

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, bank manager, solicitor, accountant or other professional advisers immediately.

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CN ASIA CORPORATION BHD
(Registration No. 199601027090 (399442-A))
(Incorporated in Malaysia)

CIRCULAR TO SHAREHOLDERS

IN RELATION TO THE

**THE PROPOSED WAIVER OF THE PRE-EMPTIVE RIGHTS
OF THE SHAREHOLDERS UNDER SECTION 85 OF THE COMPANIES ACT 2016
AND CLAUSE 18.2 OF THE COMPANY’S CONSTITUTION
 (“PROPOSED WAIVER”)**

AND

NOTICE OF EXTRAORDINARY GENERAL MEETING

The Extraordinary General Meeting (“EGM”) of CN Asia will be held physically as follows:

Last date and time for lodging the Proxy Form : Monday, 18 December 2023 at 10.00 a.m.

Date and time of the EGM : Tuesday, 19 December 2023 at 10.00 a.m. or at any adjournment thereof

Venue of the EGM : Office Building, Lot 7907, Batu 11, Jalan Balakong, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia

If you decide to appoint a proxy or proxies for the EGM, you must complete, sign and return the Proxy Form and deposit it at the office of 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 its Customer Service Counter, Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, alternatively online via the Share Registrar’s website, TIIH Online at <https://tiih.online> not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote or, in the case of a poll, not less than 24 hours before the time for the taking of the poll and in default the instrument of proxy shall not be treated as valid.

This Circular is dated **1 December 2023**

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Circular and the accompanying appendix:

COMPANIES:

“Bursa Securities”	:	Bursa Malaysia Securities Berhad
“CN Asia” or the “Company”	:	CN Asia Corporation Bhd
“CN Asia Group” or the “Group”	:	The Company and its subsidiaries, collectively

GENERAL:

“Act”	:	Companies Act 2016, including any amendments and re-enactments that may be made thereto from time to time
“27th AGM”	:	27th Annual General Meeting of the Company held on 29 August 2023
“Board”	:	Board of Directors of the Company
“Circular”	:	This circular to shareholders dated 1 December 2023 in relation to the Proposed Waiver
“CN Asia Shares” or “Shares”	:	Ordinary shares in the Company
“Constitution”	:	Constitution of the Company
“Director”	:	A natural person who holds a directorship in the Company, whether in an executive or non-executive capacity, and shall have the meaning given in Section 2(1) of the Act and Section 2(1) of the Capital Markets and Services Act 2007
“EGM”	:	Extraordinary general meeting of the Company
“General Mandate”	:	Shareholders’ approval obtained at the 27th AGM for the authority to allot and issue Shares pursuant to Sections 75 and 76 of the Act which empowers the Directors to allot and issue Shares, at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of Shares to be allotted and issued during the preceding 12 months does not exceed 10% of the total number of issued Shares
“LPD”	:	28 November 2023., being the latest practicable date prior to the date of this Circular
“Proposed Waiver”	:	Proposed waiver from the shareholders to waive their pre-emptive rights under Section 85 of the Companies Act and Clause 18.2 of the Company’s Constitution in relation to the new Shares to be allotted and issued pursuant to the General Mandate
“RM” and “sen”	:	Ringgit Malaysia and sen respectively

For the purpose of this Circular, all references to a time of day shall be a reference to Malaysian time unless otherwise stated. In this Circular, words incorporating the singular shall, where applicable, include the plural and vice versa and words incorporating the masculine gender shall, where applicable, include the feminine and vice versa. References to persons shall, where applicable, include corporations.

All references to “the Company” in this Circular are to CN Asia, references to “the Group” are to CN Asia Group. All references to “we”, “us”, “the” and “ourselves” are to the Company, or where the context requires, the Group. All references to “you” in this Circular are references to the shareholders of the Company.

DEFINITIONS (CONT'D)

Any reference in this Circular to the provisions of any statute, rules, regulation or rules of stock exchange shall (where the context admits) be construed as a reference to the provisions of such statute, rules, regulation or rules of stock exchange (as the case may be) as modified by any written law or (if applicable) amendments to the statute, rules, regulation or rules of stock exchange for the time being in force.

