

THIS CIRCULAR/STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

Bursa Malaysia Securities Berhad ("Bursa Securities") has not perused Part A of this Circular in respect of the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature and the Statement to Shareholders in relation to the proposed renewal of shareholders' mandate for share buy-back prior to its issuance as they fall under the category of exempt circulars pursuant to Practice Note 18 of the Main Market Listing Requirements of Bursa Securities. Bursa Securities takes no responsibility for the contents of this Circular/Statement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Circular/Statement.



SIGNATURE INTERNATIONAL BERHAD

Registration No. 200601034359 (754118-K)
(Incorporated in Malaysia)

PART A

**CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF
SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS
OF A REVENUE OR TRADING NATURE**

PART B

**STATEMENT TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF
SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK**

The resolution in respect of the above proposals will be tabled at the Seventeenth Annual General Meeting ("17th AGM") of the Company which will be conducted virtually through live streaming from the Broadcast Venue at the Auditorium of Signature International Berhad at Lot No. 24, Jalan Teknologi, Taman Sains Selangor 1, Kota Damansara, PJU 5, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Monday, 10 June 2024 at 9.30 a.m. The Notice of the 17th AGM, Proxy Form, Administrative Guide and this Circular/Statement are available on the Company's website at <http://signatureinternational.com.my/annual-reports/>.

If you are unable to attend and vote remotely at the 17th AGM, you may complete, sign and return the Proxy Form in accordance with the instructions printed thereon. The completed Proxy Form must be lodged with 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 or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time fixed for holding the 17th AGM or at any adjournment thereof. You also have the option to submit the Proxy Form electronically via TIIH Online at <https://tiih.online>. Please refer to the Administrative Guide on the procedures for electronic lodgement of Proxy Form via TIIH Online.

Last day, date and time for lodging the Proxy Form : Saturday, 8 June 2024 at 9.30 a.m.

Day, date and time of the 17th AGM : Monday, 10 June 2024 at 9.30 a.m.

This Circular/Statement is dated 30 April 2024

PART A
CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF SHAREHOLDERS'
MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING
NATURE

DEFINITIONS

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

- “Act” : Companies Act 2016 and any amendments made thereto from time to time.
- “AGM” : Annual General Meeting.
- “Ajiya” : Ajiya Berhad [Registration No. 199601005281 (377627-W)].
- “ARMC” : Audit and Risk Management Committee of SIGN.
- “Board” : The Board of Directors of SIGN.
- “Bursa Securities” or “the Exchange” : Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)].
- “CHGP” : Chin Hin Group Property Berhad [Registration No. 200101017677 (553434-U)].
- “Chin Hin” : Chin Hin Group Berhad [Registration No. 201401021421 (1097507-W)].
- “Director(s)” : Shall have the meaning given in Section 2(1) of the Capital Markets and Services Act 2007 and includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a director or chief executive officer of the Company, its subsidiary or holding company.
- “EGM” : Extraordinary General Meeting.
- “Fiamma” : Fiamma Holdings Berhad [Registration No. 198201008992 (88716-W)].
- “Listing Requirements” : Bursa Securities Main Market Listing Requirements and any Practice Notes issued in relation thereto, including any amendments that may be made from time to time.
- “LPD” : 1 April 2024, being the latest practicable date prior to the printing and despatch of this Circular.
- “Major Shareholder” : A person who has an interest(s) in voting share(s) in the Company and the number or aggregate number of those shares is:-
- (a) 10% or more of the total number of voting shares in the Company; or
 - (b) 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company
- and shall include any person who is or was within the preceding six (6) months of the date on which the terms of the transaction was agreed upon, a major shareholder of SIGN, its subsidiary or holding company.
- “Interest” shall have the meaning of “interest in shares” given in Section 8 of the Act.
- “Person(s) Connected” : Persons connected to the Directors and/or Major Shareholders, who fall under any one of the following categories:-
- (i) a family member of the Directors or Major Shareholders;
 - (ii) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the Director, Major Shareholder or a family member of the Directors or Major Shareholders, is the sole beneficiary;

DEFINITIONS (CONT'D)

- “Person(s) Connected” : (iii) a partner of the Directors or Major Shareholders;
(Cont'd)
- (iv) a person, or where the person is a body corporate, the body corporate or its directors, who is/are accustomed or is/are under an obligation, whether formal or informal, to act in accordance with the directions, instructions or wishes of the Directors or Major Shareholders;
- (v) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions or wishes the Directors or Major Shareholders is accustomed or is under an obligation, whether formal or informal, to act;
- (vi) a body corporate in which the Directors, Major Shareholders or persons connected with them are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or
- (vii) a body corporate which is a related corporation of the Directors or Major Shareholders.
- “Proposal” or “Proposed Renewal of Shareholders’ Mandate” : Proposed renewal of shareholders’ mandate for Recurrent Related Party Transactions of a revenue or trading nature.
- “Recurrent Related Party Transactions” or “RRPT(s)” : Recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations and are entered into by SIGN Group with the Related Party(ies) in the ordinary course of business which involves the interest, direct or indirect, of a Related Party.
- “Related Party(ies)” : Means a Director, Major Shareholder or Person Connected with such Director or Major Shareholder as defined under Chapters 1 and 10 of the Listing Requirements.
- “RM” and “sen” : Ringgit Malaysia and sen respectively.
- “SIGN” or the “Company” : Signature International Berhad [Registration No. 200601034359 (754118-K)].
- “SIGN Group” or the “Group” : SIGN and its subsidiaries (including all future subsidiaries to be acquired/incorporated by SIGN before its next AGM, wherever applicable), collectively.

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 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 Circular shall be a reference to Malaysian time, unless otherwise specified.

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SIGNATURE INTERNATIONAL BERHAD

Registration No. 200601034359 (754118-K)
(Incorporated in Malaysia)

Registered Office:-

Unit 30-01, Level 30, Tower A
Vertical Business Suite, Avenue 3
Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Wilayah Persekutuan
Malaysia

30 April 2024

Board of Directors:-

Datuk Seri Chiau Beng Teik, JP (*Non-Independent Non-Executive Chairman*)
Chiau Haw Choon (*Managing Director*)
Shelly Chiau Yee Wern (*Executive Director*)
Dato' Che Halin Bin Mohd Hashim (*Independent Non-Executive Director*)
Rozahan Bin Osman (*Independent Non-Executive Director*)
Chee Jee Kong (*Independent Non-Executive Director*)
Gu, Jincheng (*Non-Independent Non-Executive Director*)
Wang, Yongneng (*Alternate to Gu, Jincheng*)

To: Our Shareholders

Dear Sir/Madam,

PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

1. INTRODUCTION

On 5 April 2024, the Board announced that the Company proposes to seek the approval from the shareholders for the Proposed Renewal of Shareholders' Mandate at the forthcoming 17th AGM of the Company.

The purpose of this Circular is to provide you with the relevant information on the Proposal and to seek your approval for the ordinary resolution pertaining thereto to be tabled as Special Business at the forthcoming 17th AGM of the Company.

YOU ARE ADVISED TO READ AND CONSIDER CAREFULLY THE CONTENTS OF THIS CIRCULAR TOGETHER WITH THE APPENDIX CONTAINED HEREIN BEFORE VOTING ON THE RESOLUTION IN RELATION TO THE PROPOSAL TO BE TABLED AT THE FORTHCOMING AGM.

2. INFORMATION ON THE PROPOSAL

2.1 Provisions under the Listing Requirements

Pursuant to Paragraph 10.09(2) and Practice Note 12 of the Listing Requirements, a listed issuer may seek a shareholders' mandate in respect of RRPTs which are necessary for its day-to-day operations subject to the following:-

- (i) the transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public;
- (ii) the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year where:
 - (a) the consideration, value of the assets, capital outlay or costs of the Recurrent Related Party Transactions is RM1.0 million or more; or
 - (b) the percentage ratio of such Recurrent Related Party Transactions is 1% or more,whichever is the higher;
- (iii) the issuance of a circular to shareholders by the Company incorporating the information as maybe prescribed by the Exchange;
- (iv) in a meeting to obtain the shareholders' mandate, the interested Directors, interested Major Shareholders and Persons Connected with a Director or Major Shareholder and where it involves the interest of a Person Connected with a Director and/or Major Shareholder, such Director or Major Shareholder, must not vote on the resolution approving the transactions. An interested Director or interested Major Shareholder must also ensure that Persons Connected with him abstain from voting on the resolution approving the transactions; and
- (v) the Company shall make an immediate announcement to the Exchange when the actual value of the RRPTs entered into by the Company, exceeds the estimated value of the RRPTs disclosed in the Circular by 10% or more and must include the information as may be prescribed by the Exchange in its announcement.

