THIS STATEMENT TO SHAREHOLDERS OF YINSON HOLDINGS BERHAD ("YHB" OR THE "COMPANY") ARE IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

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

Bursa Malaysia Securities Berhad ("**Bursa Securities**") has not perused the contents of this Statement and takes no responsibility for the contents, 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 therein.

YINSON HOLDINGS BERHAD

Registration No. 199301004410 (259147-A)
(Incorporated in Malaysia)

STATEMENT TO SHAREHOLDERS

IN RELATION TO THE

PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The above proposal will be tabled as Special Business at the Twenty-Eighth Annual General Meeting ("**28th AGM**") of YHB to be held on a fully virtual basis at the broadcast venue: **Rising Cloud Boardroom, Level 16, Menara South Point, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Malaysia** on **Thursday, 15 July 2021** at **10.30 a.m.** or any adjournment thereof. The notice of the 28th AGM of YHB together with the Form of Proxy are set out in the Annual Report 2021 of the Company.

The Form of Proxy must be completed and lodged at the Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time set for holding the AGM or any adjournment thereof. The lodging of the Form of Proxy shall not preclude you from attending and voting in person at the AGM should you subsequently wish to do so and in such an event, your Form of Proxy shall be deemed to have been revoked.

Last day and time for lodging the Form of Proxy	:	Tuesday, 13 July 2021 at 10.30 a.m.
Date and time of the 28th AGM of YHB	:	Thursday, 15 July 2021 at 10.30 a.m.

This Statement is dated 31 May 2021

DEFINITIONS

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

AGM	:	Annual General Meeting
Act	:	Companies Act 2016 as amended from time to time including any re-enactment thereof
Board	:	Board of Directors of YHB
Bursa Securities	:	Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
Code	:	Malaysian Code on Take-Overs and Mergers 2016 as amended from time to time including any re-enactment thereof
Director(s)	:	Director(s) of YHB
EPS	:	Earnings per share
ESS	:	Employees' Share Scheme of YHB of up to ten percent (10%) of the total number of issued shares (excluding treasury shares, if any) at any point in time during the duration of the Employees' Share Scheme
FYE	:	Financial year(s) ended or ending, as the case may be
Listing Requirements	:	Main Market Listing Requirements of Bursa Securities including all amendments thereto and any Practice Notes issued in relation thereto
LPD	:	6 May 2021 being the latest practicable date prior to the printing of this Statement
Major Shareholder(s)	:	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 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, such major shareholder of the company or any other company which is its subsidiary or holding company For the purpose of this definition, "interest in shares" has the meaning given in Section 8 of the Act
NA	:	Net assets
Proposed Share Buy-Back / Proposed Renewal of Share Buy-Back Authority	:	Proposed renewal of shareholders' mandate authority for share buy-back of up to ten percent (10%) of the total number of issued shares of YHB
Purchased Shares	:	Shares purchased pursuant to the Proposed Renewal of Share Buy-Back Authority
Statement	:	This Statement to Shareholders dated 31 May 2021 in relation to the Proposed Renewal of Share Buy-Back Authority
Substantial Shareholders	:	A person who has an interest or interests in one or more voting shares in the Company and the number of the aggregate number of such shares is not less than 5% of the total number of all the voting shares in the Company upon the definition of Section 136 of the Act
RM and **Sen**	:	Ringgit Malaysia and Sen, respectively
YHB or **Company**	:	Yinson Holdings Berhad [Registration No. 199301004410 (259147-A)]
YHB Group or **Group**	:	Collectively, YHB and its subsidiaries
YHB Share(s) or **Share(s)**	:	Ordinary share in YHB

Words importing the singular shall, where applicable, include the plural and vice versa and words importing the masculine gender shall, where applicable, include the feminine and/or neuter gender, and vice versa. Reference to persons shall include corporations, unless otherwise specified.

Any discrepancies in the tables included in this Statement between the amount listed, actual figures and the totals thereof are due to rounding.

Any reference in this Statement to any enactment or guidelines is a reference to that enactment or guidelines as for the time being amended or re-enacted. Any reference to a date or time in this Statement shall be a reference to Malaysia date and time, unless otherwise stated.

