

**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 only perused Part A of the Circular to Shareholders in respect of the proposed new shareholders’ mandate for recurrent related party transactions of a revenue or trading nature on a limited review basis pursuant to Practice Note 18 of the Main Market Listing Requirements (“MMLR”) of Bursa Securities.

Bursa Securities has not perused 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.



**TOTAL HOME & LIVING SOLUTIONS  
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 AND PROPOSED NEW 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 ordinary resolutions in respect of the above proposals will be tabled at the 19th Annual General Meeting (“AGM”) of the Company, which will be held at Menara Chin Hin, Level 19, Stellarium, No. 1, Jalan Naga Emas, Sri Petaling, 57000 Kuala Lumpur, Malaysia on Monday, 29 June 2026 at 10.00 a.m. The Notice of the 19th AGM, proxy form, Administrative Guide and this Circular/Statement are available on the Company’s website at <https://signatureinternational.com.my/annual-reports/>.

If you are unable to attend and vote at the 19th AGM, you may complete, sign and return the proxy form enclosed in the Company’s Annual Report 2025. 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, Malaysia or alternatively, the drop-in box provided at Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the 19th AGM or at any adjournment thereof. You may also submit the proxy form electronically via the Vistra Share Registry and IPO (MY) portal (“the Portal”) at <https://srmy.vistra.com>. Please refer to the Administrative Guide for details on the procedures for electronic lodgement of the proxy form via the Portal.

Last day, date and time for lodging the proxy form : Saturday, 27 June 2026 at 10.00 a.m.

Day, date and time of the 19th AGM : Monday, 29 June 2026 at 10.00 a.m.

**PART A**

**CIRCULAR TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE  
AND PROPOSED NEW 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” : The Companies Act 2016, as may be amended from time to time and any enactment thereof.
- “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)].
- “Circular” : This circular to shareholders dated 30 April 2026 in relation to the Proposals.
- “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 six (6) months of the date on which the terms of the transaction were agreed upon, a director or chief executive of the Company, its subsidiary or holding company in accordance with the definition in Chapter 10 of the Listing Requirements.
- “Fiamma” : Fiamma Holdings Berhad [Registration No. 198201008992 (88716-W)].
- “Listing Requirements” : Main Market Listing Requirements of Bursa Securities and any Practice Notes issued in relation thereto, including any amendments that may be made from time to time.
- “LPD” : 31 March 2026, being the latest practicable date prior to the issuance of this Circular/ Statement.
- “Major Shareholder” : A person who has an interest or interests in one or more voting shares 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 transactions were agreed upon, a Major Shareholder of SIGN, its subsidiary or holding company, in accordance with the definition in Chapter 10 of the Listing Requirements.

“Interest” shall have the meaning of “interest in shares” given in Section 8 of the Act.

## DEFINITIONS (CONT'D)

“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;  (iii) a partner of the Directors or Major Shareholders;  (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.
“Proposals”	: Proposed Renewal of Shareholders’ Mandate for RRPTs and Proposed New Shareholders’ Mandate for RRPTs, collectively.
“Proposed New Shareholders’ Mandate for RRPTs”	: Proposed new shareholders’ mandate for RRPTs to be entered into for the period from 30 June 2026 until the next AGM.
“Proposed Renewal of Shareholders’ Mandate for RRPTs”	: Proposed renewal of shareholders’ mandate for SIGN Group to enter into the existing RRPTs with the Related Party(ies) for the period from 30 June 2026 until the next AGM.
“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 a day in this Circular shall be a reference to Malaysian time, unless otherwise specified.

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TOTAL HOME & LIVING SOLUTIONS

**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  
Malaysia

30 April 2026

**Board of Directors:-**

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

**To: Our Shareholders**

Dear Sir/Madam,

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

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**1. INTRODUCTION**

On 8 April 2026, the Board announced that the Company proposes to seek shareholders' approval for the Proposals at the forthcoming 19th AGM of the Company.

The Company had, at its 18th AGM held on 9 June 2025, obtained shareholders' approval for the Company and its subsidiaries to enter into RRPTs as set out in the circular to shareholders dated 28 April 2025. Such approval shall continue to be in full force until the conclusion of the forthcoming 19th AGM scheduled to be held on 29 June 2026, unless approval for its renewal is obtained from the shareholders of the Company at the 19th AGM.

The purpose of this Circular is to provide you with the relevant information on the Proposals and to seek your approval on the proposed resolution pertaining thereto to be tabled as Ordinary Resolution at the forthcoming 19th 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 ORDINARY RESOLUTION IN RELATION TO THE PROPOSALS TO BE TABLED AT THE FORTHCOMING 19TH AGM.**

## 2. INFORMATION ON THE PROPOSALS

### 2.1 Provisions under the Listing Requirements

Pursuant to Paragraph 10.09(1) of the Listing Requirements, a listed issuer with share capital of RM60 million and above must immediately announce a RRPT in the event:-

- (a) the consideration, value of the assets, capital outlay or costs of the RRPT is RM1.0 million or more; or
- (b) the percentage ratio of such RRPT is 1% or more,

whichever is the higher.

