis. The payment of the Directors' fees will only be made quarterly in arrears if the proposed Ordinary Resolution 1 has been passed at the 8th Annual General Meeting of the Company.

(iii) Ordinary Resolution 2
Payment of Directors' benefits

Directors' benefits consist of meeting allowance payable to Independent Non-Executive Directors and in determining the estimated amount, the Board of Directors ("Board") has considered various factors including the current board size and the number of scheduled meetings for the Board and Board Committees for the period from the date of the forthcoming Annual General Meeting until the next Annual General Meeting as well as the number of Independent Non-Executive Directors involved in the meeting. In the event the proposed amount is insufficient (due to more meetings or enlarged board size), approval will be sought at the next Annual General Meeting for the shortfall.

NOTICE OF EIGHTH ANNUAL GENERAL MEETING (CONT'D)

(iv) **Ordinary Resolutions 3 to 7**
Re-election of Directors

Tan Sri Dato' Lau Eng Guang, Tan Sri Lau Tuang Nguang, Mr Low Han Kee, Mr Tay Tong Poh and Datin Paduka Rashidah Binti Ramli are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 8th Annual General Meeting.

The profiles of the Directors who are standing for re-election are as follows: -

Ordinary Resolution 3 – Tan Sri Dato' Lau Eng Guang (Non-Independent Executive Director & Group Business Strategist)	
Nationality/ Age/ Gender	Malaysian/ 67/ Male
Present Directorship(s)	➤ Comfort Gloves Berhad
Family relationship with any Director and/or major shareholder of the Company	He is the brother of Lau Chia Nguang and Tan Sri Lau Tuang Nguang, and the uncle of Datuk Lau Joo Hong, Lau Joo Han and Lau Joo Keat who are the Directors/ major shareholders of the Company.
Working experience	He has over 43 years of experience and expertise in the integrated livestock industry. In 1978, he joined one of the Group's subsidiaries where he oversaw its finances and corporate affairs. He is responsible for the Group's business strategies and risk management and has been involved in various aspects of the Group's operations.

Ordinary Resolution 4 – Tan Sri Lau Tuang Nguang (Non-Independent Executive Director & Group Chief Executive Officer)	
Nationality/ Age/ Gender	Malaysian/ 63/ Male
Present Directorship(s)	–
Family relationship with any Director and/or major shareholder of the Company	He is the brother of Lau Chia Nguang and Tan Sri Dato' Lau Eng Guang, and the uncle of Datuk Lau Joo Hong, Lau Joo Han and Lau Joo Keat who are the Directors/ major shareholders of the Company.
Working experience	He has over 38 years of experience and expertise in the integrated livestock industry. He began his career in the family farm business at one of the Group's subsidiaries where he gained experience through running the operations of the Grand Parent Stock and breeder farms and was director from 1978 to October 2018. He was appointed as the Group's Chief Executive Officer on 13 June 2018 and was re-appointed to the Board on 23 November 2018. As the Group Chief Executive Officer, he oversees the entire business operations of the Group covering Malaysia, Singapore, Indonesia, Vietnam and the Philippines.

Ordinary Resolution 5 – Low Han Kee (Senior Independent Non-Executive Director)	
Nationality/ Age/ Gender	Malaysian/ 62/ Male
Present Directorship(s)	➤ Amway Malaysia Holdings Berhad ("AMHB")
Family relationship with any Director and/or major shareholder of the Company	He has no family relationship with any Director/major shareholder of the Company.
Working experience	He has more than 32 years of financial expertise, having held senior finance positions in public listed companies, namely AMHB and Mulpha International Berhad ("Mulpha"). He began his career with Ernst & Whinney (now known as Ernst and Young). From 1985 until 1990, he was attached to Mulpha. He then joined Amway (Malaysia) Sdn Bhd as Divisional Manager, Finance & Administration. Prior to his retirement in 2016, he served as Managing Director of AMHB. He also served as President of Amway South East Asia, Australia and New Zealand where he had led the successful opening of Amway's group business in South East Asia including Singapore, Brunei and Vietnam from 2005-2016.

