

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

If you are in doubt as to the course of action to be taken, you should consult your Stockbroker, Bank Manager, Solicitor, Accountant or other professional adviser immediately.

Bursa Malaysia Securities Berhad has not perused the Proposed Renewal of Share Buy Back Authority.

Bursa Malaysia Securities Berhad takes no responsibility for the contents of this Circular, 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.



**YNH PROPERTY BHD**

(Company No.: 561986-V)

(Incorporated in Malaysia under the Companies Act, 1965)

**PART A**

**INFORMATION ON ANNUAL GENERAL MEETING**

**PART B**

**CIRCULAR TO SHAREHOLDERS**

IN RELATION TO

**PROPOSED RENEWAL OF SHARE BUY BACK AUTHORITY  
(PROPOSED SHARE BUY BACK)**

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

The Notice of the Fourteenth Annual General Meeting of YNH Property Bhd to be held at Hotel Sfera, 2479, Jalan Dato' Yu Neh Huat, Taman Samudera, 32040 Sri Manjung, Perak Darul Ridzuan, Malaysia on Thursday, 30 June 2016 at 11.45 a.m. together with the Form of Proxy are enclosed herein. Shareholders are advised to refer to the Notice of the Fourteenth Annual General Meeting and the Form of Proxy. The Form of Proxy should be completed and lodged at the Registered Office of the Company at 55A, Medan Ipoh 1A, Medan Ipoh Bistari, 31400 Ipoh, Perak Darul Ridzuan, Malaysia not less than forty-eight (48) hours before the time set for holding the meeting. The lodging of the Form of Proxy will not preclude you from attending and voting in person at the meeting should you subsequently wish to do so.

## **PART A**

### **INFORMATION ON ANNUAL GENERAL MEETING**

- **NOTICE ON ANNUAL GENERAL MEETING**
- **FORM OF PROXY**
- **2015 ANNUAL REPORT REQUEST FORM**

**YNH PROPERTY BHD** (561986-V)  
(Incorporated in Malaysia)

NOTICE IS HEREBY GIVEN that the Fourteenth Annual General Meeting of the Company will be held at Hotel Sfera, 2479, Jalan Dato' Yu Neh Huat, Taman Samudera, 32040 Sri Manjung, Perak Darul Ridzuan, Malaysia on Thursday, 30 June 2016 at 11.45 a.m.

AGENDA	RESOLUTION NO.
1. To receive the Audited Financial Statements for the year ended 31 December 2015, together with the Directors' and Auditors' Reports thereon.	
2. To sanction the declaration of a final dividend of one (1) Treasury Share for every existing twenty-five (25) Ordinary Share of RM1.00 each held in respect of the year ended 31 December 2015.	1
3. To approve payment of Directors' Fees of RM152,830 in respect of the year ended 31 December 2015.	2
4. To re-elect the following Director retiring pursuant to the Articles of Association of the Company:  Ching Nye Mi @ Chieng Ngie Chay	3
5. To consider and if thought fit, pass a resolution pursuant to Section 129(6) of the Companies Act, 1965 to re-appoint Dato' Robert Lim @ Lim Git Hooi, DPMP, JP as a Director of the Company to hold office until the next Annual General Meeting of the Company.	4
6. To re-appoint Messrs Baker Tilly AC as the Company's Auditors and to authorise the Board of Directors to fix their remuneration.	5
7. To transact any other business appropriate to an Annual General Meeting.	
8. As Special Business: To consider and, if thought fit, pass the following Resolutions:	
<b>Ordinary Resolution No. 1 - Proposed Renewal of Share Buy Back Authority</b>	6
"That, subject to the Companies Act, 1965, the provisions of the Company's Memorandum and Articles of Association, the Main Market Listing Requirements ("Main LR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorized, to the fullest extent permitted by law, to purchase such amount of ordinary shares of RM1.00 each in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interests of the Company ("the Proposed Share Buy Back") provided that:-	
i) the aggregate number of shares purchased does not exceed ten per centum (10%) of the total issued and paid-up share capital of the Company as quoted on Bursa Securities as at the point of purchase;	

**RESOLUTION  
NO.**

- ii) the maximum amount of funds to be allocated by the Company pursuant to the Proposed Share Buy Back shall not exceed the sum of the Retained Profits and/or the Share Premium Accounts of the Company based on its latest audited financial statements available up to the date of a transaction pursuant to the Proposed Share Buy Back. As at 31 December 2015, the audited Retained Profits and Share Premium Account of the Company were RM156,992,102 and RM44,698,178 respectively; and
- iii) the shares purchased by the Company pursuant to the Proposed Share Buy Back may be dealt with in all or any of the following manner (as selected by the Company):-
  - a) the shares so purchased may be cancelled; and/or
  - b) the shares so purchased may be retained in treasury for distribution as dividend to the shareholders and/or resold on the market of Bursa Securities and/or subsequently cancelled; and/or
  - c) part of the shares so purchased may be retained as treasury shares with the remainder being cancelled.