Paragraph 2.4 of Practice Note 12 of the Listing Requirements states that where a listed corporation has obtained a shareholders' mandate in respect of any RRPTs, the above disclosure obligation as well as the obligation to procure shareholders' approval as set out under Paragraph 10.08 of the Listing Requirements will not apply to the RRPTs which are comprised in the said mandate.

Pursuant to Paragraph 10.09(2) and Practice Note 12 of the Listing Requirements, a listed corporation may seek a mandate from its shareholders for RRPTs 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 the aggregate value is equal to or more than the threshold prescribed under Paragraph 10.09(1)(a) of the Listing Requirements;
- (iii) the issuance of a circular to shareholders by the listed corporation incorporating the information as may be prescribed by the Exchange. The draft circular must be submitted to Bursa Securities together with a checklist showing compliance with such information;
- (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 RRPTs. An interested Director or interested Major Shareholder must also ensure that Persons Connected with him abstain from voting on the resolution approving the RRPTs; and
- (v) the listed corporation shall make an immediate announcement to the Exchange when the actual value of a RRPT entered into by the listed corporation, exceeds the estimated value of the RRPTs disclosed in the Circular by 10% or more of the aggregate value and must include the information as may be prescribed by the Exchange in its announcement.

Accordingly, SIGN is proposing to seek its shareholders' approval for the Proposals pursuant to and in compliance with the conditions stated in Paragraph 10.09 and Practice Note 12 of the Listing Requirements, the details of which are set out in Section 2.5 of this Circular.

### 2.2 Validity Period of the Proposals

The Proposals, if approved by the shareholders at the forthcoming AGM, shall be subject to annual review. In this respect, any authority conferred by the Proposals shall continue to be in force until:-

- (i) the conclusion of the next AGM of the Company following this AGM, at which time it shall lapse, unless by a resolution passed by the shareholders of the Company at that 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 shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (iii) the mandate is revoked or varied by a resolution passed by the shareholders in general meeting,

whichever is the earlier.

Thereafter, approval from shareholders for a renewal of the shareholder's mandate for RRPTs will be sought at each subsequent AGM of the Company if the Directors decided that the renewal of the mandate is desirable.

### 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) Provision of interior fitting-out services and building construction works.

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

Name of Company	Effective Equity Interest (%)	Principal Activities
<b><u>Subsidiary companies held directly by SIGN</u></b>		
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.
Signature Smartverse Sdn Bhd	100	Supply and install smart home system.
Corten Interior Solutions Pte Ltd ("Corten")	75	Interior design and build services.
Signature Obicorp Sdn Bhd	70	Marketing and distribution of built-in kitchen appliances and white goods.
Signature Home Living Sdn Bhd ("SHLSB")	60	Trade in all kinds of furniture, fittings and fixtures.
Signature Alliance Group Berhad ("SAG")	37.5	Investment holding.
<b><u>Subsidiary companies held indirectly through SCSB</u></b>		
Signature Manufacturing Sdn Bhd ("SMSB")	100	Manufacturing and installing of kitchen systems and wardrobe systems and centralised labour quarters.
Signature Kitchen Sdn Bhd	100	Retailing of kitchen systems, wardrobe systems and built-in kitchen appliances.
Fabriano Sdn Bhd ("Fabriano")	100	Investment holding.

Name of Company	Effective Equity Interest (%)	Principal Activities
<b><u>Subsidiary companies held indirectly through Fabriano</u></b>		
Signature Global Marketing Pte Ltd	100	Marketing and distribution of kitchen systems, wardrobe systems and built-in kitchen appliances.
Signature Reno Works Sdn Bhd (formerly known as Signature Surfaces Sdn Bhd)	100	Engaged in the business of retail solid surface, worktop and its related ancillary products.
<b><u>Subsidiary companies held indirectly through Corten</u></b>		
Areal Interior Solutions Pte Ltd ("Areal")	75	Interior design and build services.
Woodcraft Studio Sdn Bhd	75	Manufacturing of wooden furniture.
<b><u>Subsidiary company held indirectly through SDSB</u></b>		
Signature Contempo Sdn Bhd	70	Designing, manufacturing, trading and sales of upholstered furniture, fabrication of drapery and other soft furnishings related products.
<b><u>Subsidiary companies held indirectly through SAC</u></b>		
Space Alliance Contracts Sdn Bhd ("SAC")	37.5	Provision of interior fitting-out services and building construction.
Zig Zag Builders (M) Sdn Bhd ("ZZBSB")	37.5	Provision of interior fitting-out services and building construction.
<b><u>Subsidiary company held indirectly through SMSB</u></b>		
Signature Kitchen Lanka (Pvt) Ltd	100	Marketing distribution, import and export of kitchen systems, wardrobe systems and built-in kitchen appliances.
<b><u>Subsidiary companies held indirectly through SAC</u></b>		
SAF Manufacturing Sdn Bhd	37.5	Manufacturing of customised wooden furniture.
Space Alliance Cabinet Sdn Bhd	37.5	Provision of interior fitting-out services.
Space Alliance Furniture Sdn Bhd	37.5	Customisation and supply of carpentry/ joinery parts and integral fixtures.
Space Alliance Resources Sdn Bhd	37.5	Supply of building materials.
<b><u>Subsidiary company held indirectly through ZZBSB</u></b>		
Zig Zag Engineering Sdn Bhd	37.5	Provision of air-conditioning ducting works.

