



NOTICE OF 65TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixty-Fifth Annual General Meeting (“65th AGM”) of Hengyuan Refining Company Berhad (“the Company”) will be conducted entirely through live streaming from the broadcast venue at **Zenith Junior Ballroom, Level M1, Connexion Conference & Event Centre, Nexus Bangsar South City, No 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia (“Broadcast Venue”)** on **Tuesday, 28 May 2024** at **10.00 a.m.** to transact the following businesses:

AGENDA

ORDINARY BUSINESS

- To receive the Audited Financial Statements for the financial year ended 31 December 2023 and the Reports of the Directors and Auditors thereon.
[Please refer to Note (a)]

- To re-elect the following Directors retiring in accordance with Article 81(c) of the Constitution of the Company, and who being eligible, have offered themselves for re-election:
 - Mr Wang, YouDe **(Ordinary Resolution 1)**
 - Mr Surinderdeep Singh a/l Mohindar Singh **(Ordinary Resolution 2)****[Please refer to Note (b)]**

- To re-elect Ms Li, XiaoXia who is retiring in accordance with Article 81(h) of the Constitution of the Company, and who being eligible, has offered herself for re-election. **(Ordinary Resolution 3)**
[Please refer to Note (b)]

- To consider and if thought fit, to pass the following resolution: **(Ordinary Resolution 4)**

“**THAT** KPMG PLT be and is hereby appointed as auditors of the Company for the financial year ending 31 December 2024 in place of the outgoing auditors, PricewaterhouseCoopers PLT and to hold office until conclusion of the next annual general meeting at a remuneration to be determined by the directors.”

[Please refer to Note (c)]

- To approve payment of Non-Executive Directors’ fees and benefits of up to RM2,400,000.00 for the period from 1 June 2024 until 31 May 2025. **(Ordinary Resolution 5)**
[Please refer to Note (d)]

SPECIAL BUSINESS

To consider and if thought fit, to pass, with or without modifications, the following resolutions:

6. **PROPOSED RENEWAL OF AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016** **(Ordinary Resolution 6)**

“THAT subject to Sections 75 and 76 of the Companies Act 2016 (“the Act”), Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer (“New Shares”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued and allotted, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10 per cent of the total number of issued shares (excluding treasury shares) of the Company for the time being (“Proposed 10 per cent General Mandate”) **AND THAT** such authority shall continue to be in force until the conclusion of the next Annual General Meeting (“AGM”) of the Company or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier, unless such approval is revoked or varied by the Company at a general meeting.”

[Please refer to Note (e)]

7. **PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK** **(Ordinary Resolution 7)**

“THAT subject always to the Act, the Constitution of the Company, the Main Market Listing Requirements of Bursa Securities (“Listing Requirements”) and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:

- i. the aggregate number of issued shares in the Company (“Shares”) purchased (“Purchased Shares”) and/or held as treasury shares pursuant to this Ordinary Resolution does not exceed ten per centum (“10 per cent”) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and
- ii. the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase,

(“Proposed Share Buy-Back”).

AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:

- a. the conclusion of the next AGM of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
- b. the expiration of the period within which the next AGM after that date is required by law to be held; or
- c. revoked or varied by ordinary resolution passed by the shareholders in a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:

- i. To cancel all or part of the Purchased Shares;
- ii. To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;
- iii. To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
- iv. To resell all or part of the treasury shares;
- v. To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;
- vi. To transfer all or part of the treasury shares as purchase consideration;
- vii. To sell, transfer or otherwise use the shares for such other purposes as the Minister may by order prescribe; and/or
- viii. To deal with the treasury shares in the manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient, including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties, to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities."

