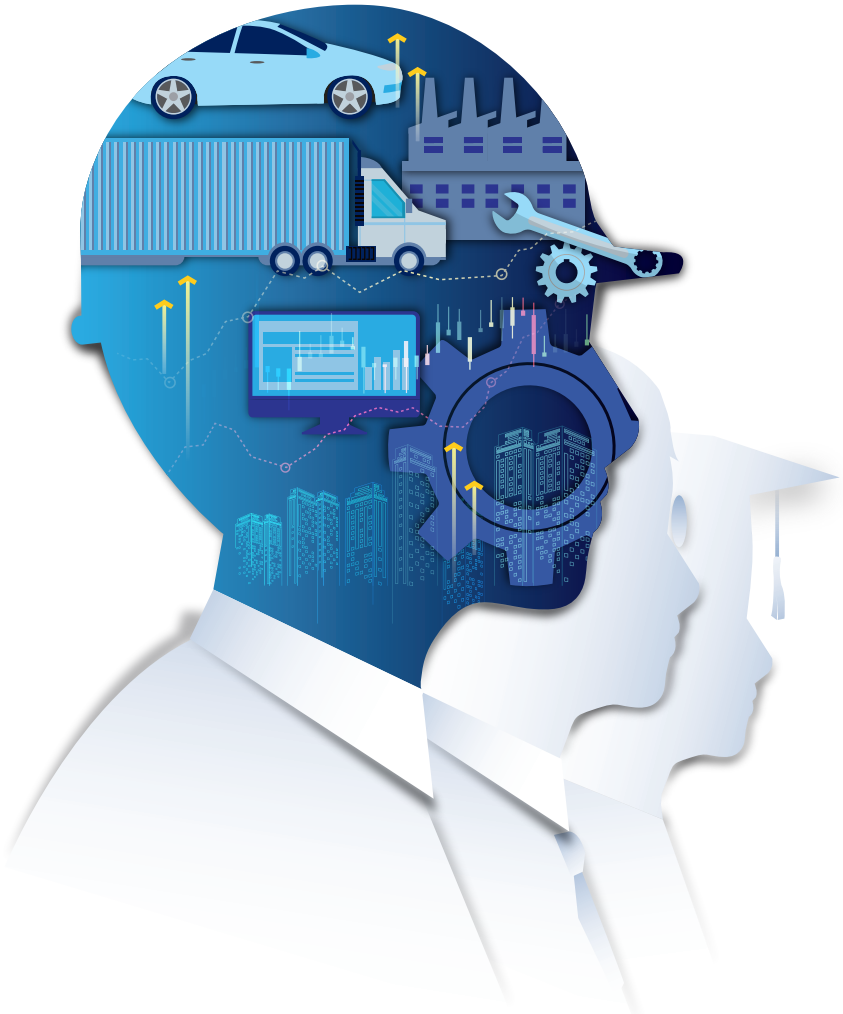




## TAN CHONG MOTOR HOLDINGS BERHAD

Registration No.: 197201001333 (12969-P)



# DRIVING RESILIENCE

ANNUAL REPORT 2021



# Notification to Shareholders 50<sup>th</sup> Annual General Meeting

Dear Shareholders,

## **50<sup>TH</sup> ANNUAL GENERAL MEETING OF TAN CHONG MOTOR HOLDINGS BERHAD**

We are pleased to inform you that the 50<sup>th</sup> Annual General Meeting (“50<sup>th</sup> AGM”) of TAN CHONG MOTOR HOLDINGS BERHAD (“TCMH” or “the Company”) to be conducted virtually through live streaming and online remote voting using the Remote Participation and Voting (“RPV”) facilities will be held as follows:

Date & Time : Wednesday, 1 June 2022, 2.30 p.m.

Broadcast Venue : Tricor Business Centre, Manuka 2 & 3 Meeting Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia

To do this, please submit your request for the RPV facilities to our Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”), via its website at <https://tjih.online> (“TIH Online”) in accordance with the procedures as set out in the Administrative Guide latest by Monday, 30 May 2022 at 2.30 p.m.

The following documents of the Company are available at our website at <https://www.tanchonggroup.com> and Bursa Malaysia’s website at <https://www.bursamalaysia.com> or you may scan the QR Code for your viewing and/or downloading of the Annual Report, Circular and Administrative Guide:

1. Annual Report 2021 (“AR”)
2. Corporate Governance Report 2021
3. Circular to Shareholders (“Circular”)
4. Notice of 50<sup>th</sup> AGM
5. Proxy Form
6. Administrative Guide



ANNUAL REPORT



CIRCULAR



ADMINISTRATIVE  
GUIDE

If you need a copy of the printed AR and/or Circular, please fax or email your request to Tricor at fax number +603-2783 9222 or email to [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com). Alternatively, you may also make your request online via TIH Online. A printed copy of the AR and/or Circular will be sent to you by ordinary post soonest practicable upon receipt of your request.