**NOTICE OF EIGHTH ANNUAL GENERAL MEETING
(CONT'D)**

Ordinary Resolution 6 – Tay Tong Poh (Independent Non-Executive Director)	
Nationality/ Age/ Gender	Malaysian/ 60/ Male
Present Directorship(s)	–
Family relationship with any Director and/or major shareholder of the Company	He has no family relationship with any Director/major shareholder of the Company.
Working experience	He has 18 years of experience in corporate banking, corporate finance, project finance, leveraged finance and debt capital markets in J.P Morgan Securities (Asia Pacific) Limited (“JP Morgan”) and held various senior management positions in JP Morgan with his last designation as managing director of Debt Capital Markets, Asia Pacific. He started his career in Chase Manhattan Bank, Singapore (“CMB”). He was the Head of Investment Banking and Executive Vice President of United Overseas Bank Limited (“UOB”) from 2006-2011 and managing director and Head of Portfolio Management of Affinity from 2011-2018.

Ordinary Resolution 7 – Datin Paduka Rashidah Binti Ramli (Independent Non-Executive Director)	
Nationality/ Age/ Gender	Malaysian/ 62/ Female
Present Directorship(s)	–
Family relationship with any Director and/or major shareholder of the Company	She has no family relationship with any Director/major shareholder of the Company.
Working experience	She began her career in 1984 as an Administrative and Diplomatic Officer and served at various senior levels in the Ministry of Foreign Affairs of Malaysia, including the Southeast Asia Division, Development Division and Chief of Inspectorate. She also had foreign postings in Singapore and Canada, and was Ambassador (in residence) to the Republic of Ecuador and the Republic of Colombia. In 2010, she was appointed as the Director General of the Southeast Asia Regional Centre for Counter-Terrorism, Ministry of Foreign Affairs until her retirement in 2017.

Saved as disclosed in the 2021 Annual Report, all the retiring Directors have no conflict of interest with the Company.

The Board had, through the Nomination Committee, carried out the necessary assessment on the aforesaid Directors and concluded that they met the criteria as prescribed under Paragraph 2.20A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad on character, experience, integrity, competence and time commitment to effectively discharge their roles as Directors. The aforesaid Directors have devoted sufficient time to carry out their responsibilities throughout their tenure. They also possess relevant qualification, knowledge and experience which complement the Board’s competencies. Tan Sri Dato’ Lau Eng Guang and Tan Sri Lau Tuang Nguang have vast experience in the integrated livestock industry and are able to provide valuable input to steer the Company forward. The three (3) Independent Directors have exercised due care and carried out their professional duties proficiently during their tenure as Independent Non-Executive Directors of the Company. They remain objective and independent in expressing their view and participating in Board’s deliberation and decision-making process.

Based on the above, the Board is supportive of the re-election of the aforesaid retiring Directors.

NOTICE OF EIGHTH ANNUAL GENERAL MEETING (CONT'D)

(v) **Ordinary Resolution 8**
Re-appointment of Auditors

The Board had, through the Audit and Risk Committee, considered the re-appointment of PricewaterhouseCoopers PLT as Auditors of the Company. The factors considered by the Audit and Risk Committee in making the recommendation to the Board to table their re-appointment at the 8th Annual General Meeting are disclosed in the Corporate Governance Overview Statement of the 2021 Annual Report.

(vi) **Ordinary Resolution 9**
Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016

The proposed Ordinary Resolution 9, if passed, will empower the Directors to issue and allot up to a maximum of 10% of the total number of issued shares of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This authority will, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next Annual General Meeting or the expiration of the period within which the next Annual General Meeting is required by law to be held, whichever is the earlier.

This is a renewal of the mandate obtained from shareholders at the last Annual General Meeting held on 25 June 2021. The mandate is to provide flexibility to the Company to issue new securities without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional costs and time.

The purpose of this general mandate, if passed, will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company for fund raising exercise including but not limited to further placement of shares for purpose of funding current and/or future investment projects, working capital, repayment of bank borrowings, acquisitions or such other application as the Directors may deem fit in the best interest of the Company.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last Annual General Meeting held on 25 June 2021 and the mandate will lapse at the conclusion of the 8th Annual General Meeting.