Certain statements in this Circular may be forward-looking in nature, which are subject to uncertainties and contingencies. Forward-looking statements may contain estimates and assumptions made by our Board after due inquiry, which are nevertheless subject to known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements to differ materially from the anticipated results, performance or achievements expressed or implied in such forward-looking statements. In light of these and other uncertainties, the inclusion of a forward-looking statement in this Circular should not be regarded as a representation or warranty that our Company's plans and objectives will be achieved.

Certain figures in this Circular have been subject to rounding adjustments.

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CN ASIA CORPORATION BHD
(Registration No. 199601027090 (399442-A))
(Incorporated in Malaysia)

Registered Office:

Lot 7907
Batu 11, Jalan Balakong
43300 Seri Kembangan
Selangor Darul Ehsan
Malaysia

1 December 2023

Board of Directors

Datuk Seri Tan Choon Hwa (*Deputy Chairman and Non-Independent Non-Executive Director*)
YM Tengku Shamsulbhari Bin Tengku Azman Shah (*Executive Director*)
Chang Chee Ching (*Executive Director*)
Low Yong Heng (*Independent Non-Executive Director*)
Nadanarajah A/L Ramalingam (*Independent Non-Executive Director*)
Datuk Mohamad Fazly Bin Zainudin (*Independent Non-Executive Director*)
William H Van Vliet III (*Independent Non-Executive Director*)

To: Shareholders of CN Asia

Dear Sir/Madam,

PROPOSED WAIVER OF THE SHAREHOLDERS' PRE-EMPTIVE RIGHTS

1. INTRODUCTION

The Company had obtained the General Mandate from its shareholders at the Company's 27th AGM, whereby the Board has been authorised to issue and allot new Shares not exceeding 10% of the total number of issued shares of CN Asia (excluding treasury shares) at the time of issue. The General Mandate shall continue to be in force until the conclusion of the Company's next AGM. From the 27th AGM until the date of this Circular, no new Shares have been issued pursuant to the General Mandate.

Pursuant to Section 85 of the Act; and read together with Clause 18.2 of the Constitution; the shareholders of CN Asia have the pre-emptive rights to be offered new Shares which rank equally to existing Shares, subject to any direction to the contrary that may be given in general meeting.

Section 85 of the Act provides as follows:

"85. Pre-emptive rights to new shares

(1) Subject to the constitution, where a company issues shares which rank equally to existing shares as to voting or distribution rights, those shares shall first be offered to the holders of existing shares in a manner which would, if the offer were accepted, maintain the relative voting and distribution rights of those shareholders.

- (2) *An offer under subsection (1) shall be made to the holders of existing shares in a notice specifying the number of shares offered and the time frame of the offer within which the offer, if not accepted, is deemed to be declined.*
- (3) *If the offer is not accepted after the expiry of the period specified in the notice under subsection (2), the directors may dispose those shares in such manner as the directors think most beneficial to the company.”*

Clause 18.2 of the Constitution has been extracted and reproduced below for ease of reference. The words and expressions appearing in the following provision shall bear the same meanings used in the Constitution:

“Subject to any direction to the contrary that may be given by the Company in general meeting, all new shares or other convertible securities shall, before issued, be offered to such persons as at the date of the offer are entitled to receive notices from the Company of general meetings in proportion, as nearly as the circumstances admit, to the amount of the existing shares or securities to which they are entitled. The offer shall be made by notice specifying the number of shares or securities offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and, after the expiration of that time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares or securities offered, the Directors may dispose of those shares or securities in such manner as they think most beneficial to the Company. The Directors may likewise also dispose of any new shares or securities which (by reason of the ratio which the new shares or securities bear to shares or securities held by persons entitled to an offer of new shares or securities) cannot, in the opinion of the Directors, be conveniently offered under this clause.”

2. DETAILS OF THE PROPOSED WAIVER

Pursuant to Section 85 of the Act read together with Clause 18.2 of the Constitution of the Company, the existing shareholders of the Company have pre-emptive rights to be offered any new shares or other convertible securities free of pre-emptive rights which will rank equally to the existing Shares issued by the Company subject to any direction to the contrary that may be given in general meeting.