Should you require any assistance and clarification on the above, please contact the following persons at Tricor during office hours:

General Line : +603-2783 9299

Contact Persons : Ms. Lim Lay Kiow (Tel: +603-2783 9232 / Email: [Lay.Kiow.Lim@my.tricorglobal.com](mailto:Lay.Kiow.Lim@my.tricorglobal.com))

Ms. Siti Zalina Osmin (Tel: +603-2783 9247 / Email: [Siti.Zalina@my.tricorglobal.com](mailto:Siti.Zalina@my.tricorglobal.com))

Mr. Lim Jia Jin (Tel: +603-2783 9246 / Email: [Jia.Jin.Lim@my.tricorglobal.com](mailto:Jia.Jin.Lim@my.tricorglobal.com))

We thank you for your continued support and look forward to connecting with you on the RPV facilities on the date of the 50<sup>th</sup> AGM.

**CHONG CHOON YENG (MIA 26002) (SSM PC No. 202208000039)**

**CHIN YOON LENG (MAICSA 7057010) (SSM PC No. 202208000043)**

Company Secretaries

28 April 2022

## FORM OF PROXY



**TAN CHONG MOTOR HOLDINGS BERHAD**  
 Registration No. 197201001333 (12969-P)  
 (Incorporated in Malaysia)

CDS Account No.	
Number of Shares Held	
Shareholder's Email Address	

I/We \_\_\_\_\_ (name of shareholder as per NRIC, in capital letters)  
 NRIC No./Company No. \_\_\_\_\_ (new) \_\_\_\_\_ (old)  
 of \_\_\_\_\_ (full address)  
 telephone no. \_\_\_\_\_ being a member(s) of TAN CHONG MOTOR HOLDINGS BERHAD,  
 hereby appoint \_\_\_\_\_ (name of proxy as per NRIC, in capital letters)  
 NRIC No. \_\_\_\_\_ (new) \_\_\_\_\_ (old)  
 telephone no. \_\_\_\_\_ and \_\_\_\_\_  
 (name of proxy as per NRIC, in capital letters) NRIC No. \_\_\_\_\_ (new)  
 \_\_\_\_\_ (old) telephone no. \_\_\_\_\_ or failing him/her,

\*the Chairman of the meeting as my/our proxy/proxies to vote for me/us on my/our behalf at the 50<sup>th</sup> Annual General Meeting ("AGM") of the Company to be held virtually at the broadcast venue at Tricor Business Centre, Manuka 2 & 3 Meeting Room, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on Wednesday, 1 June 2022 at 2.30 p.m., and at any adjournment thereof, as indicated below:

No.	Resolutions	For	Against
<b>Ordinary Resolution 1</b>	Re-election of Dato' Ng Mann Cheong as Director		
<b>Ordinary Resolution 2</b>	Re-election of Mr. Lee Min On as Director		
<b>Ordinary Resolution 3</b>	Directors' fees		
<b>Ordinary Resolution 4</b>	Directors' benefits		
<b>Ordinary Resolution 5</b>	Re-appointment of KPMG PLT as Auditors		
<b>Ordinary Resolution 6</b>	Continuing in office of Dato' Ng Mann Cheong as Independent Non-Executive Director		
<b>Ordinary Resolution 7</b>	Proposed renewal of authority for the Company to purchase its own shares		
<b>Ordinary Resolution 8</b>	Proposed Shareholders' Mandate for recurrent related party transactions with Warisan TC Holdings Berhad and its subsidiaries and jointly-controlled entities		
<b>Ordinary Resolution 9</b>	Proposed Shareholders' Mandate for recurrent related party transactions with APM Automotive Holdings Berhad and its subsidiaries and joint ventures		
<b>Ordinary Resolution 10</b>	Proposed Shareholders' Mandate for recurrent related party transactions with Tan Chong International Limited and its subsidiaries		
<b>Ordinary Resolution 11</b>	Proposed Shareholders' Mandate for recurrent related party transactions with Auto Dunia Sdn. Bhd.		

\*To delete if not applicable.

(Please indicate with an "X" in the spaces provided how you wish your vote to be cast. If you do not do so, the proxy will vote or abstain from voting at his/her discretion.)