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.

## 2.4 Classes of Related Parties

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

	Related Parties	Interested Directors, Major Shareholders and/or Persons Connected to them
1.	Chin Hin and its subsidiaries ("Chin Hin Group")	Datuk Seri Chiau Beng Teik, JP ("Datuk Seri Chiau") Datuk Wira Chiau Haw Choon ("Datuk Wira Chiau") 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 Datuk Wira Chiau
8.	Laksana Saujana Sdn Bhd ("LSSB")	Datuk Seri Chiau Datuk Wira Chiau
9.	Chin Hin Concrete Mix Sdn Bhd ("CHCM")	
10.	PP Chin Hin Realty Sdn Bhd ("PPCHR")	Datuk Seri Chiau Datuk Wira Chiau
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")	
15.	Midas Signature Sdn Bhd ("MSSB")	
16.	Platinum Eminent Sdn Bhd ("PESB")	
17.	Stellar 8 Sdn Bhd ("S8SB")	
18.	Stellar Trinity Sdn Bhd ("STSB")	
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
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
31.	Sage Billion Sdn Bhd ("SBSB") and its subsidiaries ("SBSB Group")	Shelly Chiau Yee Wern
32.	Lusso Design Sdn Bhd ("LDSB")	Datuk Seri Chiau Datuk Wira Chiau

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.
PPCHR	<p>Major Shareholder of SIGN, Ajiya, Fiamma, Chin Hin and CHGP.</p> <p>Holding Company of DISB, PPCHR, AERA, PSB, PMD, CHH, GHM, ALSB, GKSB and LDSB and ultimate holding company of MSSB, PESB S8SB and ABS.</p>
Datuk Seri Chiau	<p>Executive Chairman of Chin Hin and Ajiya.</p> <p>Non-Independent Non-Executive Chairman of SIGN, CHGP and Fiamma.</p> <p>Major Shareholder of Chin Hin, Ajiya, SIGN, CHGP and Fiamma.</p> <p>Director and substantial shareholder of PPCHG, CHG, CHPC, LSSB, CHCM and APG.</p> <p>Director of PPCHR, DISB, AERA, PSB, PMD, CHH, GHM, ALSB, MSSB, PESB S8SB, ABS and GKSB.</p> <p>Father to Datuk Wira Chiau, Shelly Chiau Yee Wern and Chiau Haw Loon.</p> <p>Brother of Chiau Beng Sun, Chiau Beng Soo and Chiau Thean Bee.</p> <p>Brother-in-law of Yeoh Hock Seng and Ng Peng Peng.</p>
Datuk Wira Chiau	<p>Managing Director of SIGN.</p> <p>Group Managing Director of Chin Hin.</p> <p>Executive Director of CHGP, Fiamma and Ajiya.</p> <p>Major Shareholder of SIGN, Chin Hin, CHGP, Ajiya and Fiamma.</p> <p>Director and substantial shareholder of CHG, LSSB, CHCM, APG and PPCHG.</p> <p>Director of CHPC, PPCHR, DISB, AERA, PSB, PMD, CHH, GHM, ALSB, MSSB, PESB, S8SB, ABS and GKSB.</p> <p>Son of Datuk Seri Chiau and brother of Shelly Chiau Yee Wern and Chiau Haw Loon.</p>

Name	Relationship
Shelly Chiau Yee Wern	<p>Executive Director of Chin Hin, SIGN and CHGP.</p> <p>Director and Major Shareholder of SBSB.</p> <p>Daughter of Datuk Seri Chiau and sister of Datuk Wira Chiau and Chiau Haw Loon.</p>
Chiau Haw Loon	<p>Director and substantial shareholder of SHSB and CHLL.</p> <p>Son of Datuk Seri Chiau and brother of Datuk Wira Chiau and Shelly Chiau Yee Wern.</p>
Chiau Beng Sun	<p>Director and substantial shareholder of CHT and MJE.</p> <p>Brother of Datuk Seri Chiau.</p>
Chiau Thean Bee	<p>Director and substantial shareholder of CHHT.</p> <p>Brother of Datuk Seri Chiau.</p>
Lee Ah Kuan	<p>Director and substantial shareholder of CHHT.</p> <p>Sister-in law of Datuk Seri Chiau.</p>
Yeoh Hock Seng	<p>Director and substantial shareholder of TMSB and ICSB.</p> <p>Brother-in-law of Datuk Seri Chiau.</p>
Chiau Beng Soo	<p>Director and substantial shareholder of ASCH.</p> <p>Brother of Datuk Seri Chiau.</p>
Ng Peng Peng	<p>Director and substantial shareholder of ASCH.</p> <p>Sister-in law of Datuk Seri Chiau.</p>

## 2.5 Nature of the RRPTs and Estimated Value

The RRPTs which will be covered by the Proposals 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:-