Where a shareholders' mandate pursuant to Paragraph 10.09 of the Listing Requirements has been procured, the provisions of Paragraph 10.08 of the Listing Requirements shall not apply.

Accordingly, SIGN is proposing to seek its shareholders' approval for the Proposal pursuant to and in compliance with the conditions stated in Paragraph 10.09 and Practice Note 12 of the Listing Requirements. The Proposal will enable SIGN Group to enter into the RRPTs with the Related Parties as specified in Section 2.5 of this Circular.

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2.2 Validity Period of the Proposal

The Proposal, if approved by the shareholders at the forthcoming AGM, shall be subject to annual review. In this respect, any authority conferred by the Proposed Renewal of Shareholders' Mandate shall continue to be in force until:-

- (i) the conclusion of the next AGM of the Company, at which time it shall lapse, unless by a resolution passed by the shareholders of the Company in a general meeting, the authority is renewed;
- (ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Act (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) revoked or varied by resolution passed by the shareholders in general meeting;

whichever is the earlier.

2.3 Details of SIGN Group

SIGN is principally engaged in the business of investment holding. The principal activities of SIGN's subsidiaries are mainly involved in the following:-

- (i) Design, marketing and distribution of kitchen systems, wardrobe systems and built-in kitchen appliances;
- (ii) Business of contractors, sub-contract works and renovation works; and
- (iii) Interior design and build services.

Details of SIGN's subsidiaries as well as their principal activities as at the LPD are as follows:

<u>Name of Company</u>	<u>Effective Equity Interest (%)</u>	<u>Principal Activities</u>
<u>Subsidiary companies held directly by SIGN</u>		
Signature Cabinet Sdn Bhd ("SCSB")	100	Design, marketing and distribution of kitchen systems, wardrobe systems and built-in kitchen appliances.
Signature Distribution Sdn Bhd ("SDSB")	100	Distribution of kitchen systems, wardrobe system, worktop and built-in kitchen appliances.
Kubiq Sdn Bhd	100	Selling, marketing and distributing kitchen and bedroom cabinets, knockdown furniture and furniture parts, appliances and accessories.
Signature Realty Sdn Bhd	100	Investment properties holding.
Corten Interior Solutions Pte Ltd ("Corten")	75	Interior design and build services.

<u>Name of Company (Cont'd)</u>	<u>Effective Equity Interest (%)</u>	<u>Principal Activities</u>
Signature Obicorp Sdn Bhd	70	Marketing and distribution of built-in kitchen appliances and white goods.
Space Alliance Contracts Sdn Bhd ("SACSB")	51	Business of contractors, sub-contract works and renovation works.
Zig Zag Builders (M) Sdn. Bhd. ("ZZBSB")	50.1	Business of interior design, renovation, furnishing, installation, maintenance and construction works.
<u>Subsidiary companies held indirectly through SCSB</u>		
Signature Manufacturing Sdn Bhd ("SMSB")	100	Manufacturing of kitchen systems and wardrobe systems.
Signature Kitchen Sdn Bhd	100	Retailing of kitchen systems, wardrobe systems and built-in kitchen appliances.
Fabriano Sdn Bhd ("Fabriano")	100	Investment holding.
<u>Subsidiary companies held indirectly through Fabriano</u>		
Signature Global Marketing Pte Ltd	100	Marketing and distribution of kitchen systems, wardrobe systems and built-in kitchen appliances.
Signature Surfaces Sdn Bhd	100	Dormant.
<u>Subsidiary companies held indirectly through Corten</u>		
Areal Interior Solutions Pte Ltd ("Areal")	75	Interior design and build services.
Woodcraft Studio Sdn. Bhd.	75	Manufacturing of wooden furniture.
<u>Subsidiary companies held indirectly through SACSB</u>		
Space Alliance Resources Sdn Bhd	51	Trading of furniture hardware, plywood, fancy plywood, high pressure laminate and other building materials.
Space Alliance Furniture Sdn Bhd	51	Trading and alteration of furniture.
Space Alliance Cabinet Sdn Bhd	51	Contractors and sub-contractors for renovation works and supply of furnishing materials.
SAF Manufacturing Sdn Bhd	51	Manufacturing of semi-finished customised furniture.

<u>Name of Company (Cont'd)</u>	<u>Effective Equity Interest (%)</u>	<u>Principal Activities</u>
<u>Subsidiary company held indirectly through SDSB</u>		
Signature Contempo Sdn Bhd	70	Designing, manufacturing, trading and sales of upholstered furniture, fabrication of drapery and other soft furnishings related products.
<u>Subsidiary company held indirectly through SMSB</u>		
Signature Kitchen Lanka (Pvt) Ltd	100	Marketing, distribution, import and export of kitchen systems, wardrobe systems and built-in kitchen appliances.
<u>Subsidiary companies held indirectly through ZZBSB</u>		
Zig Zag Engineering Sdn. Bhd.	50.1	Engineering and installation services, specialising in plumbing, heating, air-conditioning installation, ventilation systems, refrigeration or air-conditioning equipment and ducts.

It is anticipated that the SIGN Group would, in the ordinary course of its business, entered into the RRPTs which are necessary for its day-to-day operations with the classes of Related Parties detailed in Section 2.5 of this Circular. It is likely that such transactions will occur with some degree of frequency and could arise at any time.

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2.4 Classes of Related Parties

The Proposal will apply to the transactions with the following Related Parties:-

	Related Parties	Interested Major and/or Connected to them	Directors, Shareholders Persons
1.	Chin Hin and its subsidiaries ("Chin Hin Group")	Datuk Seri Chiau Beng Teik, JP ("Datuk Seri Chiau") Chiau Haw Choon Chin Hin	
2.	CHGP and its subsidiaries ("CHGP Group")		
3.	Ajiya and its subsidiaries ("Ajiya Group")		
4.	Fiamma and its subsidiaries ("Fiamma Group")		
5.	Chin Hin Gypsum Sdn Bhd ("CHG")	Datuk Seri Chiau	
6.	Pintar Muda Development Sdn Bhd ("PMD")		
7.	Chin Hin Plywood Co. Sdn Bhd ("CHPC")	Datuk Seri Chiau Chiau Haw Choon	
8.	Laksana Saujana Sdn Bhd ("LSSB")		
9.	Chin Hin Concrete Mix Sdn Bhd ("CHCM")		
10.	PP Chin Hin Realty Sdn Bhd ("PPCHR")		
11.	Aera Property Group Sdn Bhd ("AERA")		
12.	GA Hotel Management Sdn Bhd ("GHM")		
13.	Ace Logistics Sdn Bhd ("ALSB")		
14.	Quaver Sdn Bhd ("QSB") ^(a)		
15.	Midas Signature Sdn Bhd ("MSSB")		
16.	Platinum Eminent Sdn Bhd ("PESB")		
17.	Stellar 8 Sdn Bhd ("S8SB")		
18.	Stellar Trinity Sdn Bhd ("STSB") ^(a)		
19.	Asthetik Bangsar South Sdn Bhd ("ABS")		
20.	PP Chin Hin Group Sdn Bhd ("PPCHG")		
21.	Gerbang Kayamas Sdn Bhd ("GKSB")		
22.	Sens Hotel Sdn Bhd ("SHSB")	Chiau Haw Loon	
23.	CHL Logistics Sdn Bhd ("CHLL")		
24.	Chip Hin Transport Sdn Bhd ("CHT")	Chiau Beng Sun	
25.	Murni Jaya Enterprise Sdn Bhd ("MJE")	Chiau Beng Sun Chiau Yee Shan	
26.	C.H. Hardware & Transport Sdn Bhd ("CHHT")	Chiau Thean Bee Lee Ah Kuan	
27.	Teras Maju Sdn Bhd ("TMSB")	Yeoh Hock Seng	
28.	Italia Ceramics Sdn Bhd ("ICSB")		
29.	Chin Hin Hotel Sdn Bhd ("CHH")	Chiau Beng Soo	
30.	AS Chin Hin Sdn Bhd ("ASCH")	Chiau Beng Soo Ng Peng Peng	

