

THIS EXPLANATORY STATEMENT/CIRCULAR TO SHAREHOLDERS OF KIM HIN JOO (MALAYSIA) BERHAD (“KHJ” OR THE “COMPANY”) (“EXPLANATORY STATEMENT/CIRCULAR”) IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

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This Explanatory Statement/Circular has been reviewed by UOB Kay Hian (M) Sdn Bhd (formerly known as UOB Kay Hian Securities (M) Sdn Bhd), being the Adviser to the Company for the Proposed Internal Reorganisation (as defined herein).



KIM HIN JOO (MALAYSIA) BERHAD

Registration No. 197801000642 (37655-U)
(Incorporated in Malaysia)

EXPLANATORY STATEMENT TO SHAREHOLDERS PURSUANT TO SECTION 369 OF THE COMPANIES ACT 2016 (“ACT”) IN RELATION TO THE PROPOSED INTERNAL REORGANISATION BY WAY OF A MEMBERS’ SCHEME OF ARRANGEMENT UNDER SECTION 366 OF THE ACT, WHICH COMPRISES THE FOLLOWING:-

- (I) **PROPOSED SHARES EXCHANGE OF ALL ORDINARY SHARES IN KHJ WITH NEW ORDINARY SHARES OF ARVEX BERHAD (“ARVEX”) (“ARVEX SHARE(S)"); AND**
- (II) **PROPOSED ASSUMPTION OF THE LISTING STATUS OF KHJ BY ARVEX AS WELL AS THE ADMISSION OF ARVEX TO AND WITHDRAWAL OF KHJ FROM THE OFFICIAL LIST OF BURSA SECURITIES WITH THE LISTING OF AND QUOTATION FOR ALL ARVEX SHARES ON THE ACE MARKET OF BURSA SECURITIES**

(COLLECTIVELY REFERRED TO AS THE “PROPOSED INTERNAL REORGANISATION”)

AND

CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED INTERNAL REORGANISATION

AND

NOTICES OF THE COURT CONVENED MEETING AND EXTRAORDINARY GENERAL MEETING

Adviser

UOBKayHian

UOB Kay Hian (M) Sdn Bhd

(formerly known as UOB Kay Hian Securities (M) Sdn Bhd)

Registration No. 199001003423 (194990-K)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

The court convened meeting (“**CCM**”) and extraordinary general meeting (“**EGM**”) of KHJ in relation to the Proposed Internal Reorganisation will be held at Room 3, 18th Floor, Tower 1, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur on Thursday, 16 April 2026 at 10.00 a.m. and 11.00 a.m. respectively or at any adjournment thereof.

The Notices of the CCM and EGM as well as the respective forms of proxy are attached in this Explanatory Statement/Circular and also available on our Company’s website at www.khj-my.com and at our Company’s registered address at Wisma Pang Cheng Yean, Lot 5205C, Jalan Perindustrian Balakong Jaya 1/3, Kawasan Perindustrian Balakong Jaya, 43300 Seri Kembangan, Selangor Darul Ehsan.

A member entitled to participate and vote at the CCM and EGM is entitled to appoint a proxy or proxies to participate and vote on his/her behalf. In such event, please complete and return the forms of proxy in accordance with the instructions therein as soon as possible and shall be deposited at the office of the Company’s share registrar, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time set for holding the CCM and EGM or any adjournment thereof at which the person named in the forms of proxy proposes to vote, and in default the forms of proxy shall not be treated as valid. The lodging of the forms of proxy will not preclude you from participating and voting in person at the CCM and EGM should you subsequently wish to do so.

Date and time of the CCM : Thursday, 16 April 2026 at 10.00 a.m. or at any adjournment thereof

Date and time of the EGM : Thursday, 16 April 2026 at 11.00 a.m. or immediately following the conclusion of the CCM (which will be held at the same venue and on the same day at 10.00 a.m.) whichever is later, or at any adjournment thereof

Last date and time for lodging the form of proxy for the CCM : Tuesday, 14 April 2026 at 10.00 a.m.

Last date and time for lodging the form of proxy for the EGM : Tuesday, 14 April 2026 at 11.00 a.m.

This Explanatory Statement/Circular is dated 2 March 2026

DEFINITIONS

Except where the context otherwise requires, the following definitions shall apply throughout this Explanatory Statement/Circular:-

“ACE Market”	: ACE Market of Bursa Securities
“Act”	: The Companies Act 2016
“Arvex”	: Arvex Berhad (Registration No.: 202501045449 (1646857-P))
“Arvex’s Board”	: Board of Directors of Arvex
“Arvex Group”	: Collectively, Arvex and its proposed subsidiaries (namely our Company and our subsidiaries upon completion of the Proposed Internal Reorganisation)
“Arvex Share(s)”	: Ordinary share(s) in Arvex
“Bursa Depository”	: Bursa Malaysia Depository Sdn Bhd (Registration No.: 198701006854 (165570-W))
“Bursa Securities”	: Bursa Malaysia Securities Berhad (Registration No.: 200301033577 (635998-W))
“CCM”	: Meeting of our shareholders to be convened pursuant to an order of the High Court under Section 366(1) of the Act, including any meetings of our shareholders which are held pursuant to an adjournment in accordance with Section 366(2) of the Act
“Director(s)”	: The director(s) of a company having 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
“Entitled Shareholders”	: All shareholders of KHJ whose names appear in the Records of Depositors of our Company on the Entitlement Date, who will exchange their respective KHJ Shares with new Arvex Shares on the basis of 1 new Arvex Share for every 1 existing KHJ Share held under the Proposed Shares Exchange
“Entitlement Date”	: A date to be determined by our Board and announced later, on which the names of our shareholders must be registered in the Record of Depositors of our Company as at 5.00 p.m. on the said date in order to be entitled to Arvex Shares pursuant to the Proposed Shares Exchange
“EPS”	: Earnings per share
“Exemption”	: Exemption under subparagraph 4.13(1)(c) of the Rules to KHI, Pang Kim Hin and their persons acting in concert from the obligation to undertake a mandatory take-over offer for all the remaining Arvex Shares not already owned by them upon completion of the Proposed Internal Reorganisation. The approval from the SC was obtained vide its letter dated 29 January 2026
“Explanatory Statement/Circular”	: This Explanatory Statement/Circular dated 2 March 2026 to our shareholders pursuant to Section 369 of the Act in relation to the Proposed Internal Reorganisation
“FPE”	: Financial period ended

DEFINITIONS (CONT'D)

“FYE”	:	Financial year ended
“High Court”	:	High Court of Malaya
“KHI”	:	Kim Hin International Pte Ltd (Singapore Registration No.: 201720713M)
“KHJ” or our “Company”	:	Kim Hin Joo (Malaysia) Berhad (Registration No.: 197801000642 (37655-U))
“KHJ Board” or our “Board”	:	Board of Directors of KHJ
“KHJ Group” or our “Group”	:	Collectively, KHJ and its subsidiaries
“KHJ Share(s)”	:	Ordinary share(s) in KHJ
“Listing Requirements”	:	ACE Market Listing Requirements of Bursa Securities
“LPD”	:	10 February 2026, being the latest practicable date prior to the printing and despatch of this Explanatory Statement/Circular
“Market Day(s)”	:	Any day(s) between Monday to Friday (inclusive), excluding public holidays, and a day on which Bursa Securities is open for trading of securities
“NA”	:	Net assets
“Official List”	:	Official list of Bursa Securities
“Proposed Internal Reorganisation”	:	Proposed internal reorganisation by way of Scheme of Arrangement comprising the Proposed Shares Exchange and Proposed Transfer of Listing Status
“Proposed Shares Exchange”	:	Proposed shares exchange of 380,000,000 KHJ Shares, representing the entire issued share capital of KHJ with 380,000,000 new Arvex Shares on the basis of 1 new Arvex Share for every 1 existing KHJ Share held on the Entitlement Date
“Proposed Transfer of Listing Status”	:	Proposed assumption of the listing status of our Company by Arvex as well as the admission of Arvex to and withdrawal of our Company from the Official List with the listing of and quotation for all Arvex Shares on the ACE Market
“Record of Depositors”	:	A record of depositors maintained by Bursa Depository under the rules of Bursa Depository
“RM” and “sen”	:	Ringgit Malaysia and sen, respectively
“Rules”	:	Rules on Take-Overs, Mergers and Compulsory Acquisitions issued by the SC
“SC”	:	Securities Commission Malaysia
“Scheme Agreement”	:	The scheme agreement dated 10 October 2025, entered into between our Company and Arvex for the implementation of the Proposed Internal Reorganisation through the Scheme of Arrangement

DEFINITIONS (CONT'D)

“Scheme Arrangement” of : A scheme of arrangement between our Company and our shareholders under Section 366 of the Act to effect the Proposed Internal Reorganisation

“UOBKH” or the : UOB Kay Hian (M) Sdn Bhd (formerly known as UOB Kay Hian Securities (M) Sdn Bhd) (Registration No.: 199001003423 (194990-K))
“Adviser”

All references to “**we**”, “**us**”, “**our**” and “**ourselves**” are to KHJ or KHJ Group. All references to “**you**” or “**your**” in this Explanatory Statement/Circular are to the shareholders of KHJ.

