



LEONG HUP INTERNATIONAL BERHAD

Registration No. 201401022577 (1098663-D)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("**EGM**") of Leong Hup International Berhad ("**LHI**" or "**Company**") will be conducted fully virtual through live streaming from the online meeting platform via TIH Online at <https://tiah.online> on Friday, 31 May 2024 at 12.00 noon or immediately upon the conclusion or adjournment (as the case may be) of the 10th Annual General Meeting of the Company which has been scheduled to be held in the same manner on the same day at 11.00 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification, the following resolutions:-

ORDINARY RESOLUTION 1

PROPOSED ESTABLISHMENT OF A NEW EMPLOYEES' SHARE OPTION SCHEME ("**PROPOSED ESOS**")

"**THAT** subject to the approvals from all relevant regulatory authorities and parties being obtained for the Proposed ESOS, and to the extent permitted by law and the Constitution of the Company, approval and authority be and is hereby given to the Board of Directors of the Company to undertake the following:-

- (i) to establish and implement an employees' share option scheme for the benefit of eligible Executive Directors and employees of the Company and its subsidiaries (*excluding subsidiaries which are dormant*) ("**LHI Group**") ("**Eligible Persons**") who fulfil certain specified conditions of eligibility for participation in the Proposed ESOS and to implement and administer the same in accordance with the by-laws of the Proposed ESOS ("**By-Laws**") which is set out in Appendix I of the circular to shareholders of LHI dated 16 May 2024 ("**Circular**");
- (ii) to allot and issue and/or procure the transfer of such number of new ordinary shares in the Company (as adjusted or modified from time to time pursuant to the By-Laws) ("**LHI Share(s)**") from time to time as may be required for the purpose of or in connection with the Proposed ESOS, provided that the total number of LHI Shares be allotted and issued and/or transferred pursuant to granting of options to subscribe for acquire LHI Shares ("**ESOS**") ("**Offers**") to eligible Executive Director(s) and eligible employees of the LHI Group in relation to the Proposed ESOS shall not exceed 5% in aggregate of the total number of issued shares of the Company (*excluding treasury shares, if any*) at any point in time throughout the duration of the Proposed ESOS;
- (iii) to set up a committee to implement and administer the Proposed ESOS ("**ESOS Committee**");
- (iv) to appoint a trustee to facilitate the implementation of the Proposed ESOS;
- (v) to make the necessary application to Bursa Malaysia Securities Berhad ("**Bursa Securities**") for permission to deal in and for the listing of and quotation for the new LHI Shares (*as adjusted or modified from time to time pursuant to the By-Laws*) that may hereafter from time to time be allotted and issued pursuant to the Proposed ESOS; and
- (vi) to do all such acts, execute all such documents and to enter into all such transactions, arrangements and agreements, deeds or undertakings and to make such rules and regulations, or to impose such terms and conditions or delegate part of its power as may be necessary or expedient in order to give full effect to the Proposed ESOS and the terms of the By-Laws;

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AND THAT the By-Laws which is in compliance with the Main Market Listing Requirements of Bursa Securities, be and is hereby approved and adopted and the Directors of the Company be and are hereby authorised to give effect to the Proposed ESOS with full power to modify, add, delete and/or amend the By-Laws from time to time as may be required or deemed necessary in accordance with the provisions of the By-Laws relating to amendments and/or modifications and to assent to any conditions, modifications, revaluations, variations and/or amendments as may be required by any relevant authorities and to deal with all matters relating thereto and to take all such steps and do all acts and things in any manner as they may deem necessary or expedient to implement, finalise and give full effect to the Proposed ESOS.”

ORDINARY RESOLUTION 2 TO 13

PROPOSED ALLOCATION OF OFFER TO THE FOLLOWING ELIGIBLE PERSONS WHO ARE EXECUTIVE DIRECTOR OF LHI AND THE PERSONS CONNECTED WITH THEM UNDER THE PROPOSED ESOS

“**THAT** subject to the passing of Ordinary Resolution 1 and the approvals of all relevant authorities being obtained, approval be and is hereby given to the Board at any time and from time to time throughout the duration of the Proposed ESOS, to offer and grant to each of the Executive Directors and persons connected with them as named therein below respectively and to allot and issue and/or deliver such number of Options as stated below, provided always that not more than 10% of the Shares available under the Proposed ESOS shall be allocated to any Eligible Person, who, either singly or collectively through persons connected with the Eligible Person, holds 20% (or such other percentage as the relevant authorities may permit) or more of the number of issued shares (excluding treasury shares, if any) of LHI, subject always to such terms and conditions of the By-Laws and/or any adjustment which may be made in accordance with the provisions of the By-Laws.

Name (Designation)	Number of Options to be allocated	Ordinary Resolution
Lau Chia Nguang (<i>Non-Independent Executive Chairman</i>)	1,530,000	Ordinary Resolution 2
Tan Sri Dato' Lau Eng Guang (<i>Non-Independent Executive Director</i>)	1,530,000	Ordinary Resolution 3
Tan Sri Lau Tuang Nguang (<i>Non-Independent Executive Director / Group Chief Executive Officer</i>)	1,530,000	Ordinary Resolution 4
Datuk Lau Joo Hong (<i>Non-Independent Executive Director / Group Chief Operating Officer</i>)	1,350,000	Ordinary Resolution 5
Lau Joo Han (<i>Non-Independent Executive Director</i>)	1,275,000	Ordinary Resolution 6
Lau Joo Keat (<i>Non-Independent Executive Director</i>)	1,275,000	Ordinary Resolution 7
Lau Joo Kiang (<i>General Manager, Operations (Indonesia operations)</i>)	263,000	Ordinary Resolution 8
Lau Joo Ping (<i>Costing Manager (Malaysia operations)</i>)	13,000	Ordinary Resolution 9
Lau Joo Hau (<i>General Manager, Operations (Vietnam operations)</i>)	282,000	Ordinary Resolution 10
Lau Jui Peng (<i>Group Breeder Chief Executive Officer</i>)	1,275,000	Ordinary Resolution 11
Lau Joo Heng (<i>Chief Executive Officer of the Philippines operations</i>)	1,275,000	Ordinary Resolution 12

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Lau Joo Hwa (<i>Chief Executive Officer of Singapore operations</i>)	1,275,000	Ordinary Resolution 13
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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)
Company Secretaries

Kuala Lumpur

Date: 16 May 2024

Notes:

- The EGM will be conducted fully virtual through live streaming from the online meeting platform at <https://tiih.online>.

Shareholders are to attend, speak (*including posing question to the Board via real time submission of typed texts*) and vote remotely at the EGM via the RPV facilities provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIH Online website at <https://tiih.online>. For further information, kindly refer to the Administrative Guide for the EGM.
- 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 24 May 2024. 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.
- A member of the Company 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.
- A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than 2 proxies to attend, participate, speak and vote instead of the member at the general meeting.
- 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 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.
- 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.
- Where a member, an authorised nominee or an exempt authorised nominee appoints more than 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.
- 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 48 hours before the time appointed for holding the EGM 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 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 means via Tricor TIH Online website at <https://tiih.online>
Please refer to the Administrative Guide of the EGM for further information on electronic submission of proxy form via TIH Online.
- 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 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.

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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, 29 May 2024 at 12.00 noon.
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 with the Company's Share Registrar 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 EGM will be put to vote by way of poll.