2.4 Classes of Related Parties (Cont'd)

Note:

- (a) QSB and STSB had become subsidiaries of the CHGP Group in 2023.
- (b) The relationship of the Interested Directors, Major Shareholders and/or Persons Connected to them are as follows:-

Name	Relationship
Chin Hin	Major Shareholder of SIGN, Ajiya, Fiamma and ultimate holding company of CHGP Group.
Divine Inventions Sdn Bhd ("DISB")	Major Shareholder of SIGN, Ajiya, Fiamma, Chin Hin and CHGP.
PP Chin Hin Realty Sdn Bhd ("PPCHR")	Major Shareholder of SIGN, Ajiya, Fiamma, Chin Hin and CHGP. Holding Company of DISB, PPCHR, AERA, PMD, CHH, GHM, ALSB and GKSB and ultimate holding company of MSSB, PESB S8SB and ABS.
Datuk Seri Chiau	Executive Chairman of Chin Hin and Ajiya. Non-Independent Non-Executive Chairman of SIGN, CHGP and Fiamma. Major Shareholder of Chin Hin, Ajiya, SIGN, CHGP and Fiamma. Director and substantial shareholder of PPCHG, CHG, CHPC, LSSB and CHCM. Director of PPCHR, DISB, AERA, PMD, CHH, GHM, ALSB, QSB, MSSB, PESB S8SB, STSB, ABS and GKSB. Father to Chiau Haw Choon and Chiau Haw Loon. Brother of Chiau Beng Sun, Chiau Beng Soo and Chiau Thean Bee. Brother-in-law of Yeoh Hock Seng and Ng Peng Peng.
Chiau Haw Choon	Managing Director of SIGN and Ajiya. Group Managing Director of Chin Hin. Executive Director of CHGP and Fiamma. Major Shareholder of SIGN, Chin Hin, CHGP, Ajiya and Fiamma. Director and substantial shareholder of CHG, LSSB, CHCM and PPCHG. Director of CHPC, PPCHR, DISB, AERA, PMD, CHH, GHM, ALSB, QSB, MSSB, PESB, S8SB, STSB, ABS and GKSB. Son of Datuk Seri Chiau and brother of Chiau Haw Loon.
Chiau Haw Loon	Director and substantial shareholder of SHSB and CHLL. Son of Datuk Seri Chiau and brother of Chiau Haw Choon.
Chiau Beng Sun	Director and substantial shareholder of CHT and MJE. Brother of Datuk Seri Chiau.
Chiau Yee Shan	Director and substantial shareholder of MJE.
Chiau Thean Bee	Director and substantial shareholder of CHHT. Brother of Datuk Seri Chiau.
Lee Ah Kuan	Director and substantial shareholder of CHHT. Sister-in law of Datuk Seri Chiau.
Yeoh Hock Seng	Director and substantial shareholder of TMSB and ICSB. Brother-in-law of Datuk Seri Chiau.
Chiau Beng Soo	Director and substantial shareholder of ASCH. Brother of Datuk Seri Chiau.
Ng Peng Peng	Director and substantial shareholder of ASCH. Sister-in law of Datuk Seri Chiau.

2.5 Nature of the RRPTs and Estimated Value

The RRPTs which will be covered by the Proposal are general transactions by SIGN Group relating to the provision of or obtaining from, the Related Parties, products and services in the ordinary course of business of SIGN Group, as detailed below:-

No.	Transacting party within the SIGN Group	Transacting Related Party	Nature of RRPTs	Estimated aggregate value as disclosed in the Circular to Shareholders dated 28 April 2023 (RM'000)	Actual aggregate value transacted from 16th AGM until LPD (RM'000)	Deviation where the actual transacted value exceeded the estimated aggregate value by 10% or more	Estimated aggregate value to be transacted from the forthcoming AGM to the next AGM ¹ (RM'000)
1	SIGN Group	Chin Hin Group	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group based on prevailing market price.	50,000	-	-	50,000
			Purchase of building materials, accessories and other related products by SIGN Group.	50,000	331	-	50,000
			Purchase of building materials (such as mortar, lightweight blocks and fibremesh) by SIGN Group.	10,000	-	-	10,000
			Purchase of building materials (such as mortar and skim coat) by SIGN Group.	3,000	-	-	3,000
			Purchase of hardware (such as tiles) by SIGN Group.	3,000	744	-	3,000
			Provision of insurance, IT, e-commerce and other administrative services by Chin Hin Group.	5,000	404	-	5,000

No.	Transacting party within the SIGN Group	Transacting Related Party	Nature of RRPTs	Estimated aggregate value as disclosed in the Circular to Shareholders dated 28 April 2023 (RM'000)	Actual aggregate value transacted from 16th AGM until LPD (RM'000)	Deviation where the actual transacted value exceeded the estimated aggregate value by 10% or more	Estimated aggregate value to be transacted from the forthcoming AGM to the next AGM ¹ (RM'000)
1	SIGN Group	Chin Hin Group	Provision of project management solution and interior fit-out solutions by SIGN Group. The provision of project management solution and interior fit-out solutions includes, amongst others, assisting in implementing and coordinating project feasibility, business development and project procurement, funding, assisting on human resources, legal, etc.	50,000	-	-	50,000
			Award of construction contracts in which SIGN Group has secured or expected to be secured by Chin Hin Group.	50,000	43	-	50,000
2	SIGN Group	CHGP Group ²	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	50,000	1,391	-	50,000
			Rental paid for motor vehicles rented from CHGP Group.	2,500	-	-	2,500
			Purchase of motor vehicles from CHGP Group.	2,500	-	-	2,500

No.	Transacting party within the SIGN Group	Transacting Related Party	Nature of RRPTs	Estimated aggregate value as disclosed in the Circular to Shareholders dated 28 April 2023 (RM'000)	Actual aggregate value transacted from 16th AGM until LPD (RM'000)	Deviation where the actual transacted value exceeded the estimated aggregate value by 10% or more	Estimated aggregate value to be transacted from the forthcoming AGM to the next AGM ¹ (RM'000)
3	SIGN Group	AERA, ABS, CHCM, CHPC, CHT, LSSB, MSSB, MJE, PMD, PESB, PPCHR, QSB ² , S8SB, STSB ²	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	65,500	570	-	65,500
4	SIGN Group	ASCH	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	500	-	-	500
			Supply and/or purchase of materials and accessories by SIGN Group.	500	-	-	500
5	SIGN Group	CHHT	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	500	-	-	500
			Provision of transportation services by CHHT.	500	-	-	500
6	SIGN Group	CHG	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	500	-	-	500
			Supply and/or purchase of materials and accessories by SIGN Group.	500	-	-	500

No.	Transacting party within the SIGN Group	Transacting Related Party	Nature of RRPTs	Estimated aggregate value as disclosed in the Circular to Shareholders dated 28 April 2023 (RM'000)	Actual aggregate value transacted from 16th AGM until LPD (RM'000)	Deviation where the actual transacted value exceeded the estimated aggregate value by 10% or more	Estimated aggregate value to be transacted from the forthcoming AGM to the next AGM ¹ (RM'000)
7	SIGN Group	CHH	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	800	-	-	800
			Provision of hotel accommodations by CHH.	200	-	-	200
8	SIGN Group	CHLL	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	1,000	-	-	1,000
			Provision of transportation services by CHLL.	10,000	-	-	10,000
9	SIGN Group	GHM	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	800	-	-	-
			Provision of hotel accommodations by GHM.	200	-	-	-
10	SIGN Group	ICSB	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	500	-	-	500
			Supply and/or purchase of materials and accessories by SIGN Group.	500	-	-	500

No.	Transacting party within the SIGN Group	Transacting Related Party	Nature of RRPTs	Estimated aggregate value as disclosed in the Circular to Shareholders dated 28 April 2023 (RM'000)	Actual aggregate value transacted from 16th AGM until LPD (RM'000)	Deviation where the actual transacted value exceeded the estimated aggregate value by 10% or more	Estimated aggregate value to be transacted from the forthcoming AGM to the next AGM ¹ (RM'000)
11	SIGN Group	SHSB	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	1,000	-	-	1,000
			Provision of hotel accommodations by SHSB.	50	-	-	50
12	SIGN Group	TMSB	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	500	-	-	500
			Supply and/or purchase of materials and accessories by SIGN Group.	500	-	-	500
13	SIGN Group	ALSB	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group	15,000	-	-	15,000
			Leasing/renting of factory and office premises ³⁽ⁱ⁾ from ALSB.	3,600	-	-	3,600
14	SIGN Group	PPCHG	Supply of kitchen cabinets, appliances and wardrobes by SIGN Group.	100	-	-	100
15	SIGN Group	GKSB	Supply of kitchen cabinets, appliances and wardrobes by SIGN Group.	100	-	-	100