Words incorporating the singular shall, where applicable, include the plural and vice versa. Words incorporating the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. Any reference to persons shall include corporations, unless otherwise specified.

Any reference in this Explanatory Statement/Circular to any enactment is a reference to that enactment as for the time being amended or re-enacted. Any reference to a time of day in this Explanatory Statement/Circular shall be reference to Malaysian time, unless otherwise specified. Any discrepancy in the figures included in this Explanatory Statement/Circular between the amounts stated, actual figures and the totals thereof are due to rounding adjustments.

Certain statements in this Explanatory Statement/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 enquiry, 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 Explanatory Statement/Circular should not be regarded as a representation or warranty that our plans and objectives will be achieved.

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EXECUTIVE SUMMARY

This executive summary highlights the key information of the Proposed Internal Reorganisation set out in this Explanatory Statement/Circular. You are advised to read and carefully consider the contents of this Explanatory Statement/Circular and the appendices contained herein in its entirety for further details, and not to rely solely on this executive summary in forming a decision on the Proposed Internal Reorganisation before voting at our forthcoming CCM and EGM.

Key information	Description	Reference to this Explanatory Statement/Circular
Summary of the Proposed Internal Reorganisation	The Proposed Internal Reorganisation will be implemented by way of the Scheme of Arrangement, comprising the Proposed Shares Exchange and Proposed Transfer of Listing Status. It is pertinent to note that Arvex is a newly incorporated company established to serve as the holding company of KHJ for the purpose of facilitating the Proposed Internal Reorganisation. The establishment of Arvex as our new holding company (which will hold the KHJ Group) is intended to provide a more adaptable and efficient group structure to support future corporate exercises and expansion plans.	Section 2
Rationale and justification for the Proposed Internal Reorganisation	KHJ is currently designated as the listed investment holding company of our Group. It is also the operating company, principally engaged in the retailing of maternity, baby and children's wear and products. For the avoidance of doubt, the Proposed Internal Reorganisation will not result in any significant change in the business direction or policy of KHJ pursuant to Rule 10.11 of the Listing Requirements as there is no introduction of new assets into KHJ and there will be no change to the shareholdings of KHJ Shares as it does not involve issuance of new KHJ Shares. The Proposed Internal Reorganisation is in line with our long term strategic objectives, and is undertaken in consideration of the following factors:- (i) establish a more flexible and efficient corporate structure The creation of an additional level of investment holding company above KHJ will provide our Group with a flexible and efficient corporate structure to facilitate the rebranding of our corporate identity and image under Arvex as well as offer greater flexibility in implementing future corporate exercises without disrupting the operations of the listed entity. (ii) facilitate future expansion and growth The proposed structure of Arvex Group will enable Arvex Group to pursue growth initiatives and business expansion in a more efficient and scalable manner. Companies within Arvex Group can also consolidate similar operations or assets under a single entity within Arvex Group, thereby eliminating redundancies and achieving economies of scale in the future. (iii) enhance financial and operational efficiency The Proposed Internal Reorganisation allows for more efficient allocation of resources and capital within Arvex Group, while facilitating improved cash flow management among subsidiaries. It will also strengthen risk management practices by creating clearer structural boundaries between subsidiaries. In addition, the new structure enhances Arvex Group's ability to segregate core and non-core businesses for sharper strategic focus.	Section 3

EXECUTIVE SUMMARY (CONT'D)

Key information	Description	Reference to this Explanatory Statement/Circular
Approvals required	The Proposed Internal Reorganisation is subject to the following approvals being obtained:- (i) Bursa Securities for the following:- (a) Proposed Transfer of Listing Status; and (b) admission of Arvex to the Official List as well as listing of and quotation for the entire enlarged issued share capital of Arvex on the ACE Market. The approval of Bursa Securities was obtained vide its letter dated 11 February 2026 and is subject to the conditions disclosed in Section 5(i) of this Explanatory Statement/Circular; (ii) the clearance/approval from the SC on the Exemption. The approval from the SC was obtained vide its letter dated 29 January 2026; (iii) the approval of our shareholders at the forthcoming CCM and EGM for the Proposed Internal Reorganisation; (iv) the order of the High Court sanctioning the Scheme of Arrangement; (v) the approval of the Directors and shareholders of Arvex for the Proposed Internal Reorganisation as well as the allotment and issuance of new Arvex Shares to the Entitled Shareholders pursuant to the Proposed Shares Exchange; (vi) the approval/consent of our financiers/creditors, if required; and (vii) the approval, consent and/or sanction of any other relevant authorities/parties/counterparties to contracts entered into by KHJ Group, if required.	Section 5
Interest of Directors, major shareholders, chief executive and/or persons connected with them	None of our Directors, major shareholders and chief executive, and persons connected with them have any interest, direct or indirect, in the Proposed Internal Reorganisation other than their respective entitlements, if any, under the Proposed Shares Exchange as the shareholders of KHJ, to which all the other shareholders of KHJ are similarly entitled.	Section 6
Directors' statement/ recommendation	After taking into consideration all aspects of the Proposed Internal Reorganisation, including but not limited to the rationale and justifications, salient terms of the Scheme Agreement and effects of the Proposed Internal Reorganisation, our Board is of the opinion that the Proposed Internal Reorganisation is in the best interest of our Company. Accordingly, our Board recommends that you vote in favour on the special resolution pertaining to the Proposed Internal Reorganisation to be tabled at the forthcoming CCM and EGM.	Section 7



KIM HIN JOO (MALAYSIA) BERHAD

Registration No. 197801000642 (37655-U)
(Incorporated in Malaysia)

Registered Office

Wisma Pang Cheng Yean
Lot 5205C, Jalan Perindustrian Balakong Jaya 1/3
Kawasan Perindustrian Balakong Jaya
43300 Seri Kembangan
Selangor Darul Ehsan

2 March 2026

Board of Directors:-

Pang Kim Hin	<i>Non-Independent Non-Executive Chairman</i>
Pang Fu Wei	<i>Managing Director</i>
Goh Poh Teng	<i>Executive Director</i>
Chew Soo Lin	<i>Senior Independent Non-Executive Director</i>
Kor Yann Ning	<i>Independent Non-Executive Director</i>
Hew Moh Yung	<i>Independent Non-Executive Director</i>

To: Our shareholders

Dear Sir/Madam,

PROPOSED INTERNAL REORGANISATION

1. INTRODUCTION

On 10 October 2025, UOBKH had, on behalf of our Board, announced that our Company proposes to undertake the Proposed Internal Reorganisation and has entered into the Scheme Agreement with Arvex, a newly incorporated company established to facilitate the implementation of the Proposed Internal Reorganisation and upon completion thereof, to serve as our holding company.

The Proposed Internal Reorganisation aligns with our long-term objectives to establish a more flexible corporate structure that enables our Group to pursue growth initiatives and business expansion in a more efficient and scalable manner. The establishment of Arvex as our new holding company will provide an adaptable platform to support future corporate exercises and expansion plans. It will also enhance resource allocation, risk management and strategic focus.

On 19 January 2026, the High Court had granted an order for the convening of the CCM for the consideration and voting on the Scheme of Arrangement within 6 months from the date of the High Court order. The salient terms of the Scheme Agreement are set out in **Appendix I** of this Explanatory Statement/Circular.

In the event that the CCM is not convened within 6 months from the date of the High Court order, our Company will apply to the High Court for an extension of time to convene the CCM. Accordingly, as the approval of our shareholders at the CCM constitutes a condition precedent under the Scheme Agreement, Arvex and our Company shall extend the Conditional Period (as defined in **Appendix I** of this Explanatory Statement/Circular) to facilitate the fulfilment of such condition precedent as a result of such extension of time to convene the CCM.

On 29 January 2026, the SC has approved the Exemption. The Exemption was sought by KHI and Pang Kim Hin (being the ultimate offeror) and their persons acting in concert on the premise that they were deemed to have acquired control of Arvex, pursuant to subparagraph 4.13(1)(c) of the Rules as a result of a mirror transaction pursuant to the Proposed Internal Reorganisation, where all existing shareholders of KHJ shall become shareholders of Arvex. Without the approval of the Exemption, KHI, Pang Kim Hin and their persons acting in concert would, as a result of the Proposed Internal Reorganisation, be required under subparagraph 4.01(a) of the Rules to undertake a mandatory take-over offer for all the remaining Arvex Shares, not already owned by them, upon completion of the Proposed Internal Reorganisation.