Therefore, in order for the Company to issue any new Shares pursuant to the General Mandate or other convertible securities free of the Pre-emptive Rights, the Pre-emptive Rights must first be waived by the Company’s shareholders. As such, the Company proposes to seek the shareholders’ waiver of their pre-emptive rights over the new Shares to be allotted and issued pursuant to the General Mandate.

3. RATIONAL OF THE PROPOSED WAIVER

The Proposed Waiver will enable the Directors to issue and allot new Shares pursuant to the General Mandate, which rank equally to existing issued Shares to any person, without having first to offer such new Shares to existing shareholders in proportion to their shareholdings in the Company.

This flexibility will allow, if required, the Company to expediently issue new Shares pursuant to the General Mandate and will also enable the Directors and the Company to pursue options to address the shortfall in public shareholding spread requirement.

4. EFFECTS OF THE PROPOSED WAIVER

The Proposed Waiver, if approved by the shareholders, will deem the shareholders to have waived their pre-emptive rights pursuant to Section 85 of the Act; and read together with Clause 18.2 of the Constitution; to be first offered the new Shares to be allotted and issued pursuant to the General Mandate which will result in a dilution of their shareholding percentage in the Company.

The Proposed Waiver, if approved, unless revoked or varied by the Company in a general meeting, will be valid for the same validity period of the General Mandate i.e. until the conclusion of the next annual general meeting of our Company.

The Proposed Waiver is not expected to have any material effect on the issued share capital, substantial shareholders' shareholdings, net assets, gearing or earnings of the Group.

5. APPROVALS REQUIRED

The Proposed Waiver is subject to the approval of the shareholders of the Company at the EGM to be convened.

6. CONDITIONALITY OF THE PROPOSED WAIVER

The Proposed Waiver is not conditional upon any other corporate proposal undertaken or to be undertaken by the Company.

7. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS, CHIEF EXECUTIVES AND/OR PERSONS CONNECTED

None of the Company's directors, major shareholders, chief executives and/or persons connected with them has any interest, direct and/or indirect, in the Proposed Waiver.

8. DIRECTORS' STATEMENT AND RECOMMENDATION

The Board, after having considered all aspects of the Proposed Waiver, is of the opinion that the Proposed Waiver is in the best interests of the Company and accordingly recommend you to vote **in favour** of the resolution in respect of the Proposed Waiver to be tabled at the forthcoming EGM.

9. EGM

The EGM, the notice of which is enclosed in this Circular, will be held at Office Building, Lot 7907, Batu 11, Jalan Balakong, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia on Tuesday, 19 December 2023 at 10.00 a.m. or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modification, the resolution to give effect to the Proposed Waiver.

If you are unable to attend and vote in person at the EGM, you may appoint a proxy or proxies to attend and vote on your behalf by completing, signing and returning the enclosed Proxy Form in accordance with the instructions contained therein as soon as possible, so as to arrive at the office of 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 its Customer Service Counter, Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, alternatively online via the Share Registrars' website, TIIH Online at <https://tiih.online>.

Please refer to the Administrative Notes for further information on submission via TIIH Online. All proxy forms submitted must be received by the Company not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote or, in the case of a poll, not less than 24 hours before the time for the taking of the poll and in default the instrument of proxy shall not be treated as valid.

The lodging of the Proxy Form will not, however, preclude you from attending the EGM and voting in person should you subsequently wish to do so.

10. FURTHER INFORMATION

The Company's shareholders are advised to refer to the **Appendix I** set out in this Circular for additional information.

Yours faithfully,
For and on behalf of the Board
CN ASIA CORPORATION BHD

YM TENGKU SHAMSULBHARI BIN TENGKU AZMAN SHAH
Executive Director

ADDITIONAL INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Board and they collectively and individually accept full responsibility for the accuracy of the information given and confirm that, after having made all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements or information contained in this Circular, or other facts and information, the omission of which would make any statement in this Circular false or misleading.

2. MATERIAL LITIGATION, CLAIMS AND ARBITRATION

As at the LPD, neither the Company nor its subsidiaries are engaged in any material litigation, claims or arbitration either as plaintiff or defendant, which has a material effect on the financial position of the Company and the Group and the Board confirms that there is no proceedings pending or threatened, or of any facts likely to give rise to any proceedings, which might materially and adversely affect the business or financial position of the Group.