No.	Transacting party within the SIGN Group	Transacting Related Party	Nature of RRPTs	Estimated aggregate value as disclosed in the Circular to Shareholders dated 28 April 2023 (RM'000)	Actual aggregate value transacted from 16th AGM until LPD (RM'000)	Deviation where the actual transacted value exceeded the estimated aggregate value by 10% or more	Estimated aggregate value to be transacted from the forthcoming AGM to the next AGM ¹ (RM'000)
16	SIGN Group	Ajiya Group	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	10,000	-	-	10,000
			Supply and/or purchase of materials (such as glass and roofing related materials) and accessories and other related products by SIGN Group.	50,000	-	-	50,000
17	SIGN Group	Fiamma Group	Supply of kitchen cabinets & appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design & renovation works by SIGN Group.	6,250	16	-	6,250
			Supply and/or purchase of materials and accessories and other related products by SIGN Group.	2,500	2,252	-	2,500
			Provision of project management solution and interior fit-out solutions by SIGN Group. The provision of project management solution and interior fit-out solutions includes, amongst others, assisting in implementing and coordinating project feasibility, business development and project procurement, funding, assisting on human resources, legal, etc.	1,000	-	-	1,000

Note:

- ¹ The estimated value of the RRPTs is based on estimated prevailing market rates, being rates that are not more favourable to the related parties than those generally available to/from the public. The estimate value may vary and subject to change.
- ² QSB and STSB had become subsidiaries of the CHGP Group in 2023. Therefore, the new transacting related party has been categorised under CHGP Group. For avoidance of doubt, there was no RRPT from the 16th AGM until LPD for QSB and STSB.
- ³ As at the LPD, the details of the properties rented by SIGN Group from the Related Parties are as follows:-

	Description	Postal Address	Use of Property	Built-Up Area (Sq. ft.)	Rental Value	Period of Tenancy
(i)	Single-storey factory and three-storey Office	Lot 61325 (PT 1154), No. 7, Jalan Teknologi 5, Taman Teknologi 2 @ Enstek, 71760 Bandar Enstek, Negeri Sembilan	Factory, office and worker hostel	208,738	Estimated RM3,600,000 per annum, based on prevailing market price and the payment terms is on a monthly basis.	3 years Expires on 31 May 2026 (Estimated)

The Proposal is necessary for SIGN Group's day-to-day operations and are in the ordinary course of business and are on terms not more favourable to the Related Parties than those generally available to the public and are not detrimental to the interest of the minority shareholders of SIGN.

The estimated transaction value is calculated based on historical data and the projected business volumes during the validity period of the Proposal and best estimates by the Management. The actual value of the transactions may vary from the estimated value in light of any changes in the economic environment.

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2.6 Details of Amount Due and Owing to SIGN Group by the Related Parties

As at the financial year ended 31 December 2023, there is no amount due and owing to the Company by its Related Parties, which has exceeded the credit term given. The payments were made within the agreed credit terms.

2.7 Review Procedures and Guidelines for the RRPTs

To ensure that the RRPTs are undertaken on an arm's length basis and on the Group's normal commercial terms consistent with the Group's usual business practices and policies and will not be prejudicial to shareholders, the management will ensure that the transactions with the Related Parties will only be entered into after taking into account the pricing, level of service, quality of products and other related factors.

The management of SIGN will also implement the following additional procedures and guidelines to ensure that the RRPTs are conducted at arm's length and on normal commercial terms and on terms not more favourable to the Related Parties than those generally available to the public and hence not detrimental to the interests of minority shareholders of the Company:

- (a) records will be maintained by the Group to capture all RRPTs which will be entered into pursuant to the Proposal;
- (b) the ARMC at its meetings will review the RRPTs and if necessary, may request the internal auditors to review the management system and procedures in compiling information on RRPTs. The ARMC may, at its discretion, adopt new procedures and amend the existing procedures which are no longer appropriate or adequate;
- (c) the external auditors will also review the RRPTs as part of the audit programme;
- (d) terms of the RRPTs relating to the price or sales and profit margin shall not be subject to substantial change during the period which the shareholders' mandate is in force. Where such change is deemed necessary, the management shall review the new terms to ensure that they are consistent with a transaction conducted at arm's length and on normal commercial terms and transaction prices and within the Group's usual business practices and policies;
- (e) where any Director has an interest, direct or indirect, in any RRPTs, such Director or his alternate shall abstain from deliberation and voting on the resolution. Where any member of the ARMC is interested in any RRPTs, such member shall abstain from deliberation and voting on any decisions to be taken by the ARMC with respect to such transaction; and
- (f) disclosure will be made in the annual report of the Company of the aggregate value of the RRPTs conducted pursuant to the Proposed Renewal of Shareholders' Mandate during the financial year with a breakdown of the aggregate value of the RRPTs based on the type, name of the Related Parties involved and their relationship with the Company. Disclosure will also be made in the annual reports of the subsequent financial year during which the period the shareholders' mandate remains in force.

Wherever applicable and/or feasible, the Company will get at least two (2) other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities to be used as comparison to determine whether the price and terms offered to/by the Related Parties are fair and reasonable and comparable to those offered to/by other unrelated third parties for the same or substantially similar type of products/services and/or quantities. In the event that quotations or comparative pricing from unrelated third parties cannot be obtained for the proposed transaction, the Board and the ARMC will rely on their market knowledge of prevailing industry norms bearing in mind the urgency and efficiency of services to be provided or required to ensure that the RRPTs are not detrimental to SIGN Group.

2.8 Threshold for Approval

There is no specific threshold for approval of RRPTs within SIGN Group. However, all RRPTs are subject to the approval of the Board. Where any Director has an interest (direct or indirect) in any RRPTs, such Director shall abstain from deliberation and voting on the matter. If it is determined that the procedures stated in Section 2.7 of this Circular are inadequate, the Company is required to ensure that:-

- (i) RRPTs will be conducted at arm's length basis and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (ii) such transactions are not to the detriment of the minority shareholders of the Company or prejudicial to the interests of the shareholders.

The ARMC shall have the discretion to request for limits to be imposed or for additional procedures to be followed if it considers such a request to be appropriate. In that event, such limits or procedures may be implemented without the approval of shareholders, provided that they are more stringent than the existing limits or procedures.

2.9 Statement by the ARMC

The ARMC of SIGN, having reviewed the procedure, is of the opinion that the said procedures are sufficient to ensure that the RRPTs are conducted at arm's length basis, on terms not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders, and hence, will not be prejudicial to the shareholders or disadvantageous to the Group.

In addition, the ARMC is of the opinion that SIGN Group has in place adequate procedures and processes to monitor, track and identify RRPTs in a timely and orderly manner. The ARMC will annually review and ascertain whether the procedures and guidelines established to monitor the RRPTs have been complied with.

2.10 Rationale and Benefits of the Proposal

The RRPTs entered or to be entered into from time to time by SIGN Group are in their ordinary course of business. They are recurring transactions of a revenue or trading nature which provides business opportunities and increase the order book of the Group and are likely to occur with some degree of frequency and arise at any time and from time to time. These RRPTs may be constrained by the time-sensitive nature and confidentiality of such transactions, and it may be impractical to seek shareholders' approval on a case-by-case basis before entering into such transactions. As such, the Company is seeking its shareholders' approval for the Proposed Renewal of Shareholders' Mandate pursuant to Paragraph 10.09(2) of the Listing Requirements to allow the Group to enter or continue to enter into the RRPTs.

The Proposed Renewal of Shareholders' Mandate is crucial to ensure continuing day-to-day operations of the Group. By obtaining the shareholders' mandate on an annual basis, this will reduce substantial administrative time and expenses associated with the convening of general meetings from time to time to seek shareholders' approval of each transaction while still maintaining the objective of keeping shareholders informed of the extent of the RRPTs occurring within the Group.