### (i) Proposed Renewal of Shareholders' Mandate for RRPTs

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 2025 (RM'000)	Actual aggregate value transacted from 18th 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' (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	3,457	-	50,000
			Purchase of building materials (such as mortar, lightweight blocks and fibremesh) by SIGN Group.	10,000	448	-	10,000
			Purchase of building materials (such as mortar and skim coat) by SIGN Group.	3,000	55	-	3,000
			Purchase of hardware (such as tiles) by SIGN Group.	3,000	611	-	3,000
			Provision of insurance, IT, e-commerce and other administrative services by Chin Hin Group.	8,000	3,587	-	15,000

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 2025 (RM'000)	Actual aggregate value transacted from 18th 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 <sup>1</sup> (RM'000)
1	SIGN Group	Chin Hin Group	<p>Provision of project management solution and interior fit-out solutions by SIGN Group.</p> <p>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.</p> <p>Award of construction contracts in which SIGN Group has secured or expected to be secured by Chin Hin Group.</p>	50,000	-	-	50,000
2	SIGN Group	CHGP Group <sup>2</sup>	<p>Supply of kitchen cabinets &amp; appliances, wardrobes, flooring, window, sliding door, bathroom accessories, façade, aluminium related product, ancillary products, interior design &amp; renovation works by SIGN Group.</p> <p>Rental paid for motor vehicles rented from CHGP Group.</p> <p>Purchase of motor vehicles from CHGP Group.</p>	50,000  2,500 2,500	6,375  -	-  -	50,000  2,500 2,500
3	SIGN Group	AERA, ABS, CHCM, CHPC, CHT, LSSB, MSSB, MJE, PMD, PESB, PPCHR, QSB <sup>2</sup> , S8SB, STSB <sup>2</sup>	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.	150,000	39,354	-	150,000

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 2025 (RM'000)	Actual aggregate value transacted from 18th 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 <sup>1</sup> (RM'000)
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. 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. 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. 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 2025 (RM'000)	Actual aggregate value transacted from 18th 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 <sup>1</sup> (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. Provision of hotel accommodations by CHH.	800	-	-	800
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. Provision of transportation services by CHLL.	1,000	-	-	1,000
9	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. 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 2025 (RM'000)	Actual aggregate value transacted from 18th 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 <sup>1</sup> (RM'000)
10	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. Provision of hotel accommodations by SHSB.	1,000	-	-	1,000
11	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. Supply and/or purchase of materials and accessories by SIGN Group.	500	-	-	500
12	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. Leasing/renting of factory and office premises <sup>20</sup> from ALSB.	15,000	-	-	15,000
13	SIGN Group	PPCHG	Supply of kitchen cabinets, appliances and wardrobes by SIGN Group.	100	-	-	100
14	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 2025 (RM'000)	Actual aggregate value transacted from 18th 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 <sup>1</sup> (RM'000)
15	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. Supply and/or purchase of materials (such as glass and roofing related materials) and accessories and other related products by SIGN Group.	10,000	-	-	10,000
16	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. Supply and/or purchase of materials and accessories and other related products by SIGN 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	6	-	50,000
				8,000	1,952	-	8,000
				5,000	3,767	-	8,000
				2,000	-	-	2,000

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 2025 (RM'000)	Actual aggregate value transacted from 18th 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 <sup>1</sup> (RM'000)
17	SIGN Group	PPCHR	Leasing/renting that including backcharge of utilities of office premises <sup>2(i)</sup> located in Sri Petaling from PPCHR	2,400	808	-	3,000

Note:

- <sup>1</sup> 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.
- <sup>2</sup> 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.	2 years (+2 years renewal term)
(ii)	8th & Stellar Office Tower	Menara Chin Hin, Level 21, 8th & Stellar, No. 1, Jalan Naga Emas, Sri Petaling, 57000 Kuala Lumpur	Office	11,002	Estimated RM2,400,000 per annum, based on prevailing market price and the payment terms is on a monthly basis.	2 years (+6 years renewal term)

- <sup>3</sup> The Company had, at its last AGM, obtained a shareholders' mandate for the RRPTs involving the rental of shoplot offices by SAG comprising (i) A-1-07, A-2-07, A-1-08, A-2-08, A-1-09, A-2-09, A-1-10, A-2-10, A-1-11, A-2-11, A-2-12 and A-2-12; and (ii) A-1-11, A-2-11, A-2-12, both located at Pusat Perdagangan Kuchai, No.2, Jalan 1/127, Off, Jalan Kuchai Lama, 58200 Kuala Lumpur (collectively referred to as the "Premises") from MSSB and PPCHR, respectively.

The tenancy agreements in respect of the Premises were entered into by SAG, a subsidiary of the Company, prior to its listing on 5 June 2025. In this regard, SAG will seek a shareholders' mandate for the said RRPTs at its forthcoming AGM to be convened on 8 June 2026.

Accordingly, the above RRPTs are no longer undertaken by the Company and will not form part of the renewal of the shareholders' mandate for RRPTs to be sought at the forthcoming 19th AGM.

(ii) Proposed New Shareholders' Mandate for RRPTs

No.	Transacting party within the SIGN Group	Transacting Related Party	Nature of RRPTs	Estimated aggregate value to be transacted from the forthcoming AGM to the next AGM <sup>1</sup> (RM'000)
1	SIGN Group	CHG	Leasing/renting of office premises <sup>2(i)</sup> located at Pusat Perdagangan Kuchai	96
2	SIGN Group	SBSB 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	500
3	SIGN GROUP	LDSB	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.	5,000

Note:

<sup>1</sup> 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.