On 23 February 2026, UOBKH had, on behalf of our Board, announced that Bursa Securities had approved the admission of Arvex to the Official List as well as the listing of and quotation for the entire enlarged issued share capital of Arvex of 380,000,002 Arvex Shares on the “Consumer Products & Services” sector of the ACE Market, in place of KHJ Shares which shall be delisted, subject to the conditions disclosed in **Section 5** of this Explanatory Statement/Circular. Although Arvex will assume KHJ’s Stock Code and International Securities Identification Number (ISIN) upon completion of the Proposed Internal Reorganisation, the Stock Short Name of Arvex will, however, be “ARVEX”.

Further details on the Proposed Internal Reorganisation are set out in the ensuing sections of this Explanatory Statement/Circular.

THE PURPOSE OF THIS EXPLANATORY STATEMENT/CIRCULAR IS TO PROVIDE YOU WITH DETAILS ON THE PROPOSED INTERNAL REORGANISATION AND TO SEEK YOUR APPROVAL FOR THE SPECIAL RESOLUTION PERTAINING TO THE PROPOSED INTERNAL REORGANISATION TO BE TABLED AT THE FORTHCOMING CCM AND EGM. THE NOTICES OF THE FORTHCOMING CCM AND EGM AS WELL AS THE FORMS OF PROXY ARE ENCLOSED TOGETHER WITH THIS EXPLANATORY STATEMENT/CIRCULAR.

YOU ARE ADVISED TO READ AND CAREFULLY CONSIDER THE CONTENTS OF THIS EXPLANATORY STATEMENT/CIRCULAR TOGETHER WITH THE APPENDICES CONTAINED HEREIN BEFORE VOTING ON THE RELEVANT RESOLUTION PERTAINING TO THE PROPOSED INTERNAL REORGANISATION TO BE TABLED AT THE FORTHCOMING CCM AND EGM.

2. DETAILS OF THE PROPOSED INTERNAL REORGANISATION

The Proposed Internal Reorganisation will be implemented by way of the Scheme of Arrangement, comprising the Proposed Shares Exchange and Proposed Transfer of Listing Status. It is pertinent to note that Arvex is a newly incorporated company established to serve as the holding company of KHJ for the purpose of facilitating the Proposed Internal Reorganisation.

2.1 Proposed Shares Exchange

Under the Proposed Shares Exchange, all Entitled Shareholders will exchange their respective KHJ Shares with new Arvex Shares on the basis of 1 new Arvex Share for every 1 existing KHJ Share held by them.

The issued share capital of KHJ is RM31,128,118 comprising 380,000,000 KHJ Shares as at the LPD. Pursuant to the Proposed Shares Exchange, the Entitled Shareholders will receive such number of Arvex Shares which is equivalent to their respective shareholdings in KHJ as at the Entitlement Date and KHJ shall become a wholly-owned subsidiary of Arvex upon completion of the Proposed Shares Exchange. In addition, our Board (save for Pang Fu Wei and Goh Poh Teng who are already appointed as Directors of Arvex as at the LPD) will be appointed as Arvex's Board upon completion of the Proposed Shares Exchange.

The new Arvex Shares to be issued pursuant to the Proposed Shares Exchange will rank *pari passu* in all respects with each other and with the 2 existing Arvex Shares. The 2 existing Arvex Shares will continue to be held by the existing shareholders of Arvex, namely Pang Kim Hin and Pang Fu Wei. Further information on Arvex is set out in **Section 2.3** and **Appendix II** of this Explanatory Statement/Circular.

For the avoidance of doubt, the Proposed Shares Exchange will not result in any change or variation to the current voting rights of our shareholders as Arvex will adopt all the relevant provisions contained in our current Constitution into the Constitution of Arvex.

2.2 Proposed Transfer of Listing Status

Upon completion of the Proposed Shares Exchange, Arvex will become the new holding company of our Group and will assume the listing status of KHJ.

Accordingly, it is proposed that KHJ be delisted from the Official List and Arvex be admitted to the Official List in place of KHJ with the listing of and quotation for the entire number of issued shares of 380,000,002 Arvex Shares (including 2 existing Arvex Shares) on the ACE Market.

The reference price of the newly listed Arvex Shares on Bursa Securities shall be the last closing price of KHJ Shares on the Market Day prior to the suspension of trading on Bursa Securities.

2.3 Information on Arvex

Arvex was incorporated in Malaysia under the Act as a public company limited by shares under its current name on 29 September 2025 to facilitate the implementation of the Proposed Internal Reorganisation. As at the LPD, Arvex does not have any subsidiary or associate company. Upon completion of the Proposed Internal Reorganisation, KHJ will become a wholly-owned subsidiary of Arvex.

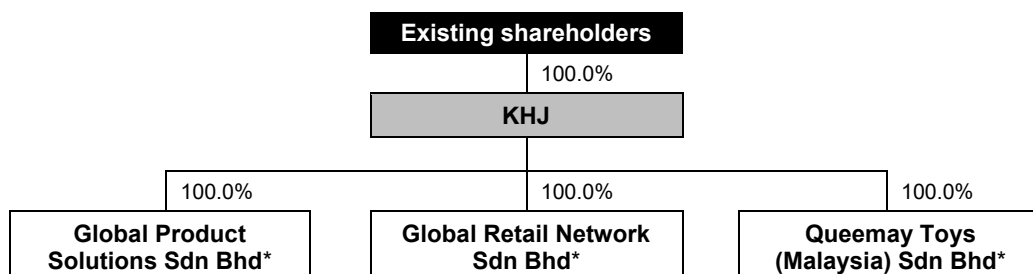
Further information on Arvex is set out in **Appendix II** of this Explanatory Statement/Circular.

3. RATIONALE AND JUSTIFICATION FOR THE PROPOSED INTERNAL REORGANISATION

As at the LPD, KHJ is designated as the listed investment holding company of our Group. It is also the operating company, principally engaged in the retailing of maternity, baby and children's wear and products.

The shareholding structure and corporate structure of our Group as at the LPD are set out as follows:-

As at the LPD

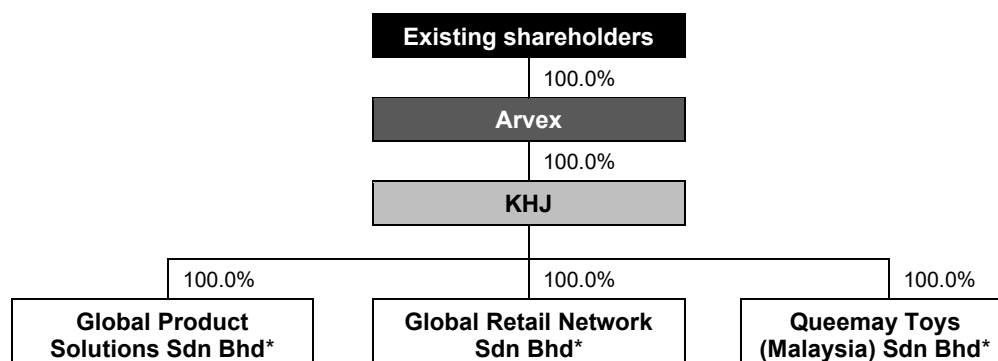


Note:-

* *Dormant companies. Our Company intends to commence the winding-up process for the above-mentioned companies in the 2nd quarter of 2026.*

Through the Proposed Internal Reorganisation, the investment holding function and the operating business will be separated, where Arvex will become the investment holding vehicle assuming the listing status of KHJ, whilst KHJ will continue to operate its existing businesses as illustrated below:-

After the Proposed Internal Reorganisation



Note:-

* *Dormant companies. Our Company intends to commence the winding-up process for the above-mentioned companies in the 2nd quarter of 2026.*

For the avoidance of doubt, the Proposed Internal Reorganisation will not result in any significant change in the business direction or policy of KHJ pursuant to Rule 10.11 of the Listing Requirements as there is no introduction of new assets into KHJ and there will be no change to the shareholdings of KHJ Shares as it does not involve issuance of new KHJ Shares.