And that any authority conferred by this resolution may only continue to be in force until:

- i) the conclusion of the next Annual General Meeting of the Company following the general meeting at which such resolution was passed at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
- ii) the expiration of the period within which the next Annual General Meeting after that date is required by law to be held; or
- iii) revoked or varied by ordinary resolution passed by the shareholders in general meeting, whichever occurs first.

And that authority be and is hereby given unconditionally and generally to the Directors of the Company to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under the Securities Industry (Central Depositories) Act, 1991, and the entering into of all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities and with the fullest power to do all such acts and things thereafter (including without limitation, the cancellation or retention as treasury shares of all or any part of the purchased shares) in accordance with the Companies Act, 1965, the provisions of the Memorandum and Articles of Association of the Company and the Main LR and/or guidelines of the Bursa Securities and all other relevant governmental and/or regulatory authorities.”

**Ordinary Resolution No. 2 -  
Proposed Renewal of Shareholders' Mandate and New Shareholders'  
Mandate for Recurrent Related Party Transactions of A Revenue or  
Trading Nature**

7

“That, subject to the Companies Act, 1965 (“Act”), the Memorandum and Articles of Association of the Company and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiary companies to enter into all arrangements and/or transactions involving the interests of Directors, major shareholders or person connected with Directors and/or major shareholders of the Company and/or its subsidiary companies (“Related Parties”) as specified in Section 5.2 of the Circular to Shareholders dated 30 April 2016, provided that such arrangements and/or transactions are:

- i) recurrent transactions of a revenue or trading nature;
- ii) necessary for the day-to-day operations;
- iii) carried out on an arm’s length basis, in the ordinary course of business and on normal commercial terms which are not more favorable to the Related Parties than those generally available to the public; and
- iv) are not to the detriment of the minority shareholders.

And that the shareholders’ mandate, unless revoked or varied by the Company in a general meeting, shall take effect from the date of the passing of this Ordinary Resolution and will continue in force until:

- i) the conclusion of the next Annual General Meeting of the Company at which time it will lapse unless authority is renewed by a resolution passed at the next Annual General Meeting;
- ii) the expiration of the period within which the next Annual General Meeting is to be held pursuant to Section 143(1) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act);  
or
- iii) revoked or varied by resolution passed by shareholders in a general meeting before the next Annual General Meeting

whichever is earlier.

And that the Directors of the Company be authorized to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or give effect to the Mandate.”

By Order of the Board

**CHAN YOKE YIN  
CHENG GHEE CHENG  
CHAN EOI LENG**

Company Secretaries

Ipoh, Perak Darul Ridzuan, Malaysia  
30 April 2016

**NOTE:**

- a) A member entitled to attend and vote at the Meeting is entitled to appoint one or two proxies to attend, speak and vote instead of him.
- b) A proxy may but need not be a member of the Company and there shall be no restriction as the qualification of the proxy.
- c) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
- d) Where a member appoints more than one proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- e) The instrument appointing a proxy must be deposited at the registered office of the Company, 55A, Medan Ipoh 1A, Medan Ipoh Bistari, 31400 Ipoh, Perak Darul Ridzuan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the Meeting.
- f) Depositors who appear in the Record of Depositors as at 20 June 2016 shall be regarded as Member of the Company entitled to attend the Fourteenth Annual General Meeting or appoint one or two proxies to attend, speak and vote on his behalf.

**EXPLANATORY NOTES TO SPECIAL BUSINESS**

- 1) **Ordinary Resolution No. 1 -  
Proposed Renewal of Share Buy Back Authority**  
Further information on the above Ordinary Resolution is set out in the Circular to Shareholders of the Company.
- 2) **Ordinary Resolution No. 2 -  
Proposed Renewal of Shareholders' Mandate and New Shareholders' Mandate for Recurrent Related Party Transactions of A Revenue or Trading Nature**  
Further information on the above Ordinary Resolution is set out in the Circular to Shareholders of the Company.

**2015 ANNUAL REPORT**

The 2015 Annual Report is in CD-ROM format. Printed copy of the Annual Report shall be provided to the shareholders within 4 market days from the date of receipt of the request. Shareholders who wish to receive the printed copy of the Annual Report and who require assistance with the viewing of the CD-ROM, kindly contact Madam Cheng at Tel. No.: 605-5451945

**YNH PROPERTY BHD (561986-V)**  
(Incorporated in Malaysia)

**PROXY FORM**

I/We, .....