<sup>2</sup> 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) Shoplot office	F-O-8 & F-O-9 Pusat Perdagangan Kuchai, No.2, Jalan 1/127, Off Jalan Kuchai Lama, 58200 Kuala Lumpur	Office	3,740	Estimated RM96,000 per annum, based on prevailing market price and the payment terms are on a monthly basis.	2 years (+2 years renewal term)

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

The breakdown of the principal sum (without interest) for the total outstanding amount due and owing to SIGN Group by its Related Parties pursuant to the RRPTs which exceeded the credit term for the following periods as at the end of the financial year ended 31 December 2025 are as follows:-

Total Outstanding Amount which exceeded the credit term (RM)	Ageing Analysis (RM)			
	1 year or less	More than 1 to 3 years	More than 3 to 5 years	More than 5 years
	4,142,033	381,745	-	-

No interest or late payment charges have been imposed by SIGN Group on the abovementioned outstanding sums. Any late payment charges or interest will only be determined upon settlement of the principal sum, with the quantum to be decided or negotiated on a case-by-case basis after taking into consideration, inter-alia, the following:-

- (a) the length of the business relationship;
- (b) the volume of existing and potential trade; and
- (c) other benefits to be derived from the ongoing business relationship.

SIGN Group is mindful of the implications of delayed payments. Management regularly monitors and reviews the outstanding amounts and follows up on the status of each case. It has been, and will continue to be, Management's practice to engage with the debtors through meetings and discussions to actively pursue the early settlement of outstanding amounts.

The Board is of the opinion that these outstanding amounts are recoverable from the Related Parties in due course.

## 2.7 Review Procedures and Guidelines for the RRPTs

To ensure that the RRPTs are undertaken at arm's length 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, 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.

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 transaction prices and terms not more favourable to the Related Parties than those generally available to the public and hence, not detrimental to the interests of the 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 Proposals;
- (b) the ARMC at its meetings will review the RRPTs on a quarterly basis. The ARMC may, at its discretion, adopt new procedures and amend the existing procedures which are no longer appropriate or adequate;
- (c) the internal audit plan shall incorporate a review of RRPTs to ensure that all the relevant approvals for the RRPTs have been obtained and the approved procedures and guidelines in respect of such RRPTs are complied with;

- (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, 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 practical and feasible, quotations and/or tenders will be obtained for services rendered by the Related Parties where at least 2 other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as a 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. The transaction prices and terms are determined based on the prevailing market rates which are determined by market forces, demand and supply, specifications and other relevant factors;
- (f) in the event that quotation or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be determined based on prevailing market rates agreed upon under similar commercial terms for transactions with third parties, usual business practices and policies of the Group and on terms which are generally in line with industry norms to ensure that the RRPTs are not detrimental to the Group;
- (g) 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
- (h) disclosure will be made in the annual report of the Company of the aggregate value of the RRPTs conducted pursuant to the Proposals during the financial year with a breakdown of the aggregate value of the RRPTs based on the type, names 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.

## **2.8 Threshold for Approval**

There is no specific threshold for approval of the RRPTs within SIGN Group. However, all RRPTs are subject to the review by the ARMC on a quarterly basis and 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) the RRPTs will be conducted at arm's length and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (ii) such RRPTs are not detrimental to the interests 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 procedures, 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 detrimental to the interests 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 the 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 Proposals**

The RRPTs entered or to be entered into from time to time by the 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 Proposals pursuant to Paragraph 10.09(2) of the Listing Requirements to allow the Group to enter or continue to enter into the RRPTs.

The Proposals are 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.

Although the Group also sources similar services and/or products from third parties, the Company would like to seek approval for the RRPTs described in Section 2.5 as the close commercial relationship that had been established with the Related Parties have created an effective network that the Group can draw upon to support its operational needs. The RRPTs entered into by the SIGN Group as detailed in Section 2.5 of this Circular will meet the Group's business needs at the best possible terms and is in the best interest of the Group.

## **2.11 Financial Effects of the Proposals**

The Proposals will not have any effect on the issued share capital and substantial shareholders' shareholdings of SIGN. However, it is expected to contribute positively to the future earnings and net assets of the Group.

## **2.12 Deviation from the mandate**

The actual aggregate value transacted for all the RRPTs from the date on which the mandate was obtained until the LPD were below the threshold permitted by the mandate.

## **3. APPROVAL REQUIRED**

The Proposals are 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 Proposals as at the LPD:-

Directors/ Major Shareholders/ Persons Connected	Direct		Indirect	
	No. of Shares	%	No. of Shares	No. of Shares
<b><u>Interested Directors</u></b>				
Datuk Seri Chiau Beng Teik, JP	-	-	388,618,472 <sup>1</sup>	60.21
Datuk Wira Chiau Haw Choon	-	-	388,618,472 <sup>1</sup>	60.21
Shelly Chiau Yee Wern	-	-	-	-
<b><u>Interested Major Shareholders</u></b>				
Chin Hin Group Berhad	388,618,472	60.21	-	-
Divine Inventions Sdn. Bhd.	-	-	388,618,472 <sup>2</sup>	60.21
PP Chin Hin Realty Sdn. Bhd.	-	-	388,618,472 <sup>3</sup>	60.21

<sup>1</sup> 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.