The Proposed Internal Reorganisation is in line with our long term strategic objectives, and is undertaken in consideration of the following factors:-

(i) establish a more flexible corporate structure

The creation of an additional level of investment holding company above KHJ will provide our Group with a flexible and efficient corporate structure. This structure will facilitate the rebranding of our corporate identity and image under Arvex. In addition, Arvex, as a newly incorporated entity, will offer greater flexibility in implementing future corporate exercises, including mergers and acquisitions as well as divestments, without disrupting the operations of the listed entity. This will enable Arvex Group to respond promptly to business opportunities, including the expansion into new business segments or streamlining of existing ones.

(ii) facilitate future expansion and growth

The proposed structure of Arvex Group will enable Arvex Group to pursue growth initiatives and business expansion in a more efficient and scalable manner, particularly where new subsidiaries or joint ventures are to be incorporated under a holding company structure. Companies within Arvex Group can also consolidate similar operations or assets under a single entity within Arvex Group, thereby eliminating redundancies and achieving economies of scale in the future.

(iii) enhance financial and operational efficiency

The Proposed Internal Reorganisation allows for more efficient allocation of resources and capital within Arvex Group, while facilitating improved cash flow management among subsidiaries. It will also strengthen risk management practices by creating clearer structural boundaries between subsidiaries. In addition, the new structure enhances Arvex Group's ability to segregate core and non-core businesses for sharper strategic focus. This flexibility allows any new business segment to be developed and scaled independently, without disrupting the operations of the existing business.

Accordingly, our Board is of the view that the Proposed Internal Reorganisation is expected to enhance our long-term resilience and competitiveness, while positioning Arvex Group for sustainable growth and value creation for our shareholders.

4. EFFECTS OF THE PROPOSED INTERNAL REORGANISATION

4.1 Share capital

The Proposed Internal Reorganisation will not have any effect on our issued share capital as there is no issuance of new KHJ Shares involved.

For illustrative purposes, the pro forma effects of the Proposed Internal Reorganisation on the issued share capital of Arvex are as follows:-

	No. of Arvex Shares	RM
Issued share capital as at the LPD ⁽¹⁾	2	2
New Arvex Shares to be issued pursuant to the Proposed Shares Exchange	⁽²⁾ 380,000,000	72,112,090
Enlarged issued share capital of Arvex	<u>380,000,002</u>	<u>⁽³⁾72,112,092</u>

Notes:-

(1) Based on the issued share capital of RM2 comprising 2 Arvex Shares as at the LPD.

(2) Based on 380,000,000 KHJ Shares in issue as at the LPD.

- (3) The enlarged share capital of Arvex will be based on the latest audited NA of KHJ as at 31 December 2024 after taking into account the adjustments for subsequent event as well as the existing 2 Arvex Shares, as illustrated in **Section 4.2** of this Explanatory Statement/Circular.

4.2 NA per share and gearing

The NA and gearing of Arvex Group will not be significantly different from the NA and gearing of our Group prior to and after the implementation of the Proposed Internal Reorganisation.

For illustrative purposes, the pro forma effects of the Proposed Internal Reorganisation on the NA per share and gearing of the consolidated Arvex Group based on the latest audited consolidated financial statements of KHJ as at 31 December 2024 are as set out below:-

	KHJ Group		After the Proposed Internal Reorganisation		
	Audited consolidated as at 31 December 2024 (RM'000)	⁽¹⁾ Subsequent adjustment up to the LPD (RM'000)	KHJ Group (RM'000)	Arvex (RM'000)	Consolidated Arvex Group (RM'000)
Share capital	31,128	31,128	31,128	⁽³⁾ 72,112	⁽³⁾ 72,112
Reorganisation reserve	-	-	-	-	⁽⁴⁾ (40,984)
Retained earnings	41,714	41,334	⁽²⁾ 40,984	-	40,984
Shareholder's equity/NA	72,842	72,462	72,112	72,112	72,112
No. of ordinary shares	380,000,000	380,000,000	380,000,000	380,000,002	380,000,002
NA per share (RM)	0.19	0.19	0.19	0.19	0.19
Total borrowings (RM'000)	-	-	-	-	-
Gearing (times)	-	-	-	-	-

Notes:-

- (1) After adjusting for the final single tier dividend of 0.1 sen per KHJ Share for the FYE 31 December 2024 amounting to RM0.38 million, which was paid on 18 August 2025.
- (2) After deducting the estimated expenses of approximately RM0.35 million in relation to the Proposed Internal Reorganisation.
- (3) The enlarged share capital of Arvex will be based on the latest audited NA of KHJ as at 31 December 2024 after taking into account the adjustment for subsequent event and the existing 2 Arvex Shares.
- (4) Being the difference between the share capital of Arvex after taking into account the adjustment for subsequent event and the value of the existing 2 Arvex Shares, and the share capital of KHJ, the computation of which is set out below:-

	(RM'000)
Share capital of KHJ	31,128
(Less): Share capital of Arvex after taking into account the adjustment to subsequent event and the value of existing 2 Arvex Shares	(72,112)
Reorganisation reserve	(40,984)

4.3 Earnings and EPS

The Proposed Internal Reorganisation will not have any material effect on the consolidated EPS of our Group vis-à-vis the consolidated EPS of Arvex Group upon completion of the Proposed Internal Reorganisation in view that the Proposed Shares Exchange will be implemented on the basis of 1 new Arvex Share for every 1 existing KHJ Share held as at the Entitlement Date.

4.4 Substantial shareholders' shareholdings

The Entitled Shareholders will, upon completion of the Proposed Internal Reorganisation, cease to be shareholders of KHJ and will instead hold Arvex Shares in proportion to their respective shareholdings in KHJ as at the Entitlement Date.

For illustrative purposes, the pro forma effects of the Proposed Internal Reorganisation on the shareholdings of the substantial shareholders as at the LPD are set out below:-

	As at the LPD				After the Proposed Internal Reorganisation			
	Direct		Indirect		Direct		Indirect	
	No. of KHJ Shares	(1)%	No. of KHJ Shares	(1)%	No. of Arvex Shares	(2)%	No. of Arvex Shares	(2)%
KHI	235,600,000	62.00	-	-	235,600,000	62.00	-	-
Pang Kim Hin	11,280,700	2.97	(3)235,600,000	62.00	11,280,701	2.97	(3)235,600,000	62.00

Notes:-

- (1) Based on 380,000,000 KHJ Shares in issue as at the LPD.
- (2) Based on 380,000,002 Arvex Shares in issue after the Proposed Internal Reorganisation.
- (3) Deemed interested by virtue of his shareholdings held through KHI pursuant to Section 8 of the Act.

4.5 Convertible securities

Our Company does not have any outstanding convertible securities as at the LPD. Notwithstanding thereof, for information purposes, our Company had on 18 June 2021, established an employees' share option scheme ("**ESOS**") of up to 15.0% of the total number of KHJ Shares at any point in time throughout the duration of the ESOS which shall expire on 18 June 2026 (with the option to extend for a further period of up to 5 years). No ESOS options have been granted as at the LPD and our Board does not intend to grant any ESOS options before the completion of the Proposed Internal Reorganisation.

5. APPROVALS REQUIRED

The Proposed Internal Reorganisation is subject to the following approvals being obtained:-

- (i) Bursa Securities for the following:-
 - (a) Proposed Transfer of Listing Status; and
 - (b) admission of Arvex to the Official List as well as listing of and quotation for the entire enlarged issued share capital of Arvex on the ACE Market;

The approval of Bursa Securities was obtained vide its letter dated 11 February 2026 and is subject to the following conditions:-

No.	Conditions	Status of compliance
1.	to make the relevant announcements pursuant to Paragraph 8.2 of Guidance Note 15 (" GN15 ") of the Listing Requirements.	To be complied
2.	to notify Bursa Securities in writing 2 clear Market Days prior to the crediting by Bursa Depository of the entire issued share capital of Arvex into the respective securities accounts and announce the same via Bursa LINK.	To be complied