[Please refer to Note (f)]

8. **PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE AND PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE** (Ordinary Resolution 8)

“THAT subject to the Listing Requirements, approval be and is hereby given for the Company to enter into recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 2.2.2 of the Circular to the Shareholders dated 26 April 2024 which are necessary for day-to-day operations and are carried out in the ordinary course of business on terms which are not more favourable to the related parties than those generally available to the public and are undertaken on an arms' length basis and not to the detriment of minority shareholders;

AND THAT the authority conferred by such mandate shall commence upon the passing of this resolution and continue to be in full force until:

- (a) the conclusion of the next AGM of the Company at which this shareholders' mandate will lapse, unless by a resolution passed at the next AGM, the mandate is renewed;
- (b) the expiration of the period within which the next AGM is required to be held pursuant to Section 340 of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by resolution passed by the shareholders in a general meeting;

whichever is the earlier;

AND THAT the Board of Directors be and is hereby authorised to complete and do all such acts and things as it may consider expedient or necessary (including executing such documents as may be required) to give effect to the transactions contemplated and/or authorised by this mandate.”

[Please refer to Note (g)]

-
9. To transact any other business of the Company of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.
-

BY ORDER OF THE BOARD

Ong Wai Leng (SSM PC No. 202208000633/MAICSA No. 7065544)
Chua Chia Kee (SSM PC No. 202408000067/MAICSA No. 7078002)
Company Secretaries

Dated this 26 April 2024
Kuala Lumpur

NOTES:

1. The 65th AGM will be conducted virtually through live streaming and online remote voting via Remote Participation and Voting ("RPV") facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd's ("Tricor") TIH Online website at <https://tjih.online>.
2. The Broadcast Venue of the AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairperson of the meeting to be present at the main venue of the meeting. **NO SHAREHOLDERS/PROXY(IES) WILL BE ALLOWED TO BE PHYSICALLY PRESENT AT THE BROADCAST VENUE.**
3. Shareholders may exercise their right to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 65th AGM via the RPV provided by Tricor via its **TIH Online website at <https://tjih.online>.**

Please refer to the "Procedures for RPV" in the Administrative Guide for the Company's 65th AGM and take note of Notes (4) to (16) below in order to register, participate and vote remotely via the RPV facilities.

4. For the purpose of determining a member who shall be entitled to attend, vote and speak at the AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company a **Record of Depositors** as at **17 May 2024** and only a depositor whose name appears on the Record of Depositors shall be entitled to attend, vote and speak at the Meeting or appoint proxy(ies) to attend, vote and speak in his/her stead.
5. A member who is entitled to participate in this AGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.
6. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the AGM via RPV. A member may appoint more than one proxy in relation to a meeting, provided that the member specifies the proportion of the member's shareholdings to be represented by each proxy.
7. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
8. Where an exempt authorised nominee appoints two (2) or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.
9. A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
10. The instrument appointing a proxy shall be in writing and signed by the appointor or by his attorney who is authorised in writing. In the case of a corporation, the instrument appointing a proxy or proxies must be made under seal or signed by an officer or an attorney duly authorised.
11. The signature to the instrument appointing a proxy or proxies executed outside Malaysia must be attested by a solicitor, notary public, consul or magistrate.

12. A member who wishes to participate and vote at this AGM via RPV or a member who has appointed a proxy or attorney or authorised representative to participate and vote at this AGM via RPV **must sign up or request that his/her proxy sign up as a RPV user at the TIH Online website at <https://tjih.online>.**

Members or proxies who have registered as a RPV user **must register to attend and participate at the AGM via RPV ("AGM Registration"). AGM Registration is open from Friday, 26 April 2024 up to Tuesday, 28 May 2024.** Please follow the steps contained in the "Procedures for RPV" section of the Administrative Guide for the Company's 65th AGM.

13. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time set for holding the AGM at which the person named in the appointment proposes to vote:

(i) In Hard Copy Form

The proxy form must be deposited by post or by hand at the office of the share registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or at its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

(ii) By Electronic Form

The proxy form can be electronically lodged via Tricor's TIH Online website at <https://tjih.online>. Kindly refer to the Administrative Guide on the procedure for electronic lodgement of proxy form via TIH Online.

The last date and time for lodging the proxy form is **Sunday, 26 May 2024 at 10.00 a.m.** We recommend that the appointment of proxy be done as early as possible so that the appointed proxy has sufficient time to complete the AGM Registration.