(vii) **Ordinary Resolution 10**
Proposed Renewal of Shareholders' Mandate and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed Ordinary Resolution 10, if passed, will allow the Group to enter into recurrent related party transactions of a revenue or trading nature with its related parties as identified in Section 2.4 of Part A of the Circular to Shareholders dated 29 April 2022 in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad without the necessity to convene separate general meetings to seek shareholders' approval as and when such recurrent related party transactions occur. This would reduce substantial administrative time and expenses associated with the convening of such meetings without compromising the corporate objectives of the Group or affecting the business opportunities available to the Group. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company and is subject to renewal on an annual basis. Further details relating to this proposed resolution are set out in Part A of the Circular to Shareholders dated 29 April 2022, which is available at the Company's website at <https://www.leonghupinternational.com/investor/generalmeeting/>.

(viii) **Ordinary Resolution 11**
Proposed Renewal of Share Buy-Back Authority

The proposed Ordinary Resolution 11, if passed, will empower the Company to purchase its own shares up to ten per centum (10%) of the total number of issued shares of the Company. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

Further information relating to this proposed resolution is set out in Part B of the Statement to Shareholders dated 29 April 2022, which is available at the Company's website at <https://www.leonghupinternational.com/investor/generalmeeting/>.

NOTICE OF EIGHTH ANNUAL GENERAL MEETING (CONT'D)

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the Annual General Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Annual General Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Annual General Meeting (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

This page has been intentionally left blank

PROXY FORM



LEONG HUP INTERNATIONAL BERHAD
 Registration No. 201401022577 (1098663-D)
 (Incorporated in Malaysia)

CDS Account No.

No. of shares held

I/We Tel.
[Full name in block, MyKad/Passport/Company No.]

of
[Full address]

being a Member of the abovenamed Company, hereby appoint the following person(s):

Full Name (in Block Letters)	MyKad/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address:			

and

Full Name (in Block Letters)	MyKad/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address:			

or failing him/her, the Chairman of the meeting, as my/our proxy to vote for me/us and on my/our behalf at the 8th Annual General Meeting of the Company which will be conducted fully virtual through live streaming from the online meeting platform and online remote voting via the Remote Participation and Voting ("RPV") facilities at <https://tjih.online> on Friday, 17 June 2022 at 10.30 a.m. or at any adjournment thereof, and to vote as indicated below:

Description of Resolution	Resolution	FOR	AGAINST
To approve the payment of the Directors' fees of up to RM850,000 for the financial year ending 31 December 2022, to be paid quarterly in arrears.	Ordinary Resolution 1		
To approve the payment of Directors' benefits up to an aggregate amount of RM174,000 from the date of the forthcoming Annual General Meeting until the next Annual General Meeting of the Company.	Ordinary Resolution 2		
To re-elect Tan Sri Dato' Lau Eng Guang as Director.	Ordinary Resolution 3		
To re-elect Tan Sri Lau Tuang Nguang as Director.	Ordinary Resolution 4		
To re-elect Mr Low Han Kee as Director.	Ordinary Resolution 5		
To re-elect Mr Tay Tong Poh as Director.	Ordinary Resolution 6		
To re-elect Datin Paduka Rashidah Binti Ramli as Director.	Ordinary Resolution 7		
To re-appoint PricewaterhouseCoopers PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.	Ordinary Resolution 8		
Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016.	Ordinary Resolution 9		
Proposed Renewal of Shareholders' Mandate and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.	Ordinary Resolution 10		
Proposed Renewal of Share Buy-Back Authority.	Ordinary Resolution 11		

(Please indicate with "X" how you wish your vote to be cast. If no instruction as to voting is given, the proxy will vote or abstain from so doing at his/her discretion.)

Signed this day of

 Signature*
 Member

***Manner of execution:**

- (a) If you are an individual member, please sign where indicated.
- (b) If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
- (c) If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
 - (i) at least two (2) authorised officers, one of whom shall be a director; or
 - (ii) any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.