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

<sup>3</sup> 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 interested Directors have abstained and will continue to abstain from all Board deliberations, recommendations and voting in respect of the RRPTs as set out in Section 2.5 of this Circular. Further, they will abstain from voting in respect of their direct and/or indirect shareholdings in the Company on the ordinary resolutions approving the Proposals at the forthcoming 19th AGM.

The interested Major Shareholders who are interested in the RRPTs as set out in Section 2.5 of this Circular will abstain from voting in respect of their direct and/or indirect shareholdings in SIGN on the ordinary resolution approving the Proposals at the forthcoming 19th AGM.

In addition, the aforesaid interested Directors and interested Major Shareholders have also undertaken and will 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 ordinary resolution approving the Proposals at the forthcoming 19th AGM.

#### 5. DIRECTORS' RECOMMENDATION

Having considered the rationale of the Proposals and after careful deliberation, the Board, except for the interested Directors, namely Datuk Seri Chiau Beng Teik, JP, Datuk Wira Chiau Haw Choon and Shelly Chiau Yee Wern, who have abstained and will continue to abstain from all Board's deliberations, recommendations and voting on the Proposals, is of the opinion that the RRPTs are fair, reasonable and in the best interest of the Group and are not detrimental to the interest of the minority shareholders of the Company.

Accordingly, the Board (save for the aforesaid interested Directors) recommends that you vote in favour of the ordinary resolution pertaining to the Proposals to be tabled at the forthcoming 19th AGM.

## 6. 19TH AGM

The 19th AGM of SIGN will be held at Menara Chin Hin, Level 19, Stellarium, No. 1, Jalan Naga Emas, Sri Petaling, 57000 Kuala Lumpur, Malaysia on Monday, 29 June 2026 at 10.00 a.m. for the purpose of considering and, if thought fit, passing the ordinary resolution to give effect to the Proposals.

If you are unable to attend and vote at the 19th AGM, you may complete, sign and return the proxy form enclosed in the Company's Annual Report 2025 in accordance with the instructions contained. The completed proxy form must be lodged with the Company's Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the 19th AGM or at any adjournment thereof. You may also submit the proxy form electronically via the Vistra Share Registry and IPO (MY) portal ("the Portal") at <https://srmy.vistra.com>. Kindly refer to the Administrative Guide for details on the procedures for electronic lodgement of proxy form via the Portal.

## 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

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## APPENDIX A - FURTHER INFORMATION

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### 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 contained 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 this 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 and has no knowledge of any proceedings, pending or threatened, against SIGN and/or its subsidiaries, or of any facts which are likely to give rise to any proceeding which may materially and adversely affect the financial position and/or business of the Group.

### 3. MATERIAL CONTRACTS

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

- (a) A wholly-owned subsidiary of SIGN, Fabriano, had on 1 April 2024 entered into a shareholders' agreement with Regalado Maglaque Carlos, Jethro Bernard Limbo Carlos and Nelson De Jesus Sison for the purpose of recording the shareholders' certain commitments and regulating shareholders' rights for a joint venture company known as Signature Living Philippines Inc.
- (b) A wholly-owned subsidiary of SIGN, Signature Realty Sdn Bhd, had on 13 August 2024 entered into a sale and purchase agreement with Loi Foon Kion for the disposal of 2 pieces of land located at Negeri Sembilan for a total cash consideration of RM25,701,311.55.

For details on the above, please refer to the announcement made to Bursa Securities on 13 August 2024.

- (c) A subsidiary of SIGN, SAC, had on 27 September 2024 entered into a conditional SSA with SIGN, Chang Chung Fei and Ng Mun Moh for the proposed acquisition of the entire equity interest of SAC for a purchase consideration of RM30.5 million which was wholly satisfied by the issuance of 591,999,998 new ordinary shares of SAC at an issue price of RM0.0516 per share.
- (d) A subsidiary of SIGN, SAC, had on 27 September 2024 entered into a conditional SSA with SIGN and Foo Khai Shin for the proposed acquisition of the entire equity interest of ZZBSB for a purchase consideration of RM7.6 million which was wholly satisfied by the issuance of 148,000,000 new ordinary shares of SAC at an issue price of RM0.0516 per share.
- (e) SIGN had on 27 September 2024 entered into a conditional SSA with Chang Chung Fei, Foo Khai Shin and Ng Mun Moh for the proposed implementation of shareholdings reorganisation exercise involving the transfer of shares in SAC held by SIGN, Chang Chung Fei and Ng Mun Moh respectively to Foo Khai Shin to regularise their shareholdings in SAC.
- (f) A wholly-owned subsidiary of SIGN, SHLSB, had on 14 October 2024 entered into a business purchase agreement with Crown Furniture Trading Sdn Bhd ("CFT"), Ong Fok Tick and Ong Kar King for the acquisition of all tangible and intangible assets in respect of CFT's business for a total consideration of RM5.8 million.

SHLSB had then on 14 October 2024 entered into a shareholders' agreement with SIGN and CFT for the purpose of recording SHLSB's shareholders certain commitments and regulating shareholders' rights.