\_\_\_\_\_  
 Signature of Member(s)/Attorney of Member(s)  
 Date:

\_\_\_\_\_  
 Common Seal of Member, if applicable  
 (if the appointer is a corporation)

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

	<u>No. of Shares</u>	<u>Percentage</u>
Proxy 1 _____		%
Proxy 2 _____		%
Total _____		100%

**Notes:**

1. The 50<sup>th</sup> AGM of the Company will be conducted virtually through live streaming and online remote voting using Remote Participation and Voting ("RPV") facilities. Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") has been appointed as the Poll Administrator for the AGM to facilitate the RPV via TIH Online website at <https://tiah.online>. A depositor whose name appears in the Record of Depositors of the Company as at 25 May 2022 ("Record of Depositors") shall be entitled to attend, speak (in the form of real time submission of typed texts) and vote (collectively, "participate") remotely at the AGM. Please follow the procedures set out in the Administrative Guide for the AGM to register, participate and vote remotely via the RPV facilities. The Administrative Guide is available on the Company's website at <https://www.tanchonggroup.com> and Bursa Malaysia's website at <https://www.bursamalaysia.com>.
2. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. Members/proxies will not be allowed to attend the AGM in person at the Broadcast Venue on the day of the meeting.
3. A member, other than a member who is also an Authorised Nominee (as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA")) or an Exempt Authorised Nominee who is exempted from compliance with the provisions of Section 25A(1) of SICDA, shall be entitled to appoint not more than two (2) proxies to participate and vote at the meeting. A proxy need not be a member of the Company and a member may appoint any person to be his proxy. A proxy appointed shall have the same rights as the member to participate and vote at the meeting.
4. Subject to Note 7 below, where a member is a Depositor who is also an Authorised Nominee, the Authorised Nominee may appoint not more than two (2) proxies in respect of each securities account the Authorised Nominee holds with shares in the Company standing to the credit of such securities account as reflected in the Record of Depositors.
5. Subject to Note 7 below, where a member is a Depositor who is also an Exempt Authorised Nominee which holds shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as reflected in the Record of Depositors, there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
6. Each appointment of proxy by a member including an Authorised Nominee or an Exempt Authorised Nominee shall be by a separate instrument of proxy which shall specify:
  - (i) the securities account number;
  - (ii) the name of the beneficial owner for whom the Authorised Nominee or Exempt Authorised Nominee is acting; and
  - (iii) where two (2) proxies are appointed, the proportion of shareholdings or the number of shares to be represented by each proxy.
7. Any beneficial owner who holds shares in the Company through more than one (1) securities account and/or through more than one (1) omnibus account, shall be entitled to instruct the Authorised Nominee and/or Exempt Authorised Nominee for such securities accounts and/or omnibus accounts to appoint not more than two (2) persons to act as proxies for the beneficial owner. If there shall be three (3) or more persons appointed to act as proxies for the same beneficial owner of shares in the Company held through more than one (1) securities account and/or through more than one (1) omnibus account, all the instruments of proxy shall be deemed invalid and shall be rejected.

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**Tricor Investor & Issuing House Services Sdn. Bhd. Registration No. 197101000970 (11324-H)**  
**Registrar for TAN CHONG MOTOR HOLDINGS BERHAD Registration No. 197201001333 (12969-P)**  
Unit 32-01, Level 32, Tower A, Vertical Business Suite  
Avenue 3, Bangsar South, No. 8, Jalan Kerinchi  
59200 Kuala Lumpur  
Malaysia

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8. The instrument appointing a proxy (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 (collectively, the "Proxy Authorisation Documents") for the AGM shall be deposited or submitted in the following manner not less than 48 hours before the time appointed for the AGM or no later than 30 May 2022 at 2.30 p.m. If the appointer is a corporation, the instrument appointing a proxy must be executed under seal or under the hand of an officer or attorney duly authorised:
  - (i) In hard copy form  
Either by hand or post to the Company's Share Registrar, Tricor, at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia (Tel: +603-2783 9299), or alternatively, 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 means via TIH Online  
By electronic means to the electronic address at Tricor's TIH Online website at <https://tiah.online>. Please refer to the Administrative Guide for the procedures and requirements relating to the submission of proxy forms; and
  - (iii) By electronic means via email  
By electronic mail (email) to Tricor's email address at [is.enquiry@my.tricorglobal.com](mailto:is.enquiry@my.tricorglobal.com) to be followed by the deposit of a hard copy of the Form of Proxy and the Proxy Authorisation Documents at Tricor's office address stated in paragraph 8(i) above before the commencement of the AGM.
9. **Personal Data Privacy**  
By submitting an instrument appointing a proxy(ies), the Proxy Authorisation Documents, a Power of Attorney and/or other documents appointing representative(s) to attend, participate, speak and vote at the 50<sup>th</sup> AGM of the Company and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's and such individual's personal data by the Company (or its agents or service providers) for the purpose of the processing, administration and analysis by the Company (or its agents or service providers) of proxies, attorneys and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where any of the aforesaid document discloses the personal data of the member's proxy(ies), attorney(ies) and/or representative(s) to the Company (or its agents or service providers), the member has obtained the prior consent of such proxy(ies), attorney(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies), attorney(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.