No.	Conditions	Status of compliance
3.	to furnish Bursa Securities with a letter confirming that all approvals of the relevant authorities have been obtained together with a copy each of all the said letters.	To be complied
4.	to furnish Bursa Securities with a letter of compliance pursuant to Rule 2.12 of the Listing Requirements together with a copy of the duly executed Constitution of Arvex.	To be complied
5.	to furnish Bursa Securities with a written confirmation that Arvex complies with the public shareholdings spread requirements pursuant to Rule 8.02(1) of the Listing Requirements and a certificate of distribution of shares in the format contained Part B(1)(f) of Annexure GN15-A of the Listing Requirements. In this respect, Arvex must comply with the public shareholdings spread requirements pursuant to Rule 8.02(1) of the Listing Requirements upon the admission of Arvex Shares to the Official List.	To be complied
6.	to furnish Bursa Securities with the letter of undertaking in the format prescribed in Annexure GN15-B of the Listing Requirements duly executed by Arvex together with a certified true copy of the Board of Directors' resolution authorising the signatory, prior to the admission of Arvex to the Official List.	To be complied
7.	to furnish Bursa Securities with the confirmation letters duly signed by the Directors to be appointed to the Arvex's Board (in the format prescribed in Annexures GN15-C and GN15-D of the Listing Requirements), immediately after their appointments and in any event, before making the relevant announcement pursuant to Rule 8.2 of GN15 of the Listing Requirements.	To be complied
8.	to furnish Bursa Securities with a confirmation that the requirements stipulated under Rules 15.02, 15.09 and 15.10 of the Listing Requirements have been duly complied together with the relevant document supporting the same prior to the admission of Arvex to the Official List.	To be complied
9.	to furnish Bursa Securities with a copy of the certificate of lodgement of the court order sanctioning the Scheme of Arrangement after it has been filed with the Companies Commission of Malaysia.	To be complied
10.	to furnish Bursa Securities with a certified true copy of the resolution passed by the shareholders of KHJ in general meeting approving the Proposed Internal Reorganisation prior to the admission of Arvex to the Official List.	To be complied
11.	to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval once the Proposed Internal Reorganisation is completed.	To be complied
12.	to inform Bursa Securities upon completion of the Proposed Internal Reorganisation.	To be complied

- (ii) the clearance/approval from the SC on the Exemption. The approval from the SC was obtained vide its letter dated 29 January 2026;
- (iii) the approval of our shareholders at the forthcoming CCM and EGM for the Proposed Internal Reorganisation;

- (iv) the order of the High Court sanctioning the Scheme of Arrangement;
- (v) the approval of the Directors and shareholders of Arvex for the Proposed Internal Reorganisation as well as the allotment and issuance of new Arvex Shares to the Entitled Shareholders pursuant to the Proposed Shares Exchange;
- (vi) the approval/consent of our financiers/creditors, if required; and
- (vii) the approval, consent and/or sanction of any other relevant authorities/parties/counterparties to contracts entered into by KHJ Group, if required.

The Proposed Shares Exchange and Proposed Transfer of Listing Status are inter-conditional upon each other.

The Proposed Internal Reorganisation is not conditional upon any other corporate exercise undertaken or to be undertaken by our Company.

6. INTEREST OF DIRECTORS, MAJOR SHAREHOLDERS, CHIEF EXECUTIVE AND/OR PERSONS CONNECTED WITH THEM

None of our Directors, major shareholders and chief executive, and persons connected with them have any interest, direct or indirect, in the Proposed Internal Reorganisation other than their respective entitlements, if any, under the Proposed Shares Exchange as the shareholders of KHJ, to which all the other shareholders of KHJ are similarly entitled.

For information purposes, the direct and indirect shareholdings of our Directors in KHJ as at the LPD are set out below:-

	Direct		Indirect	
	No. of KHJ Shares	(1)%	No. of KHJ Shares	(1)%
Pang Kim Hin	11,280,700	2.97	⁽²⁾ 235,600,000	62.00
Pang Fu Wei	538,800	0.14	-	-
Goh Poh Teng	1,000,000	0.26	-	-
Chew Soo Lin	2,150,000	0.57	⁽³⁾ 800,000	0.21
Kor Yann Ning	800,000	0.21	-	-
Hew Moh Yung	-	-	-	-

Notes:-

- (1) Based on 380,000,000 KHJ Shares in issue as at the LPD.
- (2) Deemed interested by virtue of his shareholdings held through KHI pursuant to Section 8 of the Act.
- (3) Deemed interested by virtue of his shareholdings held through Cepheus Corporation Pte Ltd pursuant to Section 8 of the Act.

7. DIRECTORS' STATEMENT/RECOMMENDATION

After taking into consideration all aspects of the Proposed Internal Reorganisation, including but not limited to the rationale and justifications, salient terms of the Scheme Agreement and effects of the Proposed Internal Reorganisation, our Board is of the opinion that the Proposed Internal Reorganisation is in the best interest of our Company.

Accordingly, our Board recommends that you vote in favour on the special resolution pertaining to the Proposed Internal Reorganisation to be tabled at the forthcoming CCM and EGM.

8. ESTIMATED TIMEFRAME FOR COMPLETION AND TENTATIVE TIMETABLE FOR IMPLEMENTATION

Barring any unforeseen circumstances and subject to all the requisite approvals being obtained, the Proposed Internal Reorganisation is expected to be completed by 3rd quarter of 2026.

The tentative timetable for the implementation of the Proposed Internal Reorganisation is set out below:-

Tentative timeline	Key events
16 April 2026	• Convening the CCM and EGM
End April 2026	• Submission of application to the High Court for sanction of the Scheme of Arrangement
Mid June 2026	• High Court sanction for the Scheme of Arrangement
End June 2026	• Suspension of trading of KHJ Shares • Entitlement Date
Mid July 2026	• Delisting of KHJ Shares and listing of Arvex Shares

9. CCM AND EGM

(i) CCM

The CCM, the notice of which is enclosed in this Explanatory Statement/Circular, will be held at Room 3, 18th Floor, Tower 1, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur, on Thursday, 16 April 2026 at 10.00 a.m., or at any adjournment thereof, for purpose of considering and, if thought fit, approving, with or without modification, the resolution set out in the notice of CCM.

If you are unable to participate and vote at the CCM, please complete, sign and return the form of proxy in accordance with the instructions provided therein to the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time for holding the CCM, or at any adjournment thereof at which the person named in the instrument proposes to vote.

The Notice of the Company's CCM and form of proxy are available on the Company's website at www.khj-my.com and at our Company's registered address at Wisma Pang Cheng Yean, Lot 5205C, Jalan Perindustrian Balakong Jaya 1/3, Kawasan Perindustrian Balakong Jaya, 43300 Seri Kembangan, Selangor Darul Ehsan. The lodging of the form of proxy does not preclude you from participating and voting in person at the CCM should you subsequently decide to do so.

(ii) EGM

The EGM, the notice of which is enclosed with this Explanatory Statement/Circular, will be held at Room 3, 18th Floor, Tower 1, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur, on Thursday, 16 April 2026 at 11.00 a.m., or immediately following the conclusion of the CCM (which will be held at the same venue and on the same day at 10.00 a.m.) whichever is later, or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the resolution set out in the notice of EGM.

If you are unable to participate and vote at the EGM, please complete, sign and return the form of proxy in accordance with the instructions provided therein to the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time for holding the EGM, or at any adjournment thereof at which the person named in the instrument proposes to vote.

The Notice of the Company's EGM and form of proxy are available on the Company's website at www.khj-my.com and at our Company's registered address at Wisma Pang Cheng Yean, Lot 5205C, Jalan Perindustrian Balakong Jaya 1/3, Kawasan Perindustrian Balakong Jaya, 43300 Seri Kembangan, Selangor Darul Ehsan. The lodging of the form of proxy does not preclude you from participating and voting in person at the EGM should you subsequently decide to do so.

It is pertinent to note that, once the Proposed Shares Exchange is approved by our shareholders at the forthcoming CCM and EGM and sanctioned by the High Court (with or without modifications) becomes effective, it will be binding upon the Entitled Shareholders, whether or not the Entitled Shareholders were present at the CCM or EGM in person or by proxy or voted for or against the said resolution at the CCM or EGM or voted at all.

For clarity, please note that the requisite majority for passing a resolution at the CCM is different from the requisite majority required for passing of a resolution at the EGM. In essence, the requisite majority for the CCM is a majority in number representing three-fourths in value of the members present and voting either in person or by proxy at the relevant class meeting, whereas the requisite majority for EGM, depending on the nature of the proposed transactions, will be simple majority (namely a majority of more than 50.0% of the members present and voting either in person or by proxy).

10. FURTHER INFORMATION

You are advised to refer to the appendices set out in this Explanatory Statement/Circular for further information.

Yours faithfully,
For and on behalf of the Board of
KIM HIN JOO (MALAYSIA) BERHAD

Pang Kim Hin
Non-Independent Non-Executive Chairman

SALIENT TERMS OF THE SCHEME AGREEMENT

The salient terms of the Scheme Agreement are as follows:-

1. CONDITIONS PRECEDENT

The obligations of our Company and Arvex under the Scheme Agreement are conditional upon the following conditions precedent being fulfilled or waived within 6 months from 10 October 2025 ("**Conditional Period**"), or within a further period of 1 month or such longer period as may be agreed between our Company and Arvex commencing immediately after the expiration of the Conditional Period:-

- (i) the approval of our shareholders at the EGM and CCM for the Proposed Internal Reorganisation pursuant to Section 366 of the Act;
- (ii) the order of the High Court sanctioning the Scheme of Arrangement;
- (iii) the approval of Bursa Securities for the Proposed Transfer of Listing Status and all conditions, if any, imposed by Bursa Securities in respect of the Proposed Internal Reorganisation;
- (iv) the approval of the Directors and shareholders of Arvex for the Proposed Internal Reorganisation and the allotment and issuance of new Arvex Shares to the Entitled Shareholders pursuant to the Proposed Shares Exchange;
- (v) the approvals and/or consent of our Group's financiers and/or creditors, if applicable;
- (vi) the written approval, consent or sanction from the relevant authorities and all other relevant licensing authorities, if applicable;
- (vii) the written approval or consent from counterparties to contracts entered into by our Group, if required; and
- (viii) the approval, consent and/or sanction of any other relevant parties, if required.