- (g) SIGN had on 3 February 2025 entered into a Deed of Collaboration with Chang Chung Fei, Ng Mun Moh and Foo Khai Shin for the purpose of recording SAC's shareholders certain commitments and regulating shareholders' rights.

- (h) SCSB had on 13 March 2026 entered into a sale and purchase agreement (“SPA”) with Boon Koon Capital Sdn Bhd (“BKC”), an indirect wholly-owned subsidiary of CHGP, for the disposal of a parcel of leasehold industrial land together with a single-storey detached factory, 3-storey office and double-storey detached factory erected thereon, held under individual title H.S.(D) 241037, PT No. 9926, Pekan Baru Sungai Buloh, Daerah Petaling, Negeri Selangor for a total cash consideration of RM66.0 million, subject to the terms and conditions of the SPA.

#### **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, Malaysia 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;
- (b) The Audited Consolidated Financial Statements of SIGN for the past two (2) financial years ended 31 December 2024 and 31 December 2025 respectively; and
- (c) All material contracts referred to in item 3 above.

**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”	: The Companies Act 2016, as may be amended from time to time and any enactment thereof.
“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”	: Main Market Listing Requirements of Bursa Securities and any Practice Notes issued in relation thereto, including any amendments that may be made from time to time.
“LPD”	: 31 March 2026, being the latest practicable date prior to the issuance of this Statement.
“Major Shareholder(s)”	: A person who has an interest or interests in one or more 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)”	: Means 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 for the Company to purchase its own shares 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, collectively.
“SIGN Share(s)” or “Share(s)”	: Ordinary share(s) in SIGN.
Statement	: This statement to shareholders dated 30 April 2026 in relation to the Proposed Renewal of Shareholders’ Mandate for Share Buy-Back.
“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.

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

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TOTAL HOME & LIVING SOLUTIONS

**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  
Malaysia

30 April 2026

**Board of Directors:-**

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

**To: Our Shareholders**

Dear Sir/Madam,

**PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR SHARE BUY-BACK**

---

**1. INTRODUCTION**

On 8 April 2026, the Board announced that the Company proposes to seek a renewal of approval from the shareholders for the Proposed Renewal of Shareholders' Mandate for Share Buy-Back at the forthcoming 19th AGM of the Company.

At the 18th AGM held on 9 June 2025, the Board obtained shareholders' approval to allow the Company to buy back up to 10% of the total number of issued shares of the Company. This authority shall lapse at the conclusion of the forthcoming AGM unless the approval is renewed.

The purpose of this Statement is to provide you with the relevant information and to seek your approval on the proposed resolution pertaining to the Proposed Renewal of Shareholders' Mandate for Share Buy-Back which will be tabled as an Ordinary Resolution at the forthcoming 19th 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 TO BE TABLED AT THE FORTHCOMING 19TH AGM.**

## 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:-

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

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 of the Listing Requirements, the maximum amount of funds to be utilised for the purchase of the shares shall not exceed the total 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 following this AGM at which time the said authority will lapse unless by an ordinary resolution passed at that meeting the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next AGM of SIGN after that date 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.

The Proposed Renewal of Shareholders' Mandate for Share Buy-Back, if implemented, is expected to be funded 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 not expected to have a material impact on the cash flow position of the Company.

Based on the latest audited financial statements of SIGN for the financial year ended 31 December 2025, the retained profits of SIGN is RM295,542,000. As at the date of issuance of this Statement, the unaudited retained profits of the Company as at 31 March 2026 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 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, pursuant to Section 127 (8) and (9) of the Act, the rights attached to the treasury shares as to voting, dividends and participation in any other distributions are suspended. The treasury shares shall also not be taken into account in calculating the number or percentage of shares or of a class of shares in the Company for any purposes 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 of the shareholders.

### **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 weighted average market price of 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 or transfer the Purchased Shares held as treasury shares on Bursa Securities at:

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

## **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 38.27%. 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, resale, transfer and cancellation 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, there were no shares retained 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, which are not immediately required for other uses, 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.

All else being equal, the Proposed Renewal of Shareholders' Mandate for Share Buy-Back, whether the Purchased Shares are retained as treasury shares or cancelled, will result in a lower number of SIGN Shares being used in the computation of 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 may, in turn, 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 potential gains, without affecting the total number of issued shares of the Company. Alternatively, any treasury shares may be distributed as share dividends 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. In undertaking the Proposed Renewal of Shareholders' Mandate for Share Buy-Back, the Board will remain 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) to provide the Company with flexibility in achieving its desired capital structure in terms of the composition of debt and equity, as well as the size of its equity;
- (c) if the Purchased Shares retained as treasury shares are resold at a higher price, this may provide the Company with opportunities for potential gains; and
- (d) if the treasury shares are distributed as share dividends, it may 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 the SIGN Group and may result in the Group foregoing other investment opportunities that may arise in the future;
- (b) an increase in the Company's interest expense and/or a reduction in its interest income may arise if the Company does not utilise such funds to repay bank borrowings or to place such funds in interest-bearing instruments; and
- (c) as the Proposed Renewal of Shareholders' Mandate for Share Buy-Back can only be effected out of the retained earnings of the Company, it may reduce the financial resources available for distribution to the shareholders of the Company in the immediate future.