Any references to "**you**" in this Statement are to the shareholders of YHB.

TABLE OF CONTENTS

STATEMENT TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

		PAGE
1.	INTRODUCTION	1
2.	DETAILS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY	1
3.	RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY	4
4.	POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY	4
5.	EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY	5
6.	DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS	7
7.	HISTORICAL SHARE PRICES	9
8.	APPROVAL REQUIRED	9
9.	INTEREST OF DIRECTORS AND MAJOR SHAREHOLDERS	9
10.	DIRECTORS' RECOMMENDATION	10
11.	ANNUAL GENERAL MEETING	10
APPENDIX I		11

YINSON HOLDINGS BERHAD

Registration No. 199301004410 (259147-A)
(Incorporated in Malaysia)

STATEMENT TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

1. INTRODUCTION

The Company had at the AGM held on 16 July 2020, obtained approval from shareholders of YHB for the renewal of share buy-back authority to purchase up to ten percent (10%) of the total number of issued shares at any point in time through its appointed stockbroker.

The Board had on 28 April 2021, announced to Bursa Securities that the Company proposes to seek shareholders' approval for the Proposed Renewal of Share Buy-Back Authority at the forthcoming 28th AGM of YHB in accordance with Section 127 of the Act, the Company's Constitution and the Listing Requirements.

2. DETAILS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

2.1 Details of the Proposed Renewal of Share Buy-Back Authority

The Board proposes to seek shareholders' approval on the Proposed Renewal of Share Buy-Back Authority for the Company to purchase up to ten percent (10%) of the total number of issued shares at any point in time through its appointed stockbroker.

The mandate from the shareholders for the Proposed Renewal of Share Buy-Back Authority, once approved by the shareholders of YHB, will be effective immediately from the date of the passing of the ordinary resolution pertaining to the Proposed Renewal of Share Buy-Back Authority at the forthcoming AGM and will continue to be in force until:

(a) the conclusion of the next AGM of the Company following this AGM at which such resolution was passed; or at which time it will lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or

(b) the expiration of the period within which the next AGM after that date is required by law to be held; or

(c) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever occurs first.

2.2 Status and Treatment of Purchased Shares

The Board may 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**" in the Act;

(c) To retain part of the Purchased Shares as treasury shares and cancel the remainder of the shares;

(d) To distribute all or part of the treasury shares as dividends to shareholders, such dividends to be known as "**share dividends**";

(e) To resell all or part of the treasury shares on Bursa Securities in accordance with the relevant rules of the stock exchange;

(f) To transfer all of part of the treasury shares as purchase consideration;

(g) To transfer the treasury shares for the purpose of or under an employees' share scheme;

(h) To cancel all or part of the treasury shares;

(i) To see, transfer or otherwise use the treasury shares for such purposes as the Minister (as defined in the Act) may by order prescribe; and/ or

(j) In any other manner as may be prescribed by applicable law and/or regulations and guidelines applied from time to time by Bursa Securities and/or any other relevant authority for the time being in force.

If the Purchased Shares are retained as treasury shares, the issued share capital of YHB will not be reduced but the rights attaching to the treasury shares in relation to voting, dividends and participation in other distributions or otherwise will be suspended. While these Purchased Shares remain as treasury shares, the Act prohibits the taking into account of the treasury shares in calculating the number of percentage of Shares or a class of shares in YHB for any purpose whatsoever including substantial shareholdings, takeovers, notices, requisitioning of meetings, quorum for meetings and the results of votes on resolutions.

2.3 Source of Funds

The Board proposes that the maximum fund to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest unaudited financial statements of the Company (where applicable) available at the time of the purchase.

The retained profits of the Company based on the latest audited financial statements as at 31 January 2021 is RM663.4 million.

The Proposed Renewal of Share Buy-Back Authority will allow the Board to exercise the rights of the Company to purchase its own Shares at any time within the abovementioned time period using the internal funds and/or external borrowings of the Company.

In the event external borrowings are required, the Board will ensure that the Company has sufficient financial capability to repay such borrowings and that the external borrowings are not expected to have any material adverse effects on the cash flow of the Company. In any event, the Board will ensure that the maximum funds to be used for the buy-back of YHB Shares shall not exceed the retained profits of the Company.

