



HIL INDUSTRIES BERHAD
(Registration No. 196901000472 (8812-W))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“**EGM**”) of HIL Industries Berhad (“**HIL**” or the “**Company**”) will be held at Bukit Kemuning Golf & Country Resort, Lot 6031, Batu 7, Bukit Kemuning, 42450 Shah Alam, Selangor Darul Ehsan on Wednesday, 12 January 2022 at 11.30 a.m. to consider and if thought fit, to pass the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED JOINT VENTURES BETWEEN AMVERTON PROP SDN BHD (“AMVERTON PROP”), A WHOLLY-OWNED SUBSIDIARY OF HIL, WITH UNIK SEJATI SDN BHD (“UNIK SEJATI”) AND AMVERTON CAREY GOLF & ISLAND RESORT SDN BHD (“AMVERTON CAREY”) TO UNDERTAKE RESIDENTIAL DEVELOPMENTS ON 3 PARCELS OF LAND LOCATED IN MUKIM SUNGAI BULOH AND MUKIM JUGRA, SELANGOR (“PROPOSED JOINT VENTURES ON PARCELS A, C AND D”)

“THAT subject to the approvals being obtained from the relevant authorities and/or parties as set out in the conditional Joint Venture Agreements dated 20 April 2021 as supplemented in 18 November 2021 (“**JVA A, JVA C and JVA D**”) entered into between Amverton Prop with Unik Sejati and Amverton Carey, approval be and is hereby given to Amverton Prop to undertake residential developments on 3 parcels of land located in Mukim Sungai Buloh and Mukim Jugra, Selangor, upon the terms and conditions of the JVA A, JVA C and JVA D.

AND THAT the Board of Directors of the Company and/or Amverton Prop, be and is/are hereby authorised and empowered to do all such acts, deeds and things and to execute, sign and deliver, on behalf of the Company and/or Amverton Prop, all such documents to give effect to the Proposed Joint Ventures on Parcels A, C and D with full power to assent to any conditions, modifications, variations and/or amendments to the terms of the Proposed Joint Ventures on Parcels A, C and D in any manner in the best interest of the Company and/or Amverton Prop or as may be required or imposed by the relevant authorities and/or parties and to take all such steps as it may consider necessary or expedient to implement, finalise and give full effect to the Proposed Joint Ventures on Parcels A, C and D.”

ORDINARY RESOLUTION 2

PROPOSED JOINT VENTURE BETWEEN AMVERTON PROP, A WHOLLY-OWNED SUBSIDIARY OF HIL, WITH PEMBINAAN KESENTOSAAN SDN BHD (“PEMBINAAN KESENTOSAAN”) TO UNDERTAKE RESIDENTIAL DEVELOPMENTS ON 2 PARCELS OF LAND LOCATED IN MUKIM KLANG, SELANGOR (“PROPOSED JOINT VENTURE ON PARCEL B”)

“THAT subject to the approvals being obtained from the relevant authorities and/or parties as set out in the conditional Joint Venture Agreements dated 20 April 2021 as supplemented on 18 November 2021 (“**JVA B**”) entered into between Amverton Prop with Pembinaan Kesentosaan, approval be and is hereby given to Amverton Prop to undertake residential developments on 2 parcels of land located in Mukim Klang, Selangor, upon the terms and conditions of the JVA B.

AND THAT the Board of Directors of the Company and/or Amverton Prop, be and is/are hereby authorised and empowered to do all such acts, deeds and things and to execute, sign and deliver, on behalf of the Company and/or Amverton Prop, all such documents to give effect to the Proposed Joint Venture on Parcel B with full power to assent to any conditions, modifications, variations and/or amendments to the terms of the Proposed Joint Venture on Parcel B in any manner in the best interest of the Company and/or Amverton Prop or as may be required or imposed by the relevant authorities and/or parties and to take all such steps as it may consider necessary or expedient to implement, finalise and give full effect to the Proposed Joint Venture on Parcel B.”

BY ORDER OF THE BOARD

CHEAM TAU CHERN
Company Secretary
(MIA 18593)
[SSM Practicing Certificate No.: 201908000002]

Klang, Selangor
28 December 2021

Notes:

- (a) A member entitled to attend and vote at this EGM is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company.
- (b) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- (c) Where a member appoints more than one proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- (d) 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 SICDA which is exempted from compliance with the provisions of Section 25A(1) of the SICDA.
- (e) The instrument appointing the proxy must be deposited at the office of the Company’s Share Registrar, **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 can be electronically submitted to the Company’s Share Registrar via **TIIH Online** (<https://tiih.online>), not less than 48 hours before the time for holding the AGM or adjournment thereof, and in default the instrument of proxy shall not be treated as valid.
- (f) Only members whose names appear in the Record of Depositors as at 5 January 2022 will be entitled to attend the meeting or appoint proxies to attend and/or vote on his/her behalf.
- (g) Please ensure that ALL the particulars as required in the proxy form are completed and that the proxy form is signed and dated accordingly.
- (h) The last date and time for lodging the proxy form is Monday, 10 January 2022 at 11.30 a.m.
- (i) For a corporate member who has appointed a representative instead of a proxy to participate in this EGM, please deposit the **ORIGINAL** certificate of appointment executed in the manner as stated in the proxy form if this has not been lodged with the Company’s Share Registrar earlier.
- (j) It is important that you read the Notification to Shareholders and Administrative Guide for the conduct of this EGM.
- (k) Shareholders are advised to check the Company’s website at <https://www.hil.com.my> and announcements from time to time for any changes to the administration of this EGM that may be necessitated by changes to the directives, safety and precautionary requirements and guidelines prescribed by the Government of Malaysia, the Ministry of Health, the Malaysia National Security Council, Securities Commission of Malaysia and/or other relevant authorities.
- (l) Pursuant to Paragraph 8.29A(1) of Bursa Malaysia Securities Berhad Main Market Listing Requirements, all resolutions set out in the Notice of EGM will be put to vote by poll.