In any event, the Board will remain mindful of the interests of the Company and its shareholders when implementing the Proposed Renewal of Shareholders' Mandate for Share Buy-Back, as well as when 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 effects of the Proposed Renewal of Shareholders' Mandate for Share Buy-Back on the issued share capital of SIGN will depend on the treatment of the Purchased 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 total number of issued shares of SIGN will be reduced, as illustrated below:

	<b>No. of Shares</b>
Total number of issued shares as at the LPD	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)
<b>Resultant total number of issued shares</b>	<b>580,947,633</b>

However, if all the SIGN Shares purchased are retained as treasury shares, the Proposed Renewal of Shareholders' Mandate for Share Buy-Back will not have any effect on the share capital of SIGN.

## **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 SIGN Shares, as well as 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 its own 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 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, among 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.

#### 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 <sup>1</sup>		
	←-----Direct-----→	-----Indirect-----→	-----Indirect-----→	←-----Direct-----→	-----Indirect-----→	-----Indirect-----→
	No. of Shares Held	%	No. of Shares Held	%	No. of Shares Held	%
<b>Substantial shareholders</b>						
Chin Hin Group Berhad	388,618,472	60.21	-	-	388,618,472	66.89
Divine Inventions Sdn. Bhd.	-	-	388,618,472 <sup>2</sup>	60.21	-	-
PP Chin Hin Realty Sdn. Bhd.	-	-	388,618,472 <sup>3</sup>	60.21	-	-
Datuk Seri Chiau Beng Teik, JP	-	-	388,618,472 <sup>4</sup>	60.21	-	-
Datuk Wira Chiau Haw Choon	-	-	388,618,472 <sup>4</sup>	60.21	-	-
<b>Directors</b>						
Datuk Seri Chiau Beng Teik, JP	-	-	388,618,472 <sup>4</sup>	60.21	-	-
Datuk Wira Chiau Haw Choon	-	-	388,618,472 <sup>4</sup>	60.21	-	-
Shelly Chiau Yee Wern	-	-	-	-	-	-
Dato' Che Halin Bin Mohd Hashim	6,000,000	0.93	-	-	6,000,000	1.03
Rozahan Bin Osman	-	-	-	-	-	-
Chee Jee Kong	-	-	-	-	-	-

Notes:-

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

## 5.5 Dividends

Barring any unforeseen circumstances, the Proposed Renewal of Shareholders' Mandate for Share Buy-Back is not expected to have any material impact on the Board's policy in recommending dividends, if any, to the shareholders of SIGN. However, as stated in Sections 2.3 and 3 of this Statement, the Board may, at its discretion, distribute future dividends in the form of 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 SIGN Shares. At this juncture, the Board has not determined whether to utilise any form of borrowings for the 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 2025 to March 2026 are as follows:

	High (RM)	Low (RM)
2025		
April	1.470	1.260
May	1.450	1.340
June	1.450	1.270
July	1.450	1.280
August	1.420	1.340
September	1.380	1.340
October	1.440	1.350
November	1.470	1.390
December	1.460	1.380
2026		
January	1.410	1.360
February	1.390	1.350
March	1.420	1.310

Last transacted price of SIGN Share as at the LPD, being the latest practicable date prior to the printing of the Statement was RM1.33.

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

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

As at the LPD, Chin Hin Group Berhad holds 60.21% of the voting shares of the Company. Therefore, Chin Hin Group Berhad will not be subjected to the Rules on Take-Overs, Mergers and Compulsory Acquisitions.

## 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 19th AGM which will be held on 29 June 2026.

## **9. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM**

Save for the proportionate increase in the percentage of shareholdings of the Directors, substantial shareholders and/or persons connected to them as a result of the effective reduction in the total number of voting shares of the Company arising from the Proposed Renewal of Shareholders' Mandate for Share Buy-Back, none of the Directors, 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 19th 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 herein misleading.

## **12. 19TH AGM**

The 19th AGM of SIGN will be held at Menara Chin Hin, Level 19, Stellarium, No. 1, Jalan Naga Emas, Sri Petaling, 57000 Kuala Lumpur, Malaysia on Monday, 29 June 2026 at 10.00 a.m. for the purpose of considering and, if thought fit, passing the ordinary resolution to give effect to the Proposed Renewal of Shareholders' Mandate for Share Buy-Back.

If you are unable to attend and vote at the 19th AGM, you may complete, sign and return the proxy form enclosed in the Company's Annual Report 2025 in accordance with the instructions contained therein. The completed proxy form must be lodged with the Company Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, the drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the 19th AGM or at any adjournment thereof. You may also submit the proxy form electronically via the Vistra Share Registry and IPO (MY) portal ("the Portal") at <https://srmy.vistra.com>. Kindly refer to the Administrative Guide for details on the procedures for electronic lodgement of proxy form via the Portal.

## **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 Statement up to and including the date of the forthcoming 19th AGM:-

- (a) The Constitution of SIGN; and
- (b) The Audited Consolidated Financial Statements of SIGN for the past two (2) financial years ended 31 December 2024 and 31 December 2025 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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