2.4 Implication of the Code

The purchase of YHB Shares pursuant to the Proposed Renewal Share Buy-Back Authority will effectively cause the shareholders' percentage shareholdings in YHB to increase without any corresponding increase in the actual number of Shares held, assuming all other things being equal.

Pursuant to the Code, a person and/or any persons acting in concert with him ("**PACs**") will be obliged to make a mandatory take-over offer when as a result of a buy-back scheme by the Company:

(a) a person obtains controls in a company;

(b) a person holding more than thirty-three percent (33%) but not more than fifty percent (50%) of the voting shares or voting rights of a company increases his holding of the voting shares or voting rights of the company by more than two percent (2%) in any six (6) month period;

As at the LPD, the shareholdings of Lim Han Weng and PACs to Lim Han Weng are 27.53%. Assuming the Proposed Renewal of Share Buy-Back Authority is carried out in full, the shareholdings of Lim Han Weng and his PAC will increase to more than 33%, Lim Han Weng and his PACs will be obliged to undertake mandatory offer for the remaining YHB Shares not held by them. However, an exemption may be granted by Securities Commission under the provisions of the Capital Markets and Services Act 2007.

Nevertheless, the Board will be mindful in the implementation of the Proposed Renewal of Share Buy-Back Authority in a manner that will not result in any of the shareholders having to undertake a mandatory take-over offer pursuant to the Code.

2.5 Previous Purchases and Resale and/or Cancellations of Treasury Shares

In the previous twelve (12) months, YHB has made purchases as listed below from the open market.

There was no resale or transfer or cancellation of treasury share in the previous twelve (12) months. The Purchased Shares were retained as treasury shares. As at 6 May 2021, being the LPD prior to the printing of this Statement, YHB held a total of 34,286,300 treasury shares.

Month	No of Purchased Shares	Minimum Price (RM)	Maximum Price (RM)	Average Price (RM)	Total Amount Paid (RM)
May 2020	124,000	5.10	5.51	5.31	661,220.42
June 2020	5,000	5.70	5.70	5.70	28,718.81
July 2020	2,500	5.96	6.03	6.00	15,084.71
August 2020	16,200	6.17	6.19	6.18	100,703.59
September 2020	791,100	5.59	5.90	5.75	4,524,921.53
October 2020	2,119,200	4.57	5.58	5.08	10,579,144.38
November 2020	346,900	4.51	4.94	4.73	1,663,308.76
December 2020	113,400	5.68	5.76	5.72	650,047.01
January 2021	81,300	5.20	5.75	5.48	452,125.14
February 2021	-	-	-	-	-
March 2021	-	-	-	-	-
April 2021	-	-	-	-	-

2.6 Public Shareholding Spread

The Proposed Share Buy-Back will be carried out in accordance with the prevailing law at the time of the purchase including compliance with 25% public shareholding spread in the hands of public shareholders as required under Paragraph 12.14 of the Listing Requirements.

As at the LPD, the public shareholding spread of the Company is 72.47%. In implementing the Proposed Share Buy-Back, the Company will ensure that the minimum public shareholding spread of 25% is complied with.

3. RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The rationale for the Proposed Renewal of Share Buy-Back Authority is as follows:

(a) it allows the Company to have greater flexibility in managing its capital structure;

(b) it is an expedient and cost-efficient way for the Company to return surplus cash/funds, if any, which is in excess of the foreseeable financial and investment needs of the YHB Group to its shareholders;

(c) the dilution effect that is caused by the ESS on EPS and NA per Share will reduce;

(d) in any event, the treasury shares may also be distributed as share dividends to the shareholders as a reward; and

(e) in managing the businesses of YHB Group, the management strives to increase shareholders' value by improving, *inter-alia*, the return on equity of the YHB Group. The Proposed Renewal of Share Buy-Back Authority is one way through which the return on equity of the YHB Group may be enhanced.

4. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

4.1 Potential Advantages

The potential advantages of the Proposed Renewal of Share Buy-Back Authority are as follows:

(i) enables the Company to take preventive measures against speculative activities particularly when the Shares are undervalued which may in turn stabilise the market price and hence, enhance investors' confidence;

(ii) enables the Company to utilise its financial resources more efficiently especially where there is no immediate use. Any subsequent cancellation of the Purchased Shares may strengthen the consolidated EPS of the Group, which in turn have a positive impact on YHB's share prices;

(iii) provide the Company with opportunities for potential gains if the treasury shares are subsequently resold at prices higher than the purchase price; and

(iv) the treasury shares may be distributed as share dividends to the shareholders as a reward.

4.2 Potential Disadvantages

The potential disadvantages/risk factors of the Proposed Renewal of Share Buy-Back Authority are as follows:

(i) the Proposed Renewal of Share Buy-Back Authority, if implemented, will reduce the financial resources of YHB Group and consequently result in YHB Group foregoing investment opportunities that may arise in the future or any interest that may be derived from depositing such funds in interest bearing deposits; and

(ii) as the funds to be allocated for the Proposed Renewal of Share Buy-Back Authority must be made out of YHB's retained profits, the amount available from these accounts for distribution of dividend to YHB's shareholders may decrease accordingly.

Nevertheless, the Proposed Renewal of Share Buy-Back Authority is not expected to have any potential material disadvantages or major risk to the Company and its shareholders as it will only be implemented after considering the interests of both the Company and its shareholders.

5. EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The financial effects of the Proposed Renewal of Share Buy-Back Authority on the share capital of the Company, NA, earnings and EPS, working capital and dividends of the YHB Group are as follows:

5.1 Share Capital

The effect of the Proposed Renewal of Share Buy-Back Authority in respect of the total number of issued shares will depend on whether the Purchased Shares are cancelled or retained as treasury shares.

On the assumption that the shares and/or options granted under the ESS are fully vested and/or exercised into new YHB Shares and the Proposed Renewal of Share Buy-Back Authority is carried out in full and all the Purchased Shares are subsequently cancelled, the Proposed Renewal of Share Buy-Back Authority will result in the issued share capital of the Company as at the LPD to be reduced as follows:

	No. of Shares
Issued share capital as at the LPD	1,099,717,973
Add: Maximum number of YHB Shares to be issued pursuant to the ESS (net of treasury shares)	106,543,167
	1,206,261,140
Minus: Maximum number of YHB Shares that may be purchased and subsequently cancelled pursuant to the Proposed Share Buy-Back	(120,626,114)
Resultant issued share capital after cancellation of YHB Shares	1,085,635,026

If the Purchased Shares are retained as treasury shares, there will be no impact on the issued capital of YHB but the rights attaching to the treasury shares in relation to voting, dividends and participation in other distributions or otherwise will be suspended.

5.2 NA

The effect of the Proposed Renewal of Share Buy-Back Authority on the NA per share of YHB is dependent on the purchase price(s) of YHB Shares. When the Company purchases its own Share, regardless of whether they are retained as treasury share or subsequently cancelled, if the purchase price is less than the audited NA per share of YHB at the time of purchase, the NA per share will increase. Conversely, if the purchase price exceeds the audited NA per share of YHB at the time of purchase, the NA per share will decrease.

5.3 Earnings and EPS

The effect of the Proposed Renewal of Share Buy-Back Authority on the EPS of YHB will depend on, *inter-alia*, the actual number of Purchased Shares and the effective cost of funding to YHB Group, or any loss in interest income to YHB or opportunity cost in relation to other investment opportunity if internally generated funds are utilised. However, the Proposed Renewal of Share Buy-Back Authority, if carried out, is not expected to have any material effect on the EPS of YHB for the FYE 31 January 2022.

5.4 Working Capital

The Proposed Renewal of Share Buy-Back Authority will reduce the working capital and cash flow available for the YHB Group. The quantum of the reduction of the working capital of YHB Group would depend on the purchase price(s) and number of Shares purchased as well as any associated costs incurred in relation to the share buy-back pursuant to the Proposed Renewal of Share Buy-Back Authority. However, it is not expected to have any material adverse effect on the working capital of the Company.

5.5 Dividends

The above Proposed Renewal of Share Buy-Back Authority is not expected to have any impact on any dividend payment as the Board will take into consideration the Company's profit, cash flow and the capital commitments before proposing any dividend payment.