2. COMPLETION

On the 21st business day from the date all conditions precedent of the Scheme Agreement are fulfilled or waived, or such other date as our Company and Arvex may mutually agree in writing:-

- (i) Arvex will allot and issue new Arvex Shares to the Entitled Shareholders in exchange for their KHJ Shares in accordance with the basis prescribed by the Proposed Shares Exchange;
- (ii) our Company will become a wholly-owned subsidiary of Arvex as a result of the Proposed Shares Exchange; and
- (iii) Arvex will assume the listing status of our Company with the listing of and quotation for the entire issued share capital of Arvex on the ACE Market.

3. RANKING OF THE NEW ARVEX SHARES

The new Arvex Shares to be allotted and issued to the Entitled Shareholders are free from any encumbrance and will rank *pari passu* in all respects with each other and with the existing Arvex Shares.

INFORMATION ON ARVEX

1. HISTORY AND BUSINESS

Arvex was incorporated in Malaysia under the Act as a public company limited by shares under its current name on 29 September 2025 to facilitate the implementation of the Proposed Internal Reorganisation.

Arvex is currently dormant and the intended principal activity of Arvex is investment holding activities. As disclosed in **Section 1** of this Explanatory Statement/Circular, Arvex was incorporated to facilitate the implementation of the Proposed Internal Reorganisation, and upon completion thereof, to serve as our holding company.

2. SHARE CAPITAL

Arvex has an issued share capital of RM2 comprising 2 Arvex Shares as at the LPD.

3. SHAREHOLDERS

The shareholders of Arvex and their respective shareholdings in Arvex as at the LPD are as follows:-

Name	Nationality	Direct		Indirect	
		No. of Arvex Shares	%	No. of Arvex Shares	%
Pang Kim Hin	Singaporean	1	50.0	-	-
Pang Fu Wei	Singaporean	1	50.0	-	-

4. DIRECTORS

The Directors of Arvex and their respective shareholdings in Arvex as at the LPD are as follows:-

Name	Nationality	Direct		Indirect	
		No. of Arvex Shares	%	No. of Arvex Shares	%
Pang Fu Wei	Singaporean	1	50.0	-	-
Goh Poh Teng	Malaysian	-	-	-	-
Chang Kim Win	Malaysian	-	-	-	-

During the implementation of the Proposed Shares Exchange, the existing Director of Arvex (i.e. Chang Kim Win) shall resign and the Directors of KHJ (save for Pang Fu Wei and Goh Poh Teng, who are the Directors of Arvex as at the LPD) shall be appointed to mirror our Board. Notwithstanding the resignation, Chang Kim Win will be redesignated as the Chief Financial Officer of Arvex, mirroring her existing role as the Chief Financial Officer of KHJ.

INFORMATION ON ARVEX (CONT'D)

5. SUBSIDIARIES AND ASSOCIATE COMPANIES

As at the LPD, Arvex does not have any subsidiary or associate company. Upon completion of the Proposed Internal Reorganisation, our Company will be a wholly-owned subsidiary of Arvex.

Upon completion of the Proposed Internal Reorganisation, the existing subsidiaries of KHJ as at the LPD which will also be the subsidiaries of Arvex held through KHJ are as follows:-

Subsidiaries and registration No.	Date and place of incorporation	Issued share capital (RM)	Effective equity interest (%)
Global Product Solutions Sdn Bhd* (200501023023 (705154-M))	3 August 2005 (Malaysia)	1,000,000	100
Global Retail Network Sdn Bhd* (201001037475 (921399-V))	10 November 2010 (Malaysia)	1,000,000	100
Queemay Toys (Malaysia) Sdn Bhd* (201501012165 (1137500-P))	27 March 2015 (Malaysia)	1,000,000	100

Note:-

* *Dormant companies. Our Company intends to commence the winding-up process for the above-mentioned companies in the 2nd quarter of 2026.*

Upon completion of the Proposed Internal Reorganisation, Arvex will not have any associate company.

Please refer to **Section 3** of this Explanatory Statement/Circular for further details on the corporate structure of Arvex upon completion of the Proposed Internal Reorganisation.

6. PROFIT AND DIVIDEND RECORD

Arvex was incorporated on 29 September 2025 to facilitate the implementation of the Proposed Internal Reorganisation and has not commenced operations. As at the LPD, Arvex does not have any business operations, profit or dividend record.

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FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

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

2. CONSENT AND CONFLICT OF INTERESTS**2.1 ADVISER**

UOBKH, being the Adviser in respect of the Proposed Internal Reorganisation, has given and has not subsequently withdrawn its written consent to the inclusion in this Explanatory Statement/Circular of its name and all references thereto in the form and context in which they appear in this Explanatory Statement/Circular.

UOBKH has given its written confirmation that as at the date of this Explanatory Statement/Circular, there is no situation of conflict of interest that exists or is likely to exist in relation to its role as the Adviser to KHJ in respect of the Proposed Internal Reorganisation.

2.2 DUE DILIGENCE SOLICITORS

Cheang & Ariff, being the due diligence solicitors and the legal counsel in respect of the Proposed Internal Reorganisation, has given and has not subsequently withdrawn its written consent to the inclusion in this Explanatory Statement/Circular of its name and all references thereto in the form and context in which they appear in this Explanatory Statement/Circular.

Cheang & Ariff has given its written confirmation that there is no situation of conflict of interest that exists or is likely to exist in relation to its role as the due diligence solicitors and the legal counsel in respect of the Proposed Internal Reorganisation.

3. MATERIAL LITIGATION, CLAIMS OR ARBITRATION

As at the LPD, our Group is not engaged in any material litigation, claim or arbitration, either as plaintiff or defendant, and our Board is not aware and does not have any knowledge of any proceedings pending or threatened against our Group or any facts likely to give rise to any proceedings which may materially or adversely affect the financial position or business of our Group.

4. MATERIAL CONTRACTS

Save for the Scheme Agreement, our Group has not entered into any material contracts (not being contracts entered into in the ordinary course of business) within 2 years immediately preceding the date of the Explanatory Statement/Circular.

FURTHER INFORMATION (CONT'D)

5. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at our registered office at Wisma Pang Cheng Yean, Lot 5205C, Jalan Perindustrian Balakong Jaya 1/3, Kawasan Perindustrian Balakong Jaya, 43300 Seri Kembangan, Selangor Darul Ehsan during normal business hours between Mondays and Fridays (except public holidays) from the date of this Explanatory Statement/Circular up to and including the date of our forthcoming CCM and EGM:-

- (i) the Constitution of our Company;
- (ii) the Constitution of Arvex;
- (iii) the audited consolidated financial statements of our Group for the past 2 financial years up to and including the FYE 31 December 2024 as well as the latest unaudited consolidated financial statements of our Group for the 12-month FPE 31 December 2025; and
- (iv) the letters of consent and declarations of conflict of interest referred to in **Section 2** of this **Appendix III**.

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KIM HIN JOO (MALAYSIA) BERHAD

(Registration No.: 197801000642 (37655-U))
(Incorporated in Malaysia)

NOTICE OF COURT CONVENED MEETING IN THE HIGH COURT OF MALAYA AT SHAH ALAM ORIGINATING SUMMONS NO.: BA-24NCC(SOA)-8-11/2025

In the matter of the Proposed Internal Reorganisation of Kim Hin Joo (Malaysia) Berhad (Registration No.: 197801000642 (37655-U));

And

In the matter of Arvex Berhad (Registration No.: 202501045449 (1646857-P));

And

In the matter of the Scheme Agreement dated 10 October 2025 between Kim Hin Joo (Malaysia) Berhad (Registration No.: 197801000642 (37655-U)) and Arvex Berhad (Registration No.: 202501045449 (1646857-P));

And

In the matter of Sections 366 and 370 of the Companies Act 2016;

And

In the matter of Order 7, Order 28, Order 88 and Order 92 of the Rules of Court 2012

KIM HIN JOO (MALAYSIA) BERHAD Registration No. 197801000642 (37655-U)

...**Applicant**

NOTICE OF MEETING SUMMONED PURSUANT TO AN ORDER OF THE HIGH COURT OF MALAYA AT SHAH ALAM IN RESPECT OF THE PROPOSED INTERNAL REORGANISATION BY WAY OF A MEMBER'S SCHEME OF ARRANGEMENT OF THE APPLICANT

NOTICE IS HEREBY GIVEN THAT by an Order of the High Court of Malaya ("**High Court**") on 19 January 2026 ("**Order**") in respect of the above matter, the High Court ordered a meeting to be convened for the shareholders ("**CCM**") of the Applicant ("**KHJ**" or the "**Company**") for the purpose of considering and, if thought fit, approving a scheme of arrangement proposed between the Company and its shareholders ("**Proposed Scheme of Arrangement**") pursuant to Section 366(1) of the Companies Act 2016 ("**Act**").