It should also be emphasised that the Related Parties is not under any obligation to enter into transactions with the Group and vice versa. Ultimately, all business transactions are entered into with the intention of profiting from market situations within normal trade practices. Therefore, external market prices and conditions are important factors that determine transaction prices between the Group and the Related Parties. The close commercial relationship that had been established with the Related Parties have created an effective network that SIGN Group can draw upon to support its operational needs. The RRPTs entered into by SIGN Group as detailed in Section 2.5 of this Circular will meet SIGN Group's business needs at the best possible terms and is in the best interest of SIGN Group.

2.11 Financial Effects of the Proposal

The Proposal will not have any effect on the issued share capital and substantial shareholders' shareholdings of SIGN. It is also not expected to have any material effect on the net assets per share and earnings per share of SIGN Group.

3. APPROVAL REQUIRED

The Proposal is subject to the approval of the shareholders of SIGN at the forthcoming AGM.

4. DIRECTORS' AND MAJOR SHAREHOLDERS' INTERESTS AND/OR PERSON(S) CONNECTED TO THEM

Save as disclosed below, none of the Directors or Major Shareholders of SIGN and/or persons connected to them have any interest, direct or indirect, in the Proposal as at the LPD:-

Directors/ Shareholders/ Persons Connected	Direct		Indirect	
	No. of Shares	%*	No. of Shares	%*
<u>Interested Directors</u>				
Datuk Seri Chiau Beng Teik, JP	-	-	209,691,700 ¹	33.04
Chiau Haw Choon	-	-	209,691,700 ¹	33.04
<u>Interested Major Shareholders</u>				
Chin Hin Group Berhad	209,691,700	33.04	-	-
Divine Inventions Sdn. Bhd.	-	-	209,691,700 ²	33.04
PP Chin Hin Realty Sdn. Bhd.	-	-	209,691,700 ³	33.04

* Excluding a total of 10,804,000 shares bought back by the Company and retained as treasury shares.

¹ Deemed interested by virtue of their interest in PP Chin Hin Realty Sdn. Bhd. which in turn hold shares in Divine Inventions Sdn. Bhd. which in turn hold shares in Chin Hin Group Berhad pursuant to Section 8(4) of the Act.

² Deemed interested by virtue of its shareholdings in Chin Hin Group Berhad pursuant to Section 8(4) of the Act.

³ Deemed interested by virtue of its shareholdings in Divine Inventions Sdn. Bhd. which in turn hold shares in Chin Hin Group Berhad pursuant to Section 8(4) of the Act.

The Directors concerned have abstained and will continue to abstain from deliberation and voting on the relevant resolution pertaining to the Proposal at the Board level.

The above interested Directors and Major Shareholders will abstain from voting in respect of their direct and/or indirect shareholdings in SIGN on the resolution approving the Proposal at the forthcoming AGM.

In addition, the interested Directors and interested Major Shareholders have also undertaken to ensure that the persons connected to them, if any, will abstain from voting in respect of their direct and/or indirect shareholdings in the Company on the resolution deliberating or approving the Proposal at the forthcoming AGM.

5. DIRECTORS' RECOMMENDATION

The Board (save for the interested Directors), having considered all aspects of the Proposal, is of the opinion that the Proposed Renewal of Shareholders' Mandate is fair, reasonable and in the best interest of the Group. Accordingly, the Board (save for the interested Directors) recommends that you vote in favour of the resolution pertaining to the Proposal to be tabled at the forthcoming 17th AGM.

6. 17TH AGM

The 17th AGM of SIGN will be conducted virtually through live streaming from the Broadcast Venue at the Auditorium of Signature International Berhad at Lot No. 24, Jalan Teknologi, Taman Sains Selangor 1, Kota Damansara, PJU 5, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Monday, 10 June 2024 at 9.30 a.m. for the purpose of considering and, if thought fit, passing the ordinary resolution on the Proposal.

If you are unable to attend and vote remotely at the 17th AGM, you may complete, sign and return the Proxy Form in accordance with the instructions contained therein as soon as possible and in any event to arrive at the Share Registrar's Office 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 or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time fixed for holding the 17th AGM or at any adjournment thereof. The Proxy Form may also be submitted electronically via TIIH Online at <https://tiih.online>. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of Proxy Form via TIIH Online.

7. FURTHER INFORMATION

You are advised to refer to the attached Appendix A for further information.

Yours faithfully,
For and on behalf of the Board
SIGNATURE INTERNATIONAL BERHAD

ROZAHAN BIN OSMAN
Independent Non-Executive Director

APPENDIX A - FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Circular has been seen and approved by the Directors and that they collectively and individually accept full responsibility for the accuracy of the information given herein 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 statement in the Circular misleading.

2. MATERIAL LITIGATION, CLAIMS OR ARBITRATION

SIGN Group is not engaged in any material litigation, claims or arbitration, either as plaintiff or defendant or otherwise, and the Board is not aware of any proceedings pending or threatened against SIGN and/or its subsidiaries or of any facts likely to give rise to any proceeding which may materially and adversely affect the financial position and/or business of SIGN Group.

3. MATERIAL CONTRACTS

Save as disclosed below, SIGN Group has not entered into any material contracts (not being contracts entered into in the ordinary course of business) during the two (2) years immediately preceding the date of this Circular:-

- (a) SIGN had on 18 May 2022 entered into a conditional share sale agreement ("SSA") with Lim Choo Hong to acquire 120,000,000 ordinary shares in Fiamma at the purchase price of RM1.50 each, representing 23.7% equity interest in Fiamma, for a total cash consideration of RM180.0 million.

For details on the above, please refer to the announcements made to Bursa Securities on 18 May 2022, 16 August 2022 and 26 September 2022.

- (b) SIGN had on 26 May 2022 entered into a SSA with Ang Chek Peow to acquire 400,000 ordinary shares in Signature Aluminium Sdn Bhd ("SASB"), representing 40% equity interest in SASB, for a total cash consideration of RM15.0 million.

For details on the above, please refer to the announcement made to Bursa Securities on 26 May 2022.

- (c) SIGN had on 3 November 2022 entered into 2 conditional SSAs with Lim Leng Foo and Chua Wei Ping for the acquisition of 75% equity interest in Corten and the entire equity interest in Areal for a total cash consideration of SGD47.8 million (equivalent to RM160.48 million).

For details on the above, please refer to the announcements made to Bursa Securities on 3 November 2022 and 17 May 2023.

- (d) SIGN had on 19 June 2023 entered into a SSA with Fortune Greenbest Sdn Bhd for the disposal of Signature Aluminium Sdn Bhd and Signature Façade Treatment Sdn Bhd for a total cash consideration of RM17.5 million.

For details on the above, please refer to the announcements made to Bursa Securities on 19 June 2023 and 21 June 2023.

- (e) SIGN had on 5 April 2023 entered into a conditional SSA with Foo Khai Shin to acquire 450,000 ordinary shares in ZZBSB, representing 45% equity interest in ZZBSB, for a total cash consideration of RM13.1 million.

For details on the above, please refer to the announcements made to Bursa Securities on 5 April 2023 and 19 June 2023.

SIGN had then on 18 September 2023 entered into a conditional SSA with Foo Khai Shin to acquire additional 51,000 ordinary shares in ZZBSB, representing 5.1% equity interest in ZZBSB, for a total cash consideration of RM1.5 million.

3. MATERIAL CONTRACTS (CONT'D)

- (f) SIGN had on 30 November 2023 entered into a SSA with Corten to dispose of 1,000,001 ordinary shares in Areal, representing the entire equity interest in Areal, for a sale consideration of SGD2.8 million (equivalent to RM9.78 million).

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Registered Office of SIGN at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur during normal business hours from Monday to Friday (except public holidays) from the date of this Circular up to the date of the forthcoming AGM:-

- (a) The Constitution of SIGN; and
- (b) The Audited Consolidated Financial Statements of SIGN for the past two (2) financial period/year ended 31 December 2022 and 31 December 2023 respectively.