14. Original copies of the appointments of corporate representative or power of attorney can be submitted either by hard copy or electronically in accordance with the instructions for lodgment in Note 13 above.
15. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.
16. The certificate of appointment should be executed in the following manner:
 - (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
 - (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

Explanatory Notes:

a. Agenda No 1

This item is meant for discussion only. The provisions of Section 340(1)(a) of the Act require that the audited financial statements and the Reports of the Directors and Auditors thereon be laid before the Company at its AGM. As such, this Agenda item is not a business which requires a resolution to be put to vote by shareholders.

b. Ordinary Resolutions No 1, No 2 and No 3

Article 81(c) of the Constitution of the Company provides that one-third (1/3) or the number nearest to one-third (1/3) of the Directors for the time being, shall retire from office at the conclusion of every annual general meeting, provided always that all Directors shall retire from office at least once in every three (3) years, but shall be eligible for re-election. As the Board currently consists of six (6) directors, two (2) directors, i.e. Mr Wang, YouDe and Mr Surinderdeep Singh a/l Mohindar Singh, shall retire in accordance with Article 81(c) at the upcoming AGM.

In addition, Article 81(h) of the Constitution of the Company provides that any Director appointed during the year shall hold office only until the next AGM and shall be eligible for re-election. Ms Li, XiaoXia was appointed as Independent Non-Executive Director of the Company on 8 December 2023, and she has offered herself for re-election at the 65th AGM.

In consideration of the three members of the Board Nominating and Remuneration Committee ("BNRC") will retire at the 65th AGM and have abstained from participating in deliberations and voting, the Board (save for the three retiring Directors) have discussed and considered the following aspects to determine the eligibility of each Director who stand for re-election at the 65th AGM:

- (i) The tenure of the Director and the Company's Directors' Rotation List;
- (ii) The Director's performance, based on results of the Board Effectiveness Assessment for the year 2023 ("BEA 2023") which were conducted using peer and self reviews;
- (iii) Fit and Proper assessment on the Director's integrity, expertise, knowledge, experience and core competencies as well as the time commitment;
- (iv) The Director's independence criteria as set out in the Listing Requirements; and
- (v) The Director's level of contribution to the Board, taking into account the key business strategies.

On 26 March 2024, the Board (save for the three retiring Directors) discussed and supported the re-election of the retiring Directors, with the following justifications:

Re-election of Mr Wang, YouDe as a Director of the Company

- (i) He has a relevant mix of experience, skill, knowledge, expertise and core competency that is beneficial to the Company, including industry specific knowledge and oil and gas business strategy, project management and engineering, contracting and procurement, human resource and development, internal control and risk management;
- (ii) He demonstrates and commands effective leadership of the Board, oversees effective decision-making process and ensures crucial alternatives are considered; and
- (iii) He aims to ensure that the Board's workload is appropriately managed and, where suitable, allocated to established Board Committees with specific terms of reference approved by the Board.

Re-election of Mr Surinderdeep Singh a/l Mohindar Singh as a Director of the Company

- (i) He has a relevant mix of experience, skill, knowledge, expertise and core competency that is beneficial to the Company, including human resource and development, accounting and finance, internal controls, corporate governance and information technology;
- (ii) He has a good understanding of the duties, obligations and responsibilities as a director and provide useful recommendations in assisting the Board for a better decision making; and
- (iii) As the Chair of the BNRC, he leads BNRC's annual evaluation of the Board composition to ensure that it has the appropriate size, balance and composition of the Board, the required mix of skills, experience and other qualities, the independence of the Independent Directors, Board diversity in terms of gender and age, and consideration of the Fit and Proper assessment, and core competencies which the Directors shall bring to the Board to ensure that they are in line with the Company's requirements.

Re-election of Ms Li, XiaoXia as a Director of the Company

- (i) She has a relevant mix of experience, skill, knowledge, expertise and core competency that is beneficial to the Company, including banking, economics and finance, internal controls, risk management and human resource and development;
- (ii) She has good understanding of the roles, duties and obligations of a director, adds value to board meetings and takes initiative to request for more information; and
- (iii) She sufficiently identifies principal financial risks that may have a considerable impact on the Company and set the risk appetite to ensure that there is an appropriate risk management framework to identify, analyse, evaluate, manage and monitor significant financial and non-financial risks.

c. Ordinary Resolution No 4

The Company has received a Notice of Nomination dated 15 April 2024 from its major shareholder, Malaysia Hengyuan International Limited, nominating KPMG PLT, as auditors of the Company for the financial year ending 31 December 2024 in place of the outgoing auditors, PricewaterhouseCoopers PLT. The proposed change of auditors is to ensure a more coherent and efficient external audit process as the holding Company is engaging KPMG PLT.