3. MATERIAL COMMITMENT

As at the LPD, the Board is not aware of any material commitment incurred or known to be incurred by the Group, which upon becoming enforceable, may have material impact on the financial position of the Group.

4. CONTINGENT LIABILITIES

Save as disclosed below, as at the LPD, the Board is not aware of any contingent liabilities incurred or known to be incurred by the Group, which upon becoming enforceable, may have material impact on the financial position of the Group:

	RM
Secured	
Bankers' guarantee issued in favour of third parties	<u>86,200</u>

5. DOCUMENTS AVAILABLE FOR INSPECTION

A Copy of the Company's Constitution will be available for inspection at the Registered Office of the Company at Lot 7907, Batu 11, Jalan Balakong, 43300 Seri Kembangan, Selangor Darul Ehsan during normal business hours from 9.00 a.m. to 5.00 p.m. from Mondays to Fridays (excluding public holidays) for the period commencing from the date of this Circular up to and including the date of the forthcoming EGM.

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CN ASIA CORPORATION BHD
Registration No. 199601027090 (399442-A)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (“EGM”) of CN Asia Corporation Bhd (“CN Asia” or the “Company”) will be held at **Office Building, Lot 7907, Batu 11, Jalan Balakong, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia** on **Tuesday, 19 December 2023** at **10.00 a.m.**, or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following ordinary resolution:

ORDINARY RESOLUTION 1

PROPOSED WAIVER OF THE PRE-EMPTIVE RIGHTS OF THE SHAREHOLDERS UNDER SECTION 85 OF THE COMPANIES ACT 2016 AND CLAUSE 18.2 OF THE COMPANY’S CONSTITUTION (“PROPOSED WAIVER”)

“**THAT** further to the shareholders’ approval obtained on 29 August 2023 at the 27th Annual General Meeting of the Company pursuant to Sections 75 and 76 of the Companies Act 2016 (“**Act**”) in respect of the authority to allot and issue ordinary shares in the Company (“**Shares**”) whereby the Directors of the Company are empowered to allot and issue Shares, at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of Shares to be allotted and issued during the preceding 12 months does not exceed 10% of the total number of issued Shares (“**General Mandate**”), approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company under Section 85 of the Act; and read together with Clause 18.2 of the Company’s Constitution; to be offered new Shares ranking equally to the existing issued Shares arising from any issuance and allotment of Shares pursuant to the General Mandate;

THAT the Proposed Waiver shall be valid for the same validity period of the General Mandate which is until the conclusion of the next annual general meeting of the Company;

AND THAT the Board be and is hereby authorised to do all acts, deeds and things as they may consider necessary and expedient in the best interest of the Company to give full effect to the Proposed Waiver.”

By Order of the Board

Mohd Zakie Bin Soad (LS0008268) (SSM PC No. 201908002382)
Company Secretary

Selangor Darul Ehsan
1 December 2023

Notes:

Members entitled to attend

- 1) Only depositors whose name appear in the record of depositors as at **12 December 2023** shall be regarded as members and entitled to attend, speak and vote at the meeting or appoint a proxy or proxies to attend and/or vote in his stead.

Appointment of Proxy

- 2) A member entitled to attend and vote at the meeting is entitled to appoint up to two (2) persons to attend, participate, speak and vote at the same meeting instead of him and that a proxy may but need not be a member of the Company and there shall be no restriction as to the qualification of the proxy.
- 3) Where a member appoints two (2) or more proxies, 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 proportions of his holdings to be represented by each proxy.
- 4) A member who is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (“**SICDA**”) may appoint not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account.

Where a member 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 as defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.

- 5) The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation’s seal or under the hand of an officer or attorney duly authorised. Any alteration to the proxy form must be initialled.
- 6) The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority, shall be deposited at the office of the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd (Registration No. 197101000970 (11324-H), at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or its Customer Service Counter, Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or alternatively online via the Share Registrars’ website, TIIH Online at <https://tiih.online>. Please refer to the Administrative Notes for further information on submission via TIIH Online. All proxy forms submitted must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote or, in the case of a poll, not less than twenty-four (24) hours before the time for the taking of the poll and in default the instrument of proxy shall not be treated as valid.
- 7) By submitting the duly executed proxy form, a member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein under the Personal Data Protection Act 2010 for this meeting and any adjournment thereof.

