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## **HENG HUP HOLDINGS LIMITED**

**興合控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1891)**

### **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (the “**EGM**”) of Heng Hup Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) will be held at A-10-9, Oasis Square, Jalan PJU 1A/7A, Ara Damansara, 47301 Petaling Jaya, Selangor, Malaysia and by way of webcast to participate in the EGM at 10.00 a.m. on Thursday, 19 December 2024 for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions of the Company:

#### **SPECIAL RESOLUTION**

1. As special business, to consider and, if thought fit, pass the following resolution (with or without modifications) as special resolution:

**“THAT:**

- (a) the proposed amendments to the current articles of association of the Company, the details of which are set out in Appendix II to the circular of the Company dated 29 November 2024 (the “**Circular**”), be and are hereby approved;
- (b) the third amended and restated articles of association of the Company produced to this meeting and marked “A”, be and is hereby approved and adopted as the articles of association of the Company in substitution for, and to the exclusion of, the existing second amended and restated articles of association of the Company with immediate effect after the close of this meeting (the “**Proposed Adoption**”); and
- (c) any one or more director(s) of the Company (the “**Director(s)**”) be and is/are hereby authorised to execute all such documents and do all such other acts and things as he/she/they may, in his/her/their absolute discretion, consider necessary, desirable or expedient to effect the Proposed Adoption and any of the foregoing.”

## ORDINARY RESOLUTIONS

### 2. “THAT

- (a) the master purchase agreement dated 30 October 2024 (the “**Lek Seng Master Purchase Agreement**”) and entered into between the Company and Lek Seng and Lek Seng Metal Sdn. Bhd. pursuant to which the Group may, but is not obliged to, purchase scrap ferrous metals, used batteries and waste paper from Lek Seng and/or Lek Seng Metal Sdn. Bhd. (a copy of the Lek Seng Master Purchase Agreement is marked “B” and produced to the EGM and signed by the chairman of the EGM for identification purpose) and the transactions contemplated thereunder (including but not limited to the proposed annual caps) be and are hereby ratified, confirmed and approved; and
- (b) any one or more Director(s) be and is/are hereby authorised to implement and take all steps and do all acts and things and execute all such documents (including under seal, where applicable) which he/they consider(s) necessary, desirable or expedient to give effect to the Lek Seng Master Purchase Agreement, the transactions contemplated thereunder and to agree with such variation, amendment or waiver as, in the opinion of the Directors, in the interests of the Company and its shareholders as a whole.”

### 3. “THAT

- (a) the master purchase agreement dated 30 October 2024 (the “**Chye Seng Huat Trading Master Purchase Agreement**”) and entered into between the Company and Chye Seng Huat Trading, Chye Seng Huat Sdn. Bhd., Soon Lee Metal Sdn. Bhd. and Shun Kuan Recycle Sdn. Bhd. pursuant to which the Group may, but is not obliged to, purchase scrap ferrous metals, used batteries and waste paper from Chye Seng Huat Trading, Chye Seng Huat Sdn. Bhd., Soon Lee Metal Sdn. Bhd. and Shun Kuan Recycle Sdn. Bhd. (a copy of the Chye Seng Huat Trading Master Purchase Agreement is marked “C” and produced to the EGM and signed by the chairman of the EGM for identification purpose) and the transactions contemplated thereunder (including but not limited to the proposed annual caps) be and are hereby ratified, confirmed and approved; and

- (b) any one or more Director(s) be and is/are hereby authorised to implement and take all steps and do all acts and things and execute all such documents (including under seal, where applicable) which he/they consider(s) necessary, desirable or expedient to give effect to the Chye Seng Huat Trading Master Purchase Agreement, the transactions contemplated thereunder and to agree with such variation, amendment or waiver as, in the opinion of the Directors, in the interests of the Company and its shareholders as a whole.”