NRIC No./Company No..... of .....

..... being a member of

YNH Property Bhd hereby appoint the following person(s):

Name of proxy & NRIC No.	No. of shares	%
1. _____	_____	_____
2. _____	_____	_____
or failing him/her		
1. _____	_____	_____
2. _____	_____	_____

or failing him/her, the Chairman of the Meeting as my/our proxy, to vote for me/us and on my/our behalf at the Fourteenth Annual General Meeting of the Company to be held on 30 June 2016 and at any adjournment thereof in the manner indicated below in respect of the following Resolutions:

Ordinary Business		For	Against
1. The declaration of a Final Dividend	Resolution 1		
2. The payment of Directors' Fees	Resolution 2		
3. The re-election of Director: Ching Nye Mi @ Chieng Ngie Chay	Resolution 3		
4. The re-appointment of Director: Dato' Robert Lim @ Lim Git Hooi, DPMP, JP	Resolution 4		
5. The re-appointment of Auditors and their remuneration	Resolution 5		
Special Business			
6. Ordinary Resolution No. 1 - Proposed Renewal of Share Buy Back Authority	Resolution 6		
7. Ordinary Resolution No. 2 - Proposed Renewal of Shareholders' Mandate and New Shareholders' Mandate for Recurrent Related Party Transactions of A Revenue or Trading Nature	Resolution 7		

Please indicate with (✓) how you wish your vote to be cast.

No. of shares held	
CDS Account No.	

Date:

.....  
Signature of Shareholder

**NOTES:**

- a) A member entitled to attend and vote at the Meeting is entitled to appoint one or two proxies to attend, speak and vote instead of him.
- b) A proxy may but need not be a member of the Company and there shall be no restriction as the qualification of the proxy.
- c) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (Omnibus Account), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
- d) Where a member appoints more than one proxy, the appointments shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
- e) The instrument appointing a proxy must be deposited at the registered office of the Company, 55A, Medan Ipoh 1A, Medan Ipoh Bistari, 31400 Ipoh, Perak Darul Ridzuan, Malaysia not less than forty-eight (48) hours before the time appointed for holding the Meeting.
- f) Depositors who appear in the Record of Depositors as at 20 June 2016 shall be regarded as Member of the Company entitled to attend the Fourteenth Annual General Meeting or appoint one or two proxies to attend, speak and vote on his behalf.

+If it is desired to appoint another person as a proxy, the words "the Chairman of the Meeting" should be deleted and the name of the proxy should be inserted in block capitals, and the alteration should be initialed.  
In the case of a corporation, the proxy must be executed under its Common Seal, or under the hand of a duly authorised officer.



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80 SEN STAMP  
(Within Malaysia)

The Secretary

**YNH Property Bhd** (561986-V)  
55A, MEDAN IPOH 1A,  
MEDAN IPOH BISTARI,  
31400 IPOH, PERAK DARUL RIDZUAN.

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**YNH PROPERTY BHD** (561986-V)  
(Incorporated in Malaysia)

**REQUEST FORM**

To : The Company Secretary  
YNH Property Bhd  
55A, Medan Ipoh 1A  
Medan Ipoh Bistari  
31400 Ipoh  
Perak Darul Ridzuan

Tel No. : 05-5474833  
Fax No. : 05-5474363  
Website : <http://www.ynhb.com.my>

Please send me/us a printed copy of the 2015 Annual Report.

**Particulars of Shareholders**

Name of Shareholders	
I.C. No./Passport No.	
CDS Account No.	
Correspondence Address	
Telephone No.	

Date :

Signature: .....



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80 SEN STAMP  
(Within Malaysia)