PART B
STATEMENT TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF SHAREHOLDERS'
MANDATE FOR SHARE BUY-BACK

DEFINITIONS

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

- “Act” : Companies Act 2016 and any amendments made thereto from time to time.
- “AGM” : Annual General Meeting.
- “Board” : The Board of Directors of SIGN.
- “Bursa Securities” : Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)].
- “Code” : Malaysian Code on Take-Overs and Mergers 2016 and any amendments made thereto from time to time.
- “EPS” : Earnings per share.
- “Listing Requirements” : Bursa Securities Main Market Listing Requirements and any Practice Notes issued in relation thereto, including any amendments that may be made from time to time.
- “LPD” : 1 April 2024, being the latest practicable date prior to the printing and despatch of this Statement.
- “Major Shareholder(s)” : A person who has an interest(s) in voting share(s) in the Company and the number or aggregate number of those shares is:-
- (a) 10% or more of the total number of voting shares in the Company; or
 - (b) 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company.
- “Interest” shall have the meaning of “interest in shares” given in Section 8 of the Act.
- “Market Day(s)” : A day on which the stock market of Bursa Securities is open for trading in securities, which may include a Surprise Holiday.
- “Surprise Holiday” means a day that is declared as a public holiday in the Federal Territory of Kuala Lumpur that has not been gazetted as a public holiday at the beginning of the calendar year.
- “Minister” : Minister charged with the responsibility for companies, currently the Minister of Domestic Trade and Costs of Living, Malaysia.
- “NA” : Net Assets.
- “Proposed Renewal of Shareholders’ Mandate for Share Buy-Back” : Proposed renewal of authority to purchase of the Company’s own shares representing up to 10% of the total number of issued shares of the Company.
- “Purchased Shares” : Shares purchased pursuant to the Proposed Renewal of Shareholders’ Mandate for Share Buy-Back.
- “RM” and “sen” : Ringgit Malaysia and sen respectively.
- “SIGN” or the “Company” : Signature International Berhad [Registration No. 200601034359 (754118-K)].
- “SIGN Group” or the “Group” : SIGN and its subsidiaries.

DEFINITIONS (CONT'D)

“SIGN Share(s)” or : Ordinary share(s) in SIGN.
“Share(s)”

“Substantial Shareholder(s)” : A person who has an interest or interests in one or more voting shares in the Company and the number or the aggregate number of such shares is not less than 5% of the total number of all the voting shares in the Company.

“VWAP” : Volume weighted average price.

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 Statement 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 Statement shall be a reference to Malaysian time, unless otherwise specified.

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SIGNATURE INTERNATIONAL BERHAD

Registration No. 200601034359 (754118-K)
(Incorporated in Malaysia)

Registered Office:-

Unit 30-01, Level 30, Tower A
Vertical Business Suite, Avenue 3
Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Wilayah Persekutuan
Malaysia

30 April 2024

Board of Directors:-

Datuk Seri Chiau Beng Teik, JP (*Non-Independent Non-Executive Chairman*)

Chiau Haw Choon (*Managing Director*)

Shelly Chiau Yee Wern (*Executive Director*)

Dato' Che Halin Bin Mohd Hashim (*Independent Non-Executive Director*)

Rozahan Bin Osman (*Independent Non-Executive Director*)

Chee Jee Kong (*Independent Non-Executive Director*)

Gu, Jincheng (*Non-Independent Non-Executive Director*)

Wang, Yongneng (*Alternate to Gu, Jincheng*)

To: Our Shareholders

Dear Sir/Madam,

PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK

1. INTRODUCTION

On 5 April 2024, the Board announced that the Company intends to seek shareholders' approval for the Proposed Renewal of Shareholders' Mandate for Share Buy-Back at the forthcoming 17th AGM of the Company.

At the 16th AGM held on 12 June 2023, the Board had obtained the shareholders' approval to allow the Company to buy-back of up to 10% of its total number of issued shares. This authority shall lapse at the conclusion of the forthcoming AGM unless it is renewed.

The purpose of this Statement is to provide you with the relevant information and to seek your approval for an ordinary resolution pertaining to the Proposed Renewal of Shareholders' Mandate for Share Buy-Back to be tabled as Special Business at the forthcoming 17th AGM.

YOU ARE ADVISED TO READ AND CONSIDER THE CONTENTS OF THIS STATEMENT CAREFULLY BEFORE VOTING ON THE ORDINARY RESOLUTION PERTAINING TO THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK.

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2. DETAILS OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK

2.1 Maximum number or percentage of Shares to be purchased by the Company

The maximum aggregate number of shares which may be purchased by the Company shall not exceed 10% of the total number of issued shares of the Company at any point in time during the validity of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back period ("**Share Buy-Back Period**"). The shares will be purchased from the open market on Bursa Securities through a stockbroker.

The Proposed Renewal of Shareholders' Mandate for Share Buy-Back is subject to compliance with Section 127 of the Act and Paragraph 12.09 of the Listing Requirements.

As at the LPD, the maximum number of SIGN Shares that can be purchased and/or held by the Company are as follows:-

	<u>No. of Shares</u>
Total number of issued shares of SIGN (including 10,804,000 treasury shares)	645,497,370
10% of the total number of issued shares	64,549,737
Less: Total number of treasury shares held by SIGN	(10,804,000)
Maximum number of shares which may be purchased in respect of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back	<u>53,745,737</u>

Notwithstanding the above, the actual number of SIGN Shares to be purchased and the timing of any purchase, together with the treatment of the Purchased Shares would depend on, inter-alia, the prevailing market conditions and sentiments of Bursa Securities as well as limited to the amount of the retained profits and cash flow position of the Company at the time of purchase.

2.2 Duration and funding

In compliance with Paragraph 12.10(1) of the Listing Requirements, the maximum amount of funds to be utilised for the Proposed Renewal of Shareholders' Mandate for Share Buy-Back shall not exceed the retained profits of SIGN based on the latest audited financial statements and/or the latest management accounts (where applicable).

The authority from the shareholders, if given, shall be effective upon passing of the ordinary resolution pertaining thereto at the forthcoming AGM and will continue to be in force until:

- (i) the conclusion of the next AGM of the Company at which time the said authority will lapse unless by an ordinary resolution passed at a general meeting of the Company, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next AGM of SIGN is required by law to be held; or
- (iii) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,

whichever occurs first.

Shareholders' approval for the Proposed Renewal of Shareholders' Mandate for Share Buy-Back does not impose an obligation for the Company to purchase its own shares. However, the Proposed Renewal of Shareholders' Mandate for Share Buy-Back will accord the Board the authority to purchase its own shares at any time during the Share Buy-Back Period, so long as the purchase is backed by an equivalent amount of retained profits of the Company. In addition, the Board will ensure that the Company satisfies the solvency test as stated under Section 112(2) of the Act before executing the Proposed Renewal of Shareholders' Mandate for Share Buy-Back.

2.2 Duration and funding (Cont'd)

The Proposed Renewal of Shareholders' Mandate for Share Buy-Back, if implemented, is expected to be financed via internally generated funds and/or bank borrowings. In the event bank borrowings are used to fund the purchase of SIGN Shares pursuant to the Proposed Renewal of Shareholders' Mandate for Share Buy-Back, the Company will ensure that it has in place sufficient funds to repay the said bank borrowings as and when they fall due. The funding through bank borrowings is also not expected to have a material impact on the cash flow position of the Company.

In any case, the maximum amount of funds to be utilised by the Company for the Proposed Renewal of Shareholders' Mandate for Share Buy-Back shall not exceed the retained profits of the Company. Based on the latest audited financial statements of SIGN for the financial year ended 31 December 2023, the retained earnings of SIGN is RM35,109,000. As at the date of issuance of this Statement, the unaudited retained profits of the Company as at 31 March 2024 has not been announced to Bursa Securities.

2.3 Treatment and ranking of the Purchased Shares

In accordance with Section 127(4) of the Act, the Board would be allowed to deal with the Purchased Shares in the following manner:

- (a) To cancel the Purchased Shares;
- (b) To retain the Purchased Shares in treasury which is referred to as treasury shares; or
- (c) To retain part of the Purchased Shares as treasury shares and cancel the remainder.

In accordance with Section 127(7) of the Act, where such Purchased Shares are held as treasury shares, the Directors may at their discretion:-

- (a) distribute the shares as dividends to the shareholders of the Company, such dividends to be known as "share dividends";
- (b) resell the shares, or any of the shares in accordance with the relevant rules of Bursa Securities;
- (c) transfer the shares, or any of the shares for the purposes of or under an employees' share scheme;
- (d) transfer the shares, or any of the shares as purchase consideration;
- (e) cancel the shares or any of the shares; or
- (f) sell, transfer or otherwise use the shares for such other purposes as the Minister may by order prescribe.

While the Purchased Shares are held as treasury shares, the rights attached to them in relation to voting, dividends and participation in any other distribution are suspended, and the Purchased Shares shall not be taken into account in calculating the number or percentage of shares or a class of shares in the Company for any purpose including determination of substantial shareholdings, takeovers, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on a resolution at a meeting.