Voting by poll

- 8) The resolution as set out in this notice of the general meeting is to be voted by poll.

Registration of Members/Proxies

- 9) Registration of members/proxies attending the meeting will commence thirty (30) minutes before meeting time. Members/proxies are required to produce identification documents for registration.



CN ASIA CORPORATION BHD
Registration No. 199601027090 (399442-A)
(Incorporated in Malaysia)

ADMINISTRATIVE NOTES FOR THE EXTRAORDINARY GENERAL MEETING (“EGM”)

Date : 19 December 2023, Tuesday
Time : 10.00 a.m.
Broadcast Venue : Office Building, Lot 7907, Batu 11, Jalan Balakong, 43300 Seri Kembangan, Selangor Darul Ehsan

Entitlement to Participate and Appointment of Proxy

- Only members whose names appear on the Record of Depositors as at **12 December 2023** shall be eligible to attend, speak and vote at the EGM or appoint a proxy(ies) and/or the Chairman of the Meeting to attend and vote on his/her behalf.
- If you are unable to attend the meeting on **19 December 2023**, you may appoint the Chairman of the meeting as proxy and indicate the voting instructions in the Proxy Form.
- If you wish to participate in the EGM yourself, please do not submit any Proxy Form for the EGM. You will not be allowed to participate in the EGM together with a proxy appointed by you.
- Accordingly, proxy forms and/or documents relating to the appointment of proxy/corporate representative/attorney for the EGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Monday, 18 December 2023 at 10.00 a.m.:**

(i) In Hard copy:

By hand or post to the office of the 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 or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur;

(ii) By Electronic form:

All members can have the option to submit proxy forms electronically via TIIH Online and the steps to submit are summarised below:

	Procedure	Action
i. Steps for Individual Holders		
(a)	Register as a User with TIIH Online	<ul style="list-style-type: none">• Using your computer, please access the website at https://tiah.online. Register as a user under the “e-Services”. Select the “Sign Up” button and followed by “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 Meeting by the Company, login with your user name (i.e. email address) and password. • Select the corporate event: “CN ASIA EGM 2023 – Submission of Proxy Form”. • Read and agree to the Terms & Conditions and confirm the Declaration. • Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf. • Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote. • Review and confirm your proxy(s) appointment. • Print Proxy Form for your record.
ii. Steps for Corporation or Institutional Holders		
(c)	Register as a User with TIIH Online website	<ul style="list-style-type: none"> • Access TIIH Online website at https://tiih.online. • Under e-Services, the authorised or nominated representative of the corporation or institutional holder selects “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. • Note: The representative of a corporation or institutional holder 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.
(d)	Proceed with submission of Proxy Form	<ul style="list-style-type: none"> • Login to TIIH Online website at https://tiih.online. • Select the corporate exercise name: “CN ASIA EGM 2023 – Submission of Proxy Form”. • Agree to the Terms & Conditions and Declaration. • Proceed to download the file format for “Submission of Proxy Form” in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Submit the proxy appointment file.

		<ul style="list-style-type: none"> • Login to TIIH Online website, select corporate exercise name: “CN ASIA EGM 2023 – Submission of Proxy Form”. • 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.
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Meeting Registration

- Registration will start at **9.30 a.m.**.
- Please present your original MyKad/passport to the registration staff for verification.
- Upon verification, you are required to write your name and sign the Attendance list placed on the registration table.
- You will be given a wristband for the purpose of voting at this EGM.
- You must wear the wristband throughout the EGM as no person will be allowed to enter the meeting hall without the wristband. There will be no replacement in the event you lose or misplace the wristband.
- If you are attending the meeting as a member as well as a proxy, you will be registered once and will be given only one wristband to enter the meeting hall.
- No person will be allowed to register on behalf of another person even with the original Mykad/passport of the other person.
- Help Desk
 - Please proceed to the Help Desk for any clarification or queries apart from registration details.
 - The Help Desk will also handle revocation of proxy’s appointment.