NOTES:

1. The 8th Annual General Meeting will be conducted fully virtual through live streaming from the online meeting platform at <https://tjih.online>. Shareholders are to attend, speak (including posing question to the Board via real time submission of typed texts) and vote remotely at the 8th Annual General Meeting via the RPV provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIH Online website at <https://tjih.online>. For further information, kindly refer to the Administrative Guide for the 8th Annual General Meeting.
2. For the 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, a Record of Depositors as at 10 June 2022. Only a member whose name appears on this Record of Depositors shall be entitled to attend this meeting or appoint a proxy to attend, participate, speak and vote on his/her/its behalf.
3. A member who is entitled to attend and vote at a general meeting may appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his place. A proxy may but need not be a member of the Company.
4. A member who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the general meeting.
5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.



6. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.
7. Where a member, an authorised nominee or an exempt authorised nominee appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall not be valid unless he specifies the proportion of his shareholdings to be represented by each proxy.
8. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 8th Annual General Meeting or adjourned general meeting at which the person named in the appointment proposes to vote:
 - (i) In hard copy form
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 or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
 - (ii) By electronic means via Tricor TIH Online website at <https://tih.online>
Please refer to the Administrative Guide of the 8th Annual General Meeting for further information on electronic submission of proxy form via TIH Online.
9. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Company's Share Registrar at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the general meeting or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
10. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.
11. Last date and time for lodging the proxy form is Wednesday, 15 June 2022 at 10.30 a.m.
12. For a corporate member who has appointed a representative instead of a proxy to attend this meeting, please deposit the **ORIGINAL** certificate of appointment executed in the manner as stated in the proxy form with the Share Registrar of the Company at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia if this has not been lodged at the Company's Share Registrar's office earlier.
13. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of the 8th Annual General Meeting will be put to vote by way of poll.

2nd Fold Here

AFFIX
STAMP

THE SHARE REGISTRAR
LEONG HUP INTERNATIONAL BERHAD
Registration No. 201401022577 (1098663-D)
Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3
Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur

1st Fold Here

ADMINISTRATIVE GUIDE FOR THE 8TH ANNUAL GENERAL MEETING OF LEONG HUP INTERNATIONAL BERHAD

Day and Date : Friday, 17 June 2022
Time : 10.30 a.m.
Online Meeting Platform : **TIIH Online** website at <https://tiih.online/>.

FULLY VIRTUAL 8TH ANNUAL GENERAL MEETING (“8TH AGM”)

In view of the COVID-19 outbreak and as part of the safety measures, the 8th AGM of the Company will be conducted fully virtual through **live streaming from the online meeting platform** and online remote voting via the Remote Participation and Voting (“**RPV**”) Facilities via TIIH Online provided by Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) via its website at <https://tiih.online/>.

GENERAL MEETING RECORD OF DEPOSITORS

For the purposes of determining a member who shall be entitled to attend the 8th AGM, the Company shall be requesting a General Meeting Record of Depositors as at 10 June 2022 (“General Meeting ROD”). Members whose names appear in the General Meeting ROD shall be entitled to attend, participate, speak and vote at the 8th AGM or appoint proxies or corporate representatives to attend and/or vote on the members’ behalf.

REMOTE PARTICIPATION AND VOTING FACILITIES

Shareholders or proxies are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, “participate”) remotely at the 8th AGM using RPV provided by Tricor via its **TIIH Online** website at <https://tiih.online/>.

A shareholder who has appointed a proxy(ies) or attorney(s) or authorised representative(s) to participate at this 8th AGM via RPV must request his/her proxy(ies) or attorney or authorised representative(s) to register himself/herself for RPV at TIIH Online website at <https://tiih.online/>. Please refer to the Procedures for RPV section as set out below for further information.

As the 8th AGM is a virtual meeting, shareholders who are unable to participate in this 8th AGM may appoint the Chairperson of the meeting as his/her proxy and indicate the voting instructions in the proxy form.