The Board Audit Committee and Board of Directors have considered the profile, adequacy of the resources, experience and fee proposal of KPMG PLT, and recommended the nomination of KPMG PLT as auditors of the Company.

KPMG PLT's appointment as the auditors of the Company is subject to the approval of the shareholders at the 65th AGM. The proposed Resolution No 4, if passed, KPMG PLT shall hold office until conclusion of the next annual general meeting of the Company.

A copy of the Notice of Nomination is annexed as "Appendix A" in the Company's Annual Report 2023.

d. **Ordinary Resolution No 5**

This resolution is to facilitate payment of Non-Executive Directors' fees and benefits for the period from 1 June 2024 to 31 May 2025.

In the event the Non-Executive Directors' fees and benefits proposed are insufficient (e.g. due to more meetings or enlarged Board size), approval will be sought at the next AGM for additional fees to meet the shortfall.

Directors' benefits include meeting allowances and other emoluments payable to Directors and in determining the estimated total, the Board had considered various factors including the number of scheduled meetings for the Board and Board Committees and covers the period from 1 June 2024 to 31 May 2025.

e. **Ordinary Resolution No 6**

The proposed Resolution No 6, if passed, will empower the Directors of the Company to issue and allot ordinary shares of the Company from time to time and to grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer, provided that the aggregate number of shares allotted pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company.

This proposed Resolution is a renewal of the previous year's mandate. The mandate is to provide flexibility to the Company to issue new securities without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional costs and time.

The purpose of this general mandate, if passed, will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company for fund raising exercise including but not limited to further placement of shares for the purposes of funding current and/or future investment projects, working capital, repayment of bank borrowings, acquisitions and/or for issuance of shares as settlement of purchase consideration, or other circumstances arise which involve grant of rights to subscribe for shares, conversion of any securities into shares, or allotment of shares under an agreement or option or offer, or such other application as the Directors may deem fit in the best interest of the Company.

As at the date of this notice, the Company did not implement its proposal for new allotment of shares under the general mandate pursuant to Sections 75 and 76 of the Act which was approved by the shareholders at the 64th AGM held on 24 May 2023 and will lapse at the conclusion of the 65th AGM to be held on 28 May 2024. As at the date of this notice, there is no decision to issue new shares. Should there be a decision to issue new shares after the general mandate is sought, the Company will make an announcement of the actual purpose and utilisation of proceeds arising from such issuance of shares.

f. **Ordinary Resolution No 7**

The proposed Resolution No 7, if passed, will empower the Directors to purchase, on behalf of the Company, up to 10% of the total number of issued shares of the Company by utilising the funds allocated which shall not exceed the retained profits of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

For further information, please refer to the Share Buy-Back Statement dated 26 April 2024 accompanying the Company's Annual Report for the financial year ended 31 December 2023.

g. **Ordinary Resolution No 8**

The proposed Ordinary Resolution 8 is to seek renewal of the Shareholders' Mandate and approval for the new Shareholders' Mandate to allow the Company and/or its subsidiaries to enter into Recurrent Related Party Transactions of a Revenue or Trading Nature and to enable the Company to comply with Paragraph 10.09, Part E of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The mandate will take effect from the date of the passing of the ordinary resolution until the next AGM of the Company unless it is revoked or varied at a general meeting. For further information, please refer to the Circular to Shareholders dated 26 April 2024 accompanying the Company's Annual Report for the financial year ended 31 December 2023.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(PURSUANT TO PARAGRAPH 8.27(2) OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD)

1. The profile of the Directors who are standing for re-election as per Agenda 2 and Agenda 3 of the Notice of the 65th AGM are as follows:

(i) PROFILE OF WANG, YOUDE

Chairman
Non-Independent Non-Executive Director
Age 61 - Chinese, Male

Date of Appointment

22 December 2016

Academic Qualification

Master's Degree in Business Management from Nankai University, Tianjin, China

Experience

- Chairman of the Board and General Manager, Shandong Hengyuan Petrochemical Company Limited (2001-present)
- Executive President of the China Chamber of Commerce for the Petroleum Industry (2017-2019)
- Vice President in the China Chamber of Commerce for the Petroleum Industry (2007-2017)
- Deputy Mayor, Linyi County (2001-2013)
- Representative of the 12th National People's Congress of the People's Republic of China (2013-2018)

Directorship of Other Listed Issuers/ Public Companies

None

Membership of Board Committees in HRC

- Chair of Board Tender Committee
- Member of Board Nominating and Remuneration Committee
- Member of Board Projects Review Committee
- Member of Board Whistleblowing Committee

Wang, YouDe has no family relationship with any other Director and/or major shareholder of the Company. He has no conflict of interests with the Company and has not been charged with any offence within the past 10 years.

Wang, YouDe does not hold any shares in the Company.

(ii) PROFILE OF SURINDERDEEP SINGH A/L MOHINDAR SINGH

Independent Non-Executive Director

Age 55 - Malaysian, Male

Date of Appointment

23 February 2019

Academic Qualification

- Bachelor of Computer Science (Hons) University of Technology, Malaysia
- Master of Business and Administration, Henley Management College, United Kingdom

Experience

- Head of Enterprise Business and Solutions in Celcom Axiata Sdn Bhd (2017-2018)
- 24 years with the Shell Group of Companies, including as:
 - General Manager, Strategy and Portfolio, Shell Malaysia Ltd (2014-2016)
 - General Manager, Shell Marine Products (2009-2014)
 - Managing Director, Shell India Marketing Private Limited (2007-2008)
 - Vice President Director, Shell Indonesia (2004-2006)
 - Various leadership positions, including Regional Retail Manager, Operations Excellence Manager and Site System Technical Analyst with Pilipinas Shell Petroleum Company and Shell Malaysia Trading Sdn Bhd (1993-2004)

**Directorship of Other Listed Issuers/
Public Companies**

None

Membership of Board Committees in HRC

- Chair of Board Nominating and Remuneration Committee
- Chair of Board Whistleblowing Committee
- Member of Board Audit Committee
- Member of Board Projects Review Committee

Surinderdeep Singh Mohindar Singh has no family relationship with any other Director and/or major shareholder of the Company. He has no conflict of interests with the Company and has not been charged with any offence within the past 10 years.

Surinderdeep Singh Mohindar Singh does not hold any shares in the Company.

(iii) PROFILE OF LI, XIAOXIA

Independent Non-Executive Director
Age 60 - Chinese, Female

Date of appointment

8 December 2023

Academic Qualification

- Master of Economics & Finance, Shandong University, Jinan, Shandong, China
- Bachelor of Economic Management, Shandong University, Jinan, Shandong, China

Experience

Over 30 years of experience in the banking industry with various leadership roles, including as:

- General Manager, Credit Management Department, Hengfeng Bank (Headquarters), Jinan, Shandong (2018-2023)
- Credit Expert, Industrial and Commercial Bank of China (ICBC) (2014-2018)
- President, Dezhou Branch, ICBC (2008-2012)
- General Manager, Credit Management Department, Shandong Branch, ICBC (2003-2008)
- Deputy Director, Project Evaluation Department, Shandong Branch, ICBC (2000-2003)

**Directorship of Other Listed Issuers/
Public Companies**

None

Membership of Board Committees in HRC

Member of Board Nominating and Remuneration Committee

Li, XiaoXia has no family relationship with any other Director and/or major shareholder of the Company. She has no conflict of interests with the Company and has not been charged with any offence within the past 10 years.

Li, XiaoXia does not hold any shares in the Company.

2. Kindly refer to the Explanatory Notes on Special Business - Proposed Renewal of Authority to Issue and Allot Shares Pursuant to Sections 75 and 76 of the Companies Act 2016 under Explanatory Note (e) of the Notice of AGM.