The following resolution is proposed to be voted upon and approved in the CCM for the Applicant's shareholders:-

"THAT, subject to the relevant regulatory approvals being obtained, and subject to the passing of the following resolution, approval be and is hereby given to the Board of Directors of the Company ("**Board**") to implement the following:-

- (i) proposed shares exchange of 380,000,000 ordinary shares in KHJ ("**KHJ Share(s)**"), representing the entire issued share capital of KHJ, with 380,000,000 new ordinary shares in Arvex Berhad ("**Arvex**") ("**Arvex Share(s)**"), on the basis of 1 new Arvex Share for every 1 existing KHJ Share held on an entitlement date to be determined and announced later; and
- (ii) proposed assumption of the listing status of KHJ by Arvex as well as the admission of Arvex to and withdrawal of KHJ from the Official List of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), with the listing of and quotation for 380,000,002 Arvex Shares on the ACE Market of Bursa Securities,

(collectively referred to as the "**Proposed Internal Reorganisation**");

THAT the Board be and is hereby empowered and authorised to take any and all actions and steps and do all such acts, deeds and things to complete and give full effect to the Proposed Internal Reorganisation as the Board may consider necessary, expedient or appropriate with full power to:-

- (i) execute, sign, deliver and cause to be delivered on behalf of the Company and/or its members (including, without limitation, affixing of the Company's seal, where applicable) any and all such agreements, documents, deeds, instruments, undertakings, declarations, confirmations and/or arrangements in relation to the Proposed Internal Reorganisation (including any supplementary or variation agreements and documents in connection therewith) to give full effect to and complete the Proposed Internal Reorganisation; and
- (ii) assent to any conditions, modifications, variations and/or amendments as may be approved, imposed or required by Bursa Securities and any other relevant authorities or as may be deemed necessary and/or expedient by the Board in the best interest of the Company and to take all steps and do all acts and things in any manner as it may deem necessary and/or expedient to finalise, implement, to give full effect to and complete the Proposed Internal Reorganisation;

AND THAT all previous actions taken by the Board for the purpose of or in connection with the Proposed Internal Reorganisation be and are hereby adopted, approved and ratified."

The CCM is to be held at Room 3, 18th Floor, Tower 1, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur, on Thursday, 16 April 2026 at 10.00 a.m. or at any adjournment thereof.

A copy of the Explanatory Statement/Circular to shareholders detailing the Proposed Scheme of Arrangement and containing the form of proxy required to be furnished pursuant to Section 369 of the Act is incorporated in the Explanatory Statement/Circular to shareholders dated 2 March 2026 ("**Document**").

Additional copies of the Document can be obtained either from the Company's registered office at Wisma Pang Cheng Yean, Lot 5205C, Jalan Perindustrian Balakong Jaya 1/3, Kawasan Perindustrian Balakong Jaya, 43300 Seri Kembangan, Selangor Darul Ehsan on any day from the date of the Document up to the date of the CCM, from 9.00 a.m. to 5.00 p.m., Mondays to Fridays (except public holidays). The resolution to be voted upon and approved in the CCM shall be decided by way of poll.

Shareholders may vote at the CCM or they may appoint their proxy(ies) to attend and vote in their stead. A form of proxy for the CCM is enclosed in the Document.

The form of proxy must be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd at 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia at least 48 hours before the time appointed for the CCM or at any adjournment thereof.

By the Order of the High Court, the High Court has allowed any one Director of KHJ who is elected or approved by majority in value of the members of KHJ (present and voting either in person or by proxy), to act as the Chairman of the CCM ("**Chairman**") and that the result of the CCM to be reported by the Chairman to the Court after the CCM of the Company.

The Proposed Scheme of Arrangement, and upon being approved by majority in value of the members of KHJ (present and voting either in person or by proxy during the CCM), will be effective upon obtaining a sanction from the High Court.

Date: 2 March 2026

Cheang & Ariff

Loke Mansion
273A, Jalan Medan Tuanku
50300 Kuala Lumpur

Notes:-

- (1) Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities, the resolution set out in the Notice of CCM will be put to vote by way of poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.
- (2) A member entitled to attend and vote at the CCM may appoint another person as his/her proxy to attend and vote in his/her stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting shall have the same rights as the member to speak at the meeting.
- (3) A member shall be entitled to appoint not more than 2 proxies to participate, speak and vote at the meeting. Where a member appoints 2 proxies, the appointment shall not be valid unless the member specifies the proportion of his/her shareholding to be represented by each proxy.
- (4) Where a member is an exempt authorised nominee which holds shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**") as defined under the Securities Industry (Central Depositories) Act 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- (5) The form of proxy shall be in writing, executed by or on behalf of the appointor or his/her 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.
- (6) 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 that power or authority shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd of 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time for holding the CCM or adjourned CCM at which the person named in the form of proxy proposes to vote, and in default the form of proxy shall not be treated as valid.
- (7) 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 a Record of Depositors as at 9 April 2026 and only members whose names appear on such Record of Depositors shall be entitled to attend, speak and vote at this meeting and entitled to appoint proxy or proxies.

Personal data privacy:-

By submitting a form of proxy to participate, speak and vote at the CCM 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 CCM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the CCM (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.

FORM OF PROXY FOR THE
COURT CONVENED MEETING



No. of Shares Held	CDS Account No.

KIM HIN JOO (MALAYSIA) BERHAD
(Registration No. 197801000642 (37655-U))
(Incorporated in Malaysia)

COURT CONVENED MEETING
IN THE HIGH COURT OF MALAYA AT SHAH ALAM
ORIGINATING SUMMONS NO.: BA-24NCC(SOA)-8-11/2025

In the matter of the Proposed Internal Reorganisation of Kim Hin Joo (Malaysia) Berhad (Registration No. 197801000642 (37655-U));

And

In the matter of Arvex Berhad (Registration No.: 202501045449 (1646857-P));

And

In the matter of the Scheme Agreement dated 10 October 2025 between Kim Hin Joo (Malaysia) Berhad (Registration No.: 197801000642 (37655-U)) and Arvex Berhad (Registration No.: 202501045449 (1646857-P));

And

In the matter of Sections 366 and 370 of the Companies Act 2016;

And

In the matter of Order 7, Order 28, Order 88 and Order 92 of the Rules of Court 2012

I/We _____ (name of shareholder as per NRIC/Passport)
NRIC No./Passport No./Registration No. _____ of _____
_____ (full address) being a member(s) of
KIM HIN JOO (MALAYSIA) BERHAD, hereby appoint _____ (name of proxy as per NRIC/Passport)
NRIC No./Passport No _____ of _____
_____ (full address) or failing him/her,
_____ (name of proxy as per NRIC/Passport)
NRIC/Passport No. _____ of _____
_____ (full address)

For a member who is an authorised nominee with omnibus account, please state the details of the proxies as above if more than two (2) on your letterhead and to attach the same to this form of proxy.

or failing him/her/them the Chairman of the meeting as *my/our proxy/proxies to attend and vote for *me/us and on my/our behalf at the Court Convened Meeting (“CCM”) of the Company to be held at Room 3, 18th Floor, Tower 1, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur, on **Thursday, 16 April 2026 at 10.00 a.m.**, and at any adjournment thereof in the manner as indicated below in respect of the following resolution:-

Special Resolution	For	Against
Proposed Internal Reorganisation		

Please indicate with an “X” in the appropriate box against the resolution on how you wish your proxy to vote. The proxy is to vote on the resolution set out in the Notice of CCM as you have indicated. If no specific instruction as to voting is given, the proxy may vote on the resolution or abstain from voting as the proxy thinks fit. If you appoint two proxies or more and wish them to vote differently, this should be specified.