6. DIRECTORS' AND SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS

The effect of the Proposed Renewal of Share Buy-Back Authority on the shareholdings of the Directors and Substantial Shareholders of YHB based on their shareholdings as at 6 May 2021 assuming that the shares and/or options granted under the ESS are fully vested and/or exercised into new YHB Shares and the Proposed Renewal of Share Buy-Back Authority is carried out in full is as follows:

6.1 Directors' Shareholdings

	As at 6 May 2021				After ESS				After ESS and Proposed Share Buy-Back			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
Name	**No. of Shares**	**%[(i)]**	**No. of Shares**	**%[(i)]**	**No. of Shares**	**%[(ii)]**	**No. of Shares**	**%[(ii)]**	**No. of Shares**	**%[(iii)]**	**No. of Shares**	**%[(iii)]**
Lim Han Weng	18,878,530	1.77	225,517,370[(iv)]	21.17	21,795,230	1.81	227,324,170[(iv)]	18.85	21,795,230	2.01	227,324,170[(iv)]	20.94
Bah Kim Lian	3,496,503	0.33	217,794,597[(v)]	20.44	3,496,503	0.29	222,518,097[(v)]	18.45	3,496,503	0.32	222,518,097[(v)]	20.50
Lim Han Joeh	48,896,976	4.59	-	-	48,896,976	4.05	-	-	48,896,976	4.50	-	-
Lim Chern Yuan	541,200	0.05	-	-	1,941,200	0.16	-	-	1,941,200	0.18	-	-

Footnotes:

(i) Calculated based on total number of issued shares of 1,065,431,673 Shares, excluding 34,286,300 treasury shares held by the Company as at the LPD.

(ii) Calculated based on total number of issued shares of 1,206,261,140 Shares.

(iii) Calculated based on total number of issued shares of 1,085,635,026 Shares.

(iv) Deemed interested by virtue of his spouse and children direct shareholdings in the Company pursuant to Section 59(11)(c) of the Act and Liannex Corporation Pte. Ltd. and Yinson Legacy Sdn. Bhd. direct shareholdings in the Company pursuant to Section 8(4) of the Act.

(v) Deemed interested by virtue of her spouse and children direct shareholdings in the Company pursuant to Section 59(11)(c) of the Act.

6.2 Substantial Shareholders' Shareholdings

	As at 6 May 2021				After ESS				After ESS and Proposed Share Buy-Back			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
Name	**No. of Shares**	**%[(i)]**	**No. of Shares**	**%[(i)]**	**No. of Shares**	**%[(ii)]**	**No. of Shares**	**%[(ii)]**	**No. of Shares**	**%[(iii)]**	**No. of Shares**	**%[(iii)]**
Lim Han Weng	18,878,530	1.77	225,517,370[(iv)]	21.17	21,795,230	1.81	227,324,170[(iv)]	18.85	21,795,230	2.01	227,324,170[(iv)]	20.94
Bah Kim Lian	3,496,503	0.33	217,794,597[(v)]	20.44	3,496,503	0.29	222,518,097[(v)]	18.45	3,496,503	0.32	222,518,097[(v)]	20.50
Employees Provident Fund Board	166,387,100	15.62	-	-	166,387,100	13.79	-	-	166,387,100	15.33	-	-
Kumpulan Wang Persaraan (Diperbadankan)	80,179,300	7.53	23,939,400[(vi)]	2.25	80,179,300	6.65	23,939,400[(vi)]	1.98	80,179,300	7.39	23,939,400[(vi)]	2.21
Yinson Legacy Sdn. Bhd.	195,653,667	18.36	-	-	195,653,667	16.22	-	-	195,653,667	18.02	-	-

Footnotes:

(i) Calculated based on total number of issued shares of 1,065,431,673 Shares, excluding 34,286,300 treasury shares held by the Company as at the LPD.

(ii) Calculated based on total number of issued shares of 1,206,261,140 Shares.

(iii) Calculated based on total number of issued shares of 1,085,635,026 Shares.