By order of the Board  
**Heng Hup Holdings Limited**  
**Datuk Sia Kok Chin**  
*Chairman and Chief Executive Officer*

Hong Kong, 29 November 2024

*Registered office:*

Cricket Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

*Principal place of business in Hong Kong:*

40th Floor, Dah Sing Financial Centre  
No. 248 Queen’s Road East, Wanchai  
Hong Kong

*Notes:*

1. Registered Shareholders are requested to provide a valid email address of himself/herself/itself or his/her/its proxy (except for the appointment of the chairman of the EGM) for the proxy to receive the login access code to participate online in Tricor e-Meeting System. The Tricor e-Meeting System can be accessed from any location with access to the internet via smartphone, tablet device or computer. Through the Tricor e-Meeting System, our Registered Shareholders will be able to view the live video broadcast, vote and submit questions online by using the username and password provided on the notification letter sent by the Company. Login details and information regarding the Tricor e-Meeting System are included in the Company's notification letters to Registered Shareholders.  
  
Non-registered Shareholders whose Shares are held in the Central Clearing and Settlement System through banks, brokers, custodians or Hong Kong Securities Clearing Company Limited may also be able to participate in the EGM, vote and submit questions online. In this regard, they should consult directly with their banks, brokers or custodians (as the case may be) for the necessary arrangements, they will be asked to provide their email address, before the time limit required by the relevant intermediary. Details regarding the e-Meeting System including the login details will be emailed to them by the Company's branch share registrar, Tricor Investor Services Limited.
2. A shareholder entitled to attend and vote at the EGM is entitled to appoint another person as his proxy to attend and vote instead of him. A shareholder who is the holder of two or more shares may appoint more than one proxy to attend on the same occasion. A proxy need not be a shareholder of the Company.
3. The form of proxy in the case of an individual shall be signed by the appointor or his attorney and in the case of a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
4. Where there are joint registered holders of any share, any one of such persons may vote at any meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at any meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of the Company in respect of such share shall alone be entitled to vote in respect thereof.
5. If the form of proxy is returned without any indication as to how the proxy shall vote, the proxy will vote or abstain as he thinks fit.
6. If no name is inserted in the space for the name of your proxy on the form of proxy, the chairman of the EGM will act as your proxy.
7. To be valid, the form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong or via the designated website (<https://spot-meeting.tricor.hk>) by using the username and password provided on the notification letter sent by the Company, not less than 48 hours before the time for holding the EGM or any adjournment of such meeting.
8. Personal Information Collection Statement: Your supply of Personal Data to the Company and/or the Company's Registrars in the Cayman Islands and Hong Kong in the form of proxy is on a voluntary basis. If you fail to provide sufficient information, we may not be able to process your appointment of proxy and instructions. "Personal Data" in this statement has the meaning defined under the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (the "PDPO"), which may include but is not limited to the Personal Data you supplied to us in the form of proxy. Your Personal Data is collected for the purposes of processing and administration by the Company (or its Registrars in the Cayman Islands and Hong Kong (as the case may be)) of proxies appointed for the EGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM (including any adjournment thereof) (the "Purposes"). The Personal Data may be retained for such period as may be necessary for our verification and record purposes. If you have provided Personal Data of individuals other than yourself in the form of proxy, you confirm that you have informed and sought the requisite consent from those individuals to the collection, use and disclosure of their Personal Data for the stated purposes. The Company may disclose or transfer the Personal Data to its subsidiaries, its Registrars, its agent, its contractor, and/or third party service provider who provides administrative, computer and other services to the Company for use in connection with the Purposes and to such parties who are authorised by law to request the Personal Data or are otherwise relevant for the Purposes and need to receive the Personal Data. You have the right to request access to and/or correction of your Personal Data respectively in accordance with the provisions of the PDPO.
9. The Chinese version of the notice is for reference only. Should there be any discrepancies, the English version will prevail.

*As at the date of this notice, the executive Directors are Datuk Sia Kok Chin, Datuk Sia Keng Leong, Mr. Sia Kok Chong, Mr. Sia Kok Seng and Mr. Sia Kok Heong; and the independent non-executive Directors are Ms. Sai Shiow Yin, Mr. Puar Chin Jong and Mr. Chu Kheh Wee.*