Voting at Meeting

- The Voting at the EGM will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad Main Market Listing Requirements.
- The voting session will commence as soon as the Chairman calls for the poll to be opened.
- Upon completion of the voting session for the EGM, the Scrutineers will verify and announce the poll results followed by the Chairman’s declaration whether the resolutions are duly passed.

Results of the voting

- The resolutions proposed at the EGM and the results of the voting will be announced at the EGM and subsequently via an announcement made by the Company through Bursa Malaysia at www.bursamalaysia.com.

No Breakfast / Lunch Pack, Door Gift or Food Voucher

- There will be no distribution of breakfast / lunch packs, door gifts or food vouchers during the EGM.

Parking

- Kindly note that parking is free for all attendees.

No Recording or Photography of the Meeting Proceedings

- Strictly **NO** unauthorised recording or photography of the proceedings of the EGM is allowed.

Enquiry

- If you have any enquiry prior to the meeting, please call our Share Registrar, Tricor at +603-2783 9299 during office hours i.e. from 8.30 a.m. to 5.30 p.m. (Monday to Friday).



CN ASIA CORPORATION BHD
 Registration No. 199601027090 (399442-A)
 (Incorporated in Malaysia)

PROXY FORM

(To be completed in block letters)

No. of Shares Held	CDS Account No.

*I/We, _____

I/C or Passport or Company No. _____ of _____

being a member/members of the abovenamed Company, hereby appoint *THE CHAIRMAN OF THE MEETING or:

Full name (in Block Letters)	I/C/ Passport No.	Proportion of shareholdings	
		No. of Shares	%
Address			

Full name (in Block Letters)	I/C/ Passport No.	Proportion of shareholdings	
		No. of Shares	%
Address			

as *my/our proxy/proxies to attend and vote for *me/us and on *my/our behalf, at the Extraordinary General Meeting of the Company, to be held at **Office Building, Lot 7907, Batu 11, Jalan Balakong, 43300 Seri Kembangan, Selangor Darul Ehsan, Malaysia** on **Tuesday, 19 December 2023** at **10.00 a.m.**, or at any adjournment thereof, in respect of *my/our shareholding in the manner indicated above:

Ordinary Resolution	FOR	AGAINST
Proposed Waiver		

Please indicate with "X" in the space above on how you wish to cast your vote. In the absence of specific directions, your proxy will vote or abstain as he/she thinks fit.

Dated this.....day of.....2023

Tel No. (during office hours)	
Email address	

 *Signature of Member(s) / Common Seal of
 Corporate Shareholders
 *Delete if not appropriate

Notes:

Members entitled to attend

- Only depositors whose name appear in the record of depositors as at **12 December 2023** shall be regarded as members and entitled to attend, speak and vote at the meeting or appoint a proxy or proxies to attend and/or vote in his stead.

Appointment of Proxy

- A member entitled to attend and vote at the meeting is entitled to appoint up to two (2) persons to attend, participate, speak and vote at the same meeting instead of him and that a proxy may but need not be a member of the Company and there shall be no restriction as to the qualification of the proxy.
- Where a member appoints two (2) or more proxies, 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 proportions of his holdings to be represented by each proxy.
- A member who is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("SICDA") may appoint not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account.

Where a member 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 as defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.

- The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. Any alteration to the proxy form must be initialled.

- 6) *The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority, shall be deposited at the office of the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn Bhd (Registration No. 197101000970 (11324-H), at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its Customer Service Counter, Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, alternatively online via Share Registrars' website, TIH Online at <https://tiah.online>. Please refer to the Administrative Notes for further information on submission via TIH Online. All proxy forms submitted must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote or, in the case of a poll, not less than twenty-four (24) hours before the time for the taking of the poll and in default the instrument of proxy shall not be treated as valid.*
- 7) *By submitting the duly executed proxy form, a member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein under the Personal Data Protection Act 2010 for this meeting and any adjournment thereof.*

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The Share Registrar

Tricor Investor & Issuing House Services Sdn Bhd
(Registration No.: 197101000970 (11324-H))
Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3,
Bangsar South, No. 8, Jalan Kerinchi,
59200 Kuala Lumpur, Malaysia
Tel: 03-2783 9299 / Fax: 03-2783 9222

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