The Secretary

**YNH Property Bhd** (561986-V)  
55A, MEDAN IPOH 1A,  
MEDAN IPOH BISTARI,  
31400 IPOH, PERAK DARUL RIDZUAN.

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**PART B**

**CIRCULAR TO SHAREHOLDERS**

IN RELATION TO

**PROPOSED RENEWAL OF SHARE BUY BACK AUTHORITY  
(PROPOSED SHARE BUY BACK)**

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

## DEFINITIONS

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

<b>Act</b>	:	Companies Act, 1965 as amended from time to time and any re-enactment thereof
<b>AGM</b>	:	Annual General Meeting
<b>Board</b>	:	Board of Directors of YNHP
<b>Bursa Securities Code</b>	:	Bursa Malaysia Securities Berhad (635998-W) The Malaysian Code on Take-Overs and Mergers 1998
<b>Director</b>	:	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 preceding 6 months of the date on which terms of the transaction were agreed upon, a Director of the Company or any other company which is its subsidiary or holding company, or a chief executive officer of the Company, its subsidiary or holding company.
<b>EPS</b>	:	Earnings per share
<b>Main Listing Requirements</b>	:	Bursa Malaysia Securities Berhad Main Market Listing Requirements
<b>Major Shareholder</b>	:	A person who has an interest or interests in one or more voting shares in the Company and the nominal amount of that share, or the aggregate of the nominal amounts of those shares, is: (a) 10% or more of the aggregate of the nominal amounts of all the voting shares in the Company; or (b) 5% or more of the aggregate of the nominal amounts of all the voting shares in the Company where such person is the largest shareholder of the Company. For the purpose of this definition, “interest in shares” shall have the meaning given in Section 6A of the Act; and for purposes of the Proposed Shareholders’ Mandate includes any person who is or was within the preceding 6 months of the date on which the terms of the transaction were agreed upon, a Major Shareholder of the Company or any other company which is its subsidiary or holding company.
<b>NA</b>	:	Net assets
<b>Ordinary Resolution No. 1</b>	:	The Ordinary Resolution No. 1 set out in the Notice of AGM pertaining to the Proposed Renewal of Share Buy Back Authority.
<b>Ordinary Resolution No. 2</b>	:	The Ordinary Resolution No. 2 set out in the Notice of AGM pertaining to the Proposed Renewal of Shareholders’ Mandate and New Shareholders’ Mandate for Recurrent Related Party Transactions of A Revenue or Trading Nature.
<b>Proposed Share Buy Back</b>	:	Proposed purchase by the Company of up to ten per centum (10%) of its own issued and paid-up share capital.
<b>Proposed New Shareholders’ Mandate</b>	:	Proposed New Shareholders’ Mandate for recurrent related party transactions of a revenue or trading nature.
<b>Proposed Renewal of Shareholders’ Mandate</b>	:	Proposed Renewal of existing Shareholders’ Mandate for recurrent related party transactions of a revenue or trading nature.
<b>Proposed Shareholders’ Mandate</b>	:	Proposed renewal of shareholders’ mandate and new shareholders’ mandate for recurrent related party transactions of a revenue and trading nature.
<b>RM and sen</b>	:	Ringgit Malaysia and sen respectively.
<b>Recurrent Transactions or Recurrent Related Party Transactions</b>	:	Recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations and in the ordinary course of business.
<b>Related Party(ies)</b>	:	A director, major shareholder or persons connected with such director or major shareholder.
<b>Share(s)</b>	:	Issued and paid-up ordinary shares of RM1.00 each in YNHP.
<b>Treasury Shares</b>	:	YNHP Shares which have been bought back and retained by the Company in accordance with the Companies Act 1965 as authorized by the Articles and retained in treasury.
<b>YNHP or Company</b>	:	YNH Property Bhd (561986-V)
<b>YNHP Group or the Group</b>	:	YNHP and its subsidiaries

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**YNH PROPERTY BHD** (561986-V)  
(Incorporated in Malaysia)

**Registered Office:**

55A, Medan Ipoh 1A  
Medan Ipoh Bistari  
31400 Ipoh  
Perak Darul Ridzuan  
Malaysia

30 April 2016

**Directors**

Dato' Dr. Yu Kuan Chon, DIMP, PPT, MBBS (Chairman/Executive Director)  
Dato' Yu Kuan Huat, DPMP, PMP, AMP, PPT (Managing Director)  
Dato' Robert Lim @ Lim Git Hooi, DPMP, JP (Senior Independent Non-Executive Director)  
Ching Nye Mi @ Chieng Ngie Chay (Independent Non-Executive Director)  
Ding Ming Hea (Independent Non-Executive Director)

**To the Shareholders of YNH Property Bhd**

Dear Sirs/Madam

- **PROPOSED SHARE BUY BACK**
- **PROPOSED SHAREHOLDERS' MANDATE**

**1. INTRODUCTION**

At the Thirteenth Annual General Meeting held on 30 June 2015, the Shareholders of the Company approved, inter alia, the Proposed Share Buy Back and Proposed Shareholders' Mandate. The Share Buy Back Authority from Shareholders and the said mandate shall, in accordance with the Main Listing Requirements, expire at the conclusion of the forthcoming AGM which will be held on 30 June 2016.

On 3 March 2016, the Board of Directors of the Company announced the following proposals:-

- Proposed Renewal of Share Buy Back Authority (Proposed Share Buy Back);
- Proposed