2.4 Pricing

Pursuant to Paragraph 12.17 of the Listing Requirements, the Company may only purchase its own shares on Bursa Securities at a price which is not more than fifteen percent (15%) above the VWAP of the SIGN Shares for the five (5) Market Days immediately preceding the date of any purchase(s).

In accordance with Paragraph 12.18 of the Listing Requirements, the Company may only resell the Purchased Shares held as treasury shares on Bursa Securities at:

- (i) a price which is not less than the VWAP for the SIGN Shares for the five (5) Market Days immediately before the resale; or
- (ii) a discounted price of not more than five percent (5%) to the VWAP of the Shares for the five (5) Market Days immediately before the resale provided that:
 - (a) the resale takes place not earlier than thirty (30) days from the date of purchase; and
 - (b) the resale price is not less than the cost of purchase of the SIGN Shares being resold.

2.5 Public shareholding spread

The Board is mindful of the requirement that the Proposed Renewal of Shareholders' Mandate for Share Buy-Back must not result in the number of SIGN Shares, which are in the hands of public, fall below 25% of the total number of issued shares of the Company.

The public shareholding spread of the Company as at the LPD is approximately 58.20%. In implementing the Proposed Renewal of Shareholders' Mandate for Share Buy-Back, the Company will ensure that the minimum public shareholding spread of 25% is complied with.

2.6 Purchase of Shares and resale of Treasury Shares made in the previous 12 months

The Company has not made any purchase, resale, transfer and/or cancellation of any treasury shares in the preceding 12 months up to the LPD.

As at the LPD, a total of 10,804,000 SIGN Shares were purchased and held as treasury shares.

3. RATIONALE FOR THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK

The Proposed Renewal of Shareholders' Mandate for Share Buy-Back, if implemented, will enable SIGN to utilise its surplus financial resources to purchase its own Shares from the open market of Bursa Securities. The Proposed Renewal of Shareholders' Mandate for Share Buy-Back, if implemented, may also assist in stabilising the supply and demand as well as the market prices of SIGN Shares traded on Bursa Securities.

Other things being equal, the Proposed Renewal of Shareholders' Mandate for Share Buy-Back, regardless of whether the Purchased Shares are maintained as treasury shares or cancelled, will result in a lower number of SIGN Shares being used for the purposes of computing the EPS. Therefore, the Proposed Renewal of Shareholders' Mandate for Share Buy-Back is expected to improve the EPS and/or NA per Share of SIGN, which in turn may have a positive impact on the market price of SIGN Shares.

The Purchased Shares may be held as treasury shares and resold on Bursa Securities at a higher price with the intention of realising a potential gain without affecting the total number of issued shares of the Company. Should any treasury shares be distributed as share dividends, this would serve to reward the shareholders of the Company.

The Proposed Renewal of Shareholders' Mandate for Share Buy-Back will be implemented only after due consideration of the financial resources of the Group and the resultant impact on the shareholders of the Company. The Board, in undertaking the Proposed Renewal of Shareholders' Mandate for Share Buy-Back, will be mindful of the interests of the Company and its shareholders.

4. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK

The potential advantages of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back to the Company and its shareholders are as follows:

- (a) to stabilise the supply and demand of SIGN Shares traded on the stock market of Bursa Securities and reduce the volatility of SIGN Share prices;
- (b) allows the Company the flexibility in achieving its desired capital structure in terms of debt and equity composition, and size of equity;
- (c) if the Purchased Shares which are retained as treasury shares are resold at a higher price, it will provide the Company with opportunities for potential gains; and

4. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK (CONT'D)

- (d) if the treasury shares are distributed as share dividends by the Company, it may then serve to reward the shareholders of the Company.

The potential disadvantages of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back to the Company and its shareholders are as follows:

- (a) the Proposed Renewal of Shareholders' Mandate for Share Buy-Back will reduce the financial resources of SIGN Group and may result in the Group foregoing other investment opportunities that may emerge in the future;
- (b) an increase in the Company's interest expense and/or a reduction in its interest income, that may be arise from the Company not utilising such funds to repay bank borrowings or not depositing such funds in interest bearing instruments; and
- (c) as the Proposed Renewal of Shareholders' Mandate for Share Buy-Back can only be made out of the retained earnings of the Company, it may result in the reduction of financial resources available for distribution to shareholders of the Company in the immediate future.

In any event, the Board will be mindful of the interest of the Company and its shareholders when implementing the Proposed Renewal of Shareholders' Mandate for Share Buy-Back, cancelling and/or reselling the treasury shares, if any, on Bursa Securities.

5. FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK

The financial effects of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back are as follows:-

5.1 Share capital

The effect of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back on the issued share capital will depend on whether the SIGN Shares purchased are cancelled or retained as treasury shares.

In the event the Proposed Renewal of Shareholders' Mandate for Share Buy-Back is carried out in full and all the Purchased Shares are cancelled, the issued share capital of SIGN will be as follows:

	<u>Number of Shares</u>
Issued share capital as at LPD (inclusive of 10,804,000 treasury shares held)	645,497,370
Assuming all the Purchased Shares pursuant to the Proposed Renewal of Shareholders' Mandate for Share Buy-Back are cancelled	(64,549,737)
Resultant issued share capital	<u>580,947,633</u>

However, if all the SIGN Shares purchased are retained as treasury shares, the shares repurchased would not have any effect on the share capital of SIGN, although substantially all rights attached to the shares held as treasury shares as to voting, dividends and participation in other distribution or otherwise would be suspended.

5.2 Earnings and EPS

The effects of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back on the earnings and EPS of the Group are dependent on the number of SIGN Shares purchased, the purchase price(s) of the SIGN Shares and the effective funding cost to SIGN to finance the purchase(s) of such SIGN Shares or any loss in interest income to SIGN or opportunity cost in relation to other investment opportunities.

If the Purchased Shares are retained as treasury shares or cancelled subsequently, the number of shares applied in the computation of the EPS will be reduced and this may improve the EPS of SIGN Group.

5.3 NA and working capital

The effects of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back on the NA per share of SIGN Group will depend on the actual number of SIGN Shares purchased, the purchase price(s) of the SIGN Shares, the effective funding cost to finance the purchase of SIGN Shares and the treatment of the Shares purchased.

In the event all the Purchased Shares are cancelled, the Proposed Renewal of Shareholders' Mandate for Share Buy-Back will reduce the NA per Share of SIGN if the purchase price per SIGN Share is higher than the NA per Share at the time of purchase, and vice versa.

If the treasury shares are resold on Bursa Securities, the NA per Share of SIGN upon the resale will increase if the Company realises a gain from the resale, and vice versa. If the treasury shares are distributed as share dividends, the NA per Share of SIGN will decrease by the cost of the treasury shares.

The Proposed Renewal of Shareholders' Mandate for Share Buy-Back, as and when implemented, will reduce the working capital and cash flow of SIGN Group, the quantum of which will depend on, amongst others, the purchase price(s) of SIGN Shares and the number of SIGN Shares purchased.

For the Purchased Shares which are kept as treasury shares, upon their resale, the working capital and available cash of the Group will increase upon the receipt of the proceeds from the resale. The quantum of the increase in the working capital and available cash will depend on the actual selling price(s) of the treasury shares and the number of treasury shares resold.