For appointment of two proxies, proportion of shareholdings to be represented by the proxies:-

	No. of Shares	Percentage
Proxy 1		%
Proxy 2		%
Total		100%

If you wish to appoint other person(s) to be your proxy/proxies, kindly strike out the words "The Chairman of the Meeting" and insert the name(s) of the person(s) desired.

* Delete if not applicable

Signature of Shareholder or Common Seal

Dated this _____ day of _____ 2026.

Notes:-

- (1) Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities, the resolution set out in the Notice of CCM will be put to vote by way of poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.
- (2) A member entitled to attend and vote at the CCM may appoint another person as his/her proxy to attend and vote in his/her stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting shall have the same rights as the member to speak at the meeting.
- (3) A member shall be entitled to appoint not more than 2 proxies to participate, speak and vote at the meeting. Where a member appoints 2 proxies, the appointment shall not be valid unless the member specifies the proportion of his/her shareholding to be represented by each proxy.
- (4) Where a member is an exempt authorised nominee which holds shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**") as defined under the Securities Industry (Central Depositories) Act 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- (5) The form of proxy shall be in writing, executed by or on behalf of the appointor or his/her 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.
- (6) 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 that power or authority shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd of 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time for holding the CCM or adjourned CCM at which the person named in the form of proxy proposes to vote, and in default the form of proxy shall not be treated as valid.
- (7) 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 a Record of Depositors as at 9 April 2026 and only members whose names appear on such Record of Depositors shall be entitled to attend, speak and vote at this meeting and entitled to appoint proxy or proxies.

Personal data privacy:-

By submitting a form of proxy to participate, speak and vote at the CCM 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 CCM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the CCM (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.

Fold this flap for sealing

Then fold here

AFFIX
STAMP



Kim Hin Joo (Malaysia) Berhad
Registration No. 197801000642 (37655-U)

11th Floor, Menara Symphony,
No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13,
46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia

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KIM HIN JOO (MALAYSIA) BERHAD

(Registration No. 197801000642 (37655-U))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (“**EGM**”) of Kim Hin Joo (Malaysia) Berhad (“**KHJ**” or the “**Company**”) will be held at Room 3, 18th Floor, Tower 1, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur, on Thursday, 16 April 2026 at 11.00 a.m., or immediately following the conclusion of the Court Convened Meeting for shareholders of the Company (which will be held at Room 3, 18th Floor, Tower 1, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur and on the same day at 10.00 a.m.) whichever is later, or at any adjournment thereof, for the purpose of considering and if thought fit, passing with or without modifications, the following resolution:-

SPECIAL RESOLUTION

PROPOSED INTERNAL REORGANISATION

“**THAT**, subject to the relevant regulatory approvals being obtained, and subject to the passing of the following resolution, approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to implement the following:-

- (i) proposed shares exchange of 380,000,000 ordinary shares in KHJ (“**KHJ Share(s)**”), representing the entire issued share capital of KHJ, with 380,000,000 new ordinary shares in Arvex Berhad (“**Arvex**”) (“**Arvex Share(s)**”), on the basis of 1 new Arvex Share for every 1 existing KHJ Share held on an entitlement date to be determined and announced later; and
- (ii) proposed assumption of the listing status of KHJ by Arvex as well as the admission of Arvex to and withdrawal of KHJ from the Official List of Bursa Malaysia Securities Berhad (“**Bursa Securities**”), with the listing of and quotation for 380,000,002 Arvex Shares on the ACE Market of Bursa Securities,

(collectively referred to as the “**Proposed Internal Reorganisation**”);

THAT the Board be and is hereby authorised to complete and give effect to the Proposed Internal Reorganisation and to do all such acts, deeds and things as the Board may consider necessary, expedient or appropriate with full powers to:-

- (i) execute, sign, deliver and cause to be delivered on behalf of the Company and/or its members (including, without limitation, affixing of the Company’s seal, where applicable) any and all such agreements, documents, deeds, instruments, undertakings, declarations, confirmations and/or arrangements in relation to the Proposed Internal Reorganisation (including any supplementary or variation agreements and documents in connection therewith) to give full effect to and complete the Proposed Internal Reorganisation; and
- (ii) assent to any conditions, modifications, variations and/or amendments as may be approved, imposed or required by Bursa Securities and any other relevant authorities or as may be deemed necessary and/or expedient by the Board in the best interest of the Company and to take all steps and do all acts and things in any manner as it may deem necessary and/or expedient to finalise, implement, to give full effect to and complete the Proposed Internal Reorganisation;

AND THAT all previous actions taken by the Board for the purpose of or in connection with the Proposed Internal Reorganisation be and are hereby adopted, approved and ratified.”

By Order of the Board
KIM HIN JOO (MALAYSIA) BERHAD

Tai Yit Chan (MAICSA 7009143) (SSM PC No. 202008001023)

Tan Ai Ning (MAICSA 7015852) (SSM PC No. 202008000067)

Company Secretaries

Selangor Darul Ehsan

2 March 2026

Notes:-

- (1) Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities, the resolution set out in the Notice of EGM will be put to vote by way of poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.
- (2) A member entitled to attend and vote at the EGM may appoint another person as his proxy to attend and vote in his stead. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at a meeting shall have the same rights as the member to speak at the meeting.
- (3) A member shall be entitled to appoint not more than 2 proxies to participate, speak and vote at the meeting. Where a member appoints 2 proxies, the appointment shall not be valid unless the member specifies the proportion of his shareholding to be represented by each proxy.
- (4) Where a member is an Exempt Authorised Nominee which holds shares in the Company for multiple beneficial owners in one securities account ("**omnibus account**") as defined under the Securities Industry (Central Depositories) Act 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- (5) The form of proxy shall be in writing, executed by or on behalf 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.
- (6) 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 that power or authority shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd of 11th Floor, Menara Symphony, No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia not less than 48 hours before the time for holding the EGM or adjourned EGM at which the person named in the form of proxy proposes to vote, and in default the form of proxy shall not be treated as valid.
- (7) 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 a Record of Depositors as at 9 April 2026 and only members whose names appear on such Record of Depositors shall be entitled to attend, speak and vote at this meeting and entitled to appoint proxy or proxies.

PERSONAL DATA PRIVACY

By submitting a form of proxy(ies) to participate, speak and vote at the EGM 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 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), 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.

FORM OF PROXY FOR THE EXTRAORDINARY GENERAL MEETING



KIM HIN JOO (MALAYSIA) BERHAD
(Registration No. 197801000642 (37655-U))
(Incorporated in Malaysia)

No. of Shares Held	CDS Account No.

I/We _____ (name of shareholder as per NRIC/Passport)

NRIC No./Passport No./Registration No. _____ of _____

_____ (full address) being a member(s) of

KIM HIN JOO (MALAYSIA) BERHAD, hereby appoint _____ (name of proxy as per NRIC/Passport)

NRIC No./Passport No. _____ of _____

_____ (full address) or failing him/her,

_____ (name of proxy as per NRIC/Passport)

NRIC/Passport No. _____ of _____

_____ (full address)

or # the Chairman of the Meeting as *my/our proxy to vote for *me/us on *my/our behalf at the extraordinary general meeting ("EGM") of the Company will be held at Room 3, 18th Floor, Tower 1, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur on Thursday, 16 April 2026 at 11.00 a.m. or at any adjournment thereof and to vote as indicated below:-

Special Resolution	For	Against
Proposed Internal Reorganisation		

Please indicate with an "x" in the appropriate box against the resolution on how you wish your proxy to vote. The proxy is to vote on the resolution set out in the Notice of EGM as you have indicated. If no specific instruction as to voting is given, the proxy may vote on the resolution or abstain from voting as the proxy thinks fit. If you appoint two proxies or more and wish them to vote differently, this should be specified.

For appointment of two proxies, proportion of shareholdings to be represented by the proxies:-

	No. of Shares	Percentage
Proxy 1		%
Proxy 2		%
Total		100%

If you wish to appoint other person(s) to be your proxy/proxies, kindly strike out the words "The Chairman of the Meeting" and insert the name(s) of the person(s) desired.

* Delete if not applicable

Signature of Shareholder or Common Seal

Dated this _____ day of _____ 2026.



Notes:-

- (1) Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Securities, the resolution set out in the Notice of EGM will be put to vote by way of poll. Poll Administrator and Independent Scrutineers will be appointed to conduct the polling process and verify the results of the poll respectively.
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AFFIX
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Kim Hin Joo (Malaysia) Berhad
Registration No. 197801000642 (37655-U)

11th Floor, Menara Symphony,
No. 5, Jalan Professor Khoo Kay Kim, Seksyen 13,
46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia

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