(iv) Deemed interested by virtue of his spouse and children direct shareholdings in the Company pursuant to Section 59(11)(c) of the Act and Liannex Corporation Pte. Ltd. and Yinson Legacy Sdn. Bhd. direct shareholdings in the Company pursuant to Section 8(4) of the Act.

(v) Deemed interested by virtue of her spouse and children direct shareholdings in the Company pursuant to Section 59(11)(c) of the Act.

(vi) Deemed interested in the shares held by Kumpulan Wang Persaraan (Diperbadankan)'s Fund Manager pursuant to Section 8 of the Act.

7. HISTORICAL SHARE PRICES

The monthly highest and lowest prices of the Shares traded on Bursa Securities for the last twelve (12) months from May 2020 to April 2021 are as follows:

	Highest (RM)	Lowest (RM)
2020		
May	5.83	5.10
June	6.46	5.59
July	6.56	5.80
August	6.36	6.09
September	6.29	5.58
October	5.68	4.56
November	5.40	4.51
December	6.00	5.22
2021		
January	5.82	5.17
February	5.59	5.15
March	5.74	5.13
April	5.39	5.12

Last transacted price of Shares on the LPD was RM5.15.

(Source: www.yinson.com)

8. APPROVAL REQUIRED

The Proposed Renewal of Share Buy-Back Authority is subject to YHB shareholders' approval at the forthcoming AGM to be convened.

The Proposed Renewal of Share Buy-Back Authority is not conditional upon any other corporate proposals undertaken or to be undertaken by YHB.

9. INTERESTS OF DIRECTORS AND MAJOR SHAREHOLDERS

Save for the proportionate increase in percentage of shareholdings and/ or voting rights of shareholders of the Company as a result of the Proposed Renewal of Share Buy-Back Authority, none of the Directors and/ or Major Shareholders of the Company and/ or persons connected to them have any interests, direct or indirect, in the Proposed Renewal of Share Buy-Back Authority.

10. DIRECTORS' RECOMMENDATION

The Board, after having considered all aspects of the Proposed Renewal of Share Buy-Back Authority, is of the opinion that the Proposed Renewal of Share Buy-Back Authority is in the best interest of the Company and accordingly, they recommend that you vote in favour of the ordinary resolution pertaining to the Proposed Renewal of Share Buy-Back Authority to be tabled at the forthcoming AGM.

11. ANNUAL GENERAL MEETING

The AGM, the notice of which is set out in the Notice of AGM contained in YHB's Annual Report 2021, will be held on a fully virtual basis at the broadcast venue: Rising Cloud Boardroom, Level 16, Menara South Point, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Malaysia on Thursday, 15 July 2021 at 10.30 a.m. or any adjournment thereof, for the purpose of considering and, if thought fit, passing the ordinary resolution, with or without any modifications to give effect to the Proposed Renewal of Share Buy-Back Authority.

If you are unable to attend and vote in person at the AGM, you may appoint a proxy to attend and vote on your behalf by completing, signing and returning the enclosed Form of Proxy in accordance with the instructions contained therein as soon as possible and in any event so as to arrive at the office of the Company's Share Registrar, Securities Services (Holdings) Sdn. Bhd. at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time set for holding the AGM or any adjournment thereof. The instrument appointing a proxy can also be electronically submitted to the Share Registrar via **Securities Services e-Portal** at www.sshsb.net.my/login before the cut-off time as mentioned above. Kindly refer to the 'Administrative details' section for the 28th AGM as contained in YHB's Annual Report 2021 for further information.

The completion and lodgement of the Form of Proxy will not preclude you from attending and voting in person at the forthcoming AGM should you subsequently wish to do so and in such an event, your Form of Proxy shall be deemed to have been revoked.

[THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK]

FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

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

2. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents will be made available for inspection at the registered office of YHB at Level 16, Menara South Point, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Malaysia during normal business hours on Mondays to Fridays (except public holidays) from the date of this Statement up to and including the date of the AGM:

(i) the Constitution of YHB;

(ii) the audited financial statements of YHB for the past two (2) FYE 31 January 2020 and 31 January 2021; and

(iii) the latest unaudited results since the last audited financial statements.

[THE REST OF THIS PAGE IS INTENTIONALLY LEFT BLANK]