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5.4 Substantial Shareholders' and Directors' shareholdings

The proforma effects of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back on the shareholdings of the Directors and substantial shareholders as at the LPD are as follows:-

	Before the Proposed Renewal of Shareholders' Mandate for Share Buy-Back				After the Proposed Renewal of Shareholders' Mandate for Share Buy-Back ¹			
	<-----Direct----->		<-----Indirect----->		<-----Direct----->		<-----Indirect----->	
	No. of Shares Held	% ²	No. of Shares Held	% ²	No. of Shares Held	%	No. of Shares Held	%
<u>Substantial shareholders</u>								
Chin Hin Group Berhad	209,691,700	33.04	-	-	209,691,700	36.09	-	-
Divine Inventions Sdn. Bhd.	-	-	209,691,700 ³	33.04	-	-	209,691,700 ³	36.09
PP Chin Hin Realty Sdn. Bhd.	-	-	209,691,700 ⁴	33.04	-	-	209,691,700 ⁴	36.09
Datuk Seri Chiau Beng Teik, JP	-	-	209,691,700 ⁵	33.04	-	-	209,691,700 ⁵	36.09
Chiau Haw Choon	-	-	209,691,700 ⁵	33.04	-	-	209,691,700 ⁵	36.09
JPND Singapore Pte. Ltd.	46,631,072	7.35	-	-	46,631,072	8.03	-	-
Goldenhome Living Co., Ltd	-	-	46,631,072 ⁶	7.35	-	-	46,631,072 ⁶	8.03
Xiamen Jianpan Group Co., Ltd	-	-	46,631,072 ⁷	7.35	-	-	46,631,072 ⁷	8.03
Wen Jianhuai	-	-	46,631,072 ⁸	7.35	-	-	46,631,072 ⁸	8.03
Pan Xiaozhen	-	-	46,631,072 ⁸	7.35	-	-	46,631,072 ⁸	8.03
<u>Directors</u>								
Datuk Seri Chiau Beng Teik, JP	-	-	209,691,700 ⁵	33.04	-	-	209,691,700 ⁵	36.09
Chiau Haw Choon	-	-	209,691,700 ⁵	33.04	-	-	209,691,700 ⁵	36.09
Dato' Che Halin Bin Mohd Hashim	6,000,000	0.95	-	-	6,000,000	1.03	-	-
Rozahan Bin Osman	-	-	-	-	-	-	-	-
Chee Jee Kong	-	-	-	-	-	-	-	-
Gu, Jincheng	-	-	-	-	-	-	-	-
Wang, Yongneng – Alternate to Gu, Jincheng	-	-	-	-	-	-	-	-

Notes:-

¹ Assuming the Proposed Renewal of Shareholders' Mandate for Share Buy-Back is implemented in full, i.e. up to ten percent (10%) of the enlarged total number of issued shares of SIGN are purchased and that the Purchased Shares are subsequently cancelled.

² Excluding a total of 10,804,000 shares bought back by the Company and retained as treasury shares.

³ Deemed interested by virtue of its shareholdings in Chin Hin Group Berhad pursuant to Section 8(4) of the Act.

⁴ Deemed interested by virtue of its shareholdings in Divine Inventions Sdn. Bhd. which in turn hold shares in Chin Hin Group Berhad pursuant to Section 8(4) of the Act.

⁵ Deemed interested by virtue of their interest in PP Chin Hin Realty Sdn. Bhd. which in turn hold shares in Divine Inventions Sdn. Bhd. which in turn hold shares in Chin Hin Group Berhad pursuant to Section 8(4) of the Act.

⁶ Deemed interested by virtue of its shareholdings in JPND Singapore Pte. Ltd. pursuant to Section 8(4) of the Act.

⁷ Deemed interested by virtue of its interest in Goldenhome Living Co., Ltd which in turn hold shares in JPND Singapore Pte. Ltd. pursuant to Section 8(4) of the Act.

⁸ Deemed interested by virtue of their interest in Xiamen Jianpan Group Co., Ltd which in turn hold shares in Goldenhome Living Co., Ltd which in turn hold shares in JPND Singapore Pte. Ltd. pursuant to Section 8(4) of the Act.

5.5 Dividends

Barring unforeseen circumstances, the Proposed Renewal of Shareholders' Mandate for Share Buy-Back is not expected to have any impact on the policy of the Board in recommending dividends, if any, to shareholders of SIGN. However, as stated in Section 2.3 and Section 3 of the Statement, the Board may have the option to distribute future dividends in the form of the treasury shares purchased pursuant to the Proposed Renewal of Shareholders' Mandate for Share Buy-Back.

5.6 Gearing

The effect of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back on the gearing of the Group will depend on the proportion of borrowings utilised to fund any purchase of the SIGN Shares. At this juncture, the Board has not determined on whether to use any form of borrowings for purposes of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back.

6. HISTORICAL SHARE PRICE

The highest and lowest prices of SIGN Shares traded on Bursa Securities for the past 12 months from April 2023 to March 2024 are as follows:

	High (RM)	Low (RM)
2023		
April	2.580	1.150
May	1.480	1.200
June	1.350	1.220
July	1.330	1.240
August	1.280	1.230
September	1.260	0.900
October	0.960	0.885
November	0.995	0.890
December	0.920	0.835
2024		
January	0.935	0.825
February	0.940	0.835
March	0.975	0.850

Last transacted price of SIGN Share as at the LPD, being the latest practicable date prior to the printing of the Statement was RM1.04.

Source: <https://www.bursamalaysia.com/>

7. IMPLICATIONS OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK RELATING TO THE CODE

Pursuant to the Code and the Rules on Take-Overs, Mergers and Compulsory Acquisitions ("the Rules"), a person or a group of persons acting in concert will be required to make a mandatory general offer for the remaining shares not held by him/them if his stake(s) in the company is increased beyond 33% of its total number of issued shares or his existing shareholding of more than 33% but less than 50% has increased by another 2% in any six (6) months' period.

The Proposed Renewal of Shareholders' Mandate for Share Buy-Back may result in any Substantial Shareholder(s) together with parties acting in concert triggering mandatory general offer obligation under the Code and the Rules. However, an exemption from mandatory offer obligation may be granted by the Securities Commission ("SC"), subject to certain conditions being met since the increase in their shareholding is inadvertent and is a result of action that is outside their direct participation.

7. IMPLICATIONS OF THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK RELATING TO THE CODE (CONT'D)

In the event the proposed waiver is not granted by SC, the Company will only proceed with the Proposed Renewal of Shareholders' Mandate for Share Buy-Back to the extent that it will not contravene the limit as provided under the Code.

8. APPROVAL REQUIRED

The Proposed Renewal of Shareholders' Mandate for Share Buy-Back is subject to the approval of the shareholders of SIGN at the forthcoming 17th AGM which will be held on 10 June 2024.

9. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND PERSONS CONNECTED TO THEM

Save for the proportionate increase in the percentage of shareholdings of the Directors, substantial shareholders and persons connected to them as a result of the effective decrease in the total number of voting shares of the Company upon the Proposed Renewal of Shareholders' Mandate for Share Buy-Back, none of the Directors and/or Major Shareholders and/or persons connected to them have any interest, direct or indirect, in the Proposed Renewal of Shareholders' Mandate for Share Buy-Back.

10. DIRECTORS' RECOMMENDATION

The Board, having considered all aspects of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back is of the opinion that the Proposed Renewal of Shareholders' Mandate for Share Buy-Back is in the best interest of the Company. Accordingly, the Board recommends that you vote in favour of the ordinary resolution pertaining to the Proposed Renewal of Shareholders' Mandate for Share Buy-Back to be tabled at the forthcoming 17th AGM of the Company.

11. DIRECTORS' RESPONSIBILITY STATEMENT

This Statement has been reviewed and approved by the Directors of SIGN and they individually and collectively accept full responsibility for the accuracy of the information contained herein and confirm that after having made all reasonable enquiries and to the best of their knowledge and belief, there are no other facts the omission of which would make any statement in the Statement misleading.

12. 17TH AGM

The 17th AGM of SIGN will be conducted virtually through live streaming from the Broadcast Venue at the Auditorium of Signature International Berhad at Lot No. 24, Jalan Teknologi, Taman Sains Selangor 1, Kota Damansara, PJU 5, 47810 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Monday, 10 June 2024 at 9.30 a.m. for the purpose of considering and, if thought fit, passing the ordinary resolution on the Proposed Renewal of Shareholders' Mandate for Share Buy-Back.

If you are unable to attend and vote remotely at the 17th AGM, you may complete, sign and return the Proxy Form in accordance with the instructions contained therein as soon as possible and in any event to arrive at the Share Registrar's Office 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 or alternatively, the Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than forty-eight (48) hours before the time fixed for holding the 17th AGM or at any adjournment thereof. The Proxy Form may also be submitted electronically via TIIH Online at <https://tiih.online>. Kindly refer to the Administrative Guide on the procedures for electronic lodgement of Proxy Form via TIIH Online.

13. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents may be inspected at the registered office of SIGN during normal business hours for the period commencing from the date of this document up to and including the date of the forthcoming AGM:-

- (a) The Constitution of SIGN; and
- (b) The Audited Consolidated Financial Statements of SIGN for the past two (2) financial period/year ended 31 December 2022 and 31 December 2023 respectively.

Yours faithfully,
For and on behalf of the Board
SIGNATURE INTERNATIONAL BERHAD

DATUK SERI CHIAU BENG TEIK, JP
Non-Independent Non-Executive Chairman

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