PROCEDURES FOR RPV

Shareholders/proxies/authorised representatives/attorneys who wish to participate at the 8th AGM remotely using the RPV facilities are required to follow the requirements and procedures as summarised below: -

Before the day of the 8th AGM

Procedure	Action
a. Register as a user with TIIH Online	<ul style="list-style-type: none">• Using your computer, access the website at https://tiih.online/.• Register as a user under the “e-Services”, select the “Create Account by Individual Holder”. Refer to the tutorial guide posted on the homepage for assistance.• Registration as a user will be approved within one (1) working day and you will be notified via e-mail.• If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that the remote participation is available for registration at TIIH Online.
b. Submit your request for RPV	<ul style="list-style-type: none">• Registration is open from Friday, 29 April 2022 until such time before voting session ends at the 8th AGM on Friday, 17 June 2022.• Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 8th AGM to ascertain their eligibility to participate in the 8th AGM using the RPV facilities.• Login with your user ID and password and select the corporate event: “(REGISTRATION) LEONG HUP INTERNATIONAL BERHAD 8th AGM”.• Read and agree to the Terms & Conditions and confirm the Declaration.• Select “Register for Remote Participation and Voting”.• Review your registration and proceed to register.• TIIH Online system will send an e-mail to notify that your registration for remote participation is received and will be verified.• After verification of your registration against the General Meeting ROD as at 10 June 2022, TIIH Online system will send you an e-mail on or after 15 June 2022 to approve or reject your registration for remote participation. <p><i>(Note: Please allow sufficient time for the approval of new user of TIIH Online as well as registration for the RPV.)</i></p>

On the day of the 8th AGM

Procedure	Action
c. Login to TIIH Online	<ul style="list-style-type: none">• Login with your user ID and password for remote participation at the 8th AGM at any time from 9.30 a.m. i.e., 1 hour before the commencement of the 8th AGM on Friday, 17 June 2022 at 10.30 a.m.
d. Participate through Live Streaming	<ul style="list-style-type: none">• Select the corporate event: “(LIVE STREAM MEETING) LEONG HUP INTERNATIONAL BERHAD 8th AGM” to engage in the proceedings of the 8th AGM remotely.• If you have any question for the Chairperson/Board of Directors (“Board”), you may use the Query Box to transmit your question. The Chairperson/Board will endeavor to respond to questions submitted by remote participants during the 8th AGM. If there is time constraint, the responses will be published in the corporate website earliest possible, after the meeting.
e. Online remote voting	<ul style="list-style-type: none">• Voting session commences from 10.30 a.m. on Friday, 17 June 2022 until a time when the Chairperson announces the completion of the voting session of the 8th AGM.• Select the corporate event: “(REMOTE VOTING) LEONG HUP INTERNATIONAL BERHAD 8th AGM”.• Read and agree to the Terms & Conditions and confirm the Declaration.• Select the CDS account that represents your shareholdings.• Indicate your votes for the resolutions that are tabled for voting.• Confirm and submit your votes.
f. End of remote participation	<ul style="list-style-type: none">• Upon the announcement by the Chairperson on the closure of the 8th AGM, the live streaming will end.

Note to users of the RPV facilities:

1. Should your application to join the 8th AGM be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.
2. The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.
3. In the event you encounter any issues with logging-in, connection to the live stream meeting or online voting, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 for assistance or e-mail to tiih.online@my.tricorglobal.com for assistance.

APPOINTMENT OF PROXY OR ATTORNEY OR AUTHORISED REPRESENTATIVE

Shareholders who appoint proxy(ies) to participate via RPV at the 8th AGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to Tricor not later than **Wednesday, 15 June 2022 at 10.30 a.m.**

The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner:

(i) In hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(ii) By electronic form

The proxy form can be submitted electronically with the Share Registrar of the Company via TIH Online at <https://tjih.online/>. Kindly refer to the Procedure for Electronic Submission of Proxy Form section as set out below for further information.

Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **Wednesday, 15 June 2022 at 10.30 a.m.** to participate via RPV in the 8th AGM. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **Wednesday, 15 June 2022 at 10.30 a.m.** to participate via RPV in the 8th AGM. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
- (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) at least two (2) authorised officers, one of whom shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

PROCEDURE FOR ELECTRONIC SUBMISSION OF PROXY FORM

The procedures to submit your proxy form electronically via Tricor's TIIH Online website are summarised below:-

Procedure	Action
i. Steps for individual shareholders	
a. Register as a User with TIIH Online	<ul style="list-style-type: none"> Using your computer or smartphone, please access the website at https://tiih.online/. Register as a user under the “e-Services” by selecting “Create Account by Individual Holder”. Please do refer to the tutorial guide posted on the homepage for assistance. If you are already a user with TIIH Online, you are not required to register again.
b. Proceed with submission of Proxy Form	<ul style="list-style-type: none"> After the release of the Notice of 8th AGM by the Company, login with your username (i.e., e-mail address) and password. Select the corporate event: “LEONG HUP INTERNATIONAL BERHAD 8th AGM - SUBMISSION OF PROXY FORM”. Read and agree to the Terms and Conditions and confirm the Declaration. Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf. Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairperson as your proxy. Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote. Review and confirm your proxy(ies) appointment. Print the proxy form for your record.
ii. Steps for corporation or institutional shareholders	
a. Register as a User with TIIH Online	<ul style="list-style-type: none"> Access TIIH Online at https://tiih.online/. Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects the “Create Account by Representative of Corporate Holder”. Complete the registration form and upload the required documents. Registration will be verified, and you will be notified by e-mail within one (1) to two (2) working days. Proceed to activate your account with the temporary password given in the e-mail and re-set your own password. <p><i>Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.</i></p>
b. Proceed with submission of Proxy Form	<ul style="list-style-type: none"> Login to TIIH Online at https://tiih.online/. Select the corporate event: “LEONG HUP INTERNATIONAL BERHAD 8th AGM - SUBMISSION OF PROXY FORM”. Read and agree to the Terms & Conditions and confirm the Declaration. Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein.

Procedure	Action
	<ul style="list-style-type: none"> • Prepare the file for the appointment of proxy(ies) by inserting the required data. • Submit the proxy appointment file. • Proceed to upload the duly completed proxy appointment file. • Select “Submit” to complete your submission. • Print the confirmation report of your submission for your record.

ANNUAL REPORT 2021

The following documents are available at the Company’s website at <https://www.leonghupinternational.com/investor/generalmeeting/>:

- (a) Annual Report 2021
- (b) Corporate Governance Report 2021
- (c) Circular to Shareholders in relation to the Proposed Renewal of Shareholders’ Mandate and Proposed New Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature and Statement to Shareholders in relation to the Proposed Renewal of Authority for the Company to Purchase its own Shares
- (d) Notice of 8th AGM
- (e) Proxy Form
- (f) Administrative Guide for the 8th AGM

You may request for printed copy of the Annual Report 2021 via TIIH Online at <https://tiih.online/> by selecting “Request for Annual Report/Circular” under the “Investor Services”. Alternatively, you may also make your request through telephone/email to the Share Registrar at the number/email address stated below.

PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

Shareholders may submit questions for the Board in advance of the 8th AGM via Tricor’s TIIH Online website at <https://tiih.online/> by selecting “e-Services” to login, pose questions and submit electronically no later than **Wednesday, 15 June 2022 at 10.30 a.m.** The Board will endeavor to answer the questions received at the 8th AGM.

POLL VOTING

The voting at the 8th AGM will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of **electronic voting (e-voting)**.

Shareholders or proxy(ies) or corporate representative(s) or attorney(s) can proceed to vote on the resolutions at any time from the commencement of the 8th AGM at **10.30 a.m.** on **Friday, 17 June 2022** but before the end of the voting session which will be announced by the Chairperson of the meeting. Kindly refer to item (e) of the above Procedures for RPV for guidance on how to vote remotely via TIIH Online website at <https://tiih.online/>.

Upon completion of the voting session for the 8th AGM, the Scrutineers will verify and announce the poll

results followed by the Chairperson's declaration whether the resolutions are duly passed.

DOOR GIFT/FOOD VOUCHER

There will be no door gifts or food vouchers for shareholders/proxies/authorised representatives who participate in the 8th AGM.

NO RECORDING OR PHOTOGRAPHY

Unauthorised recording and photography are strictly prohibited at the 8th AGM.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours from Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line : +603-2783 9299

Fax Number : +603-2783 9222

E-mail : is.enquiry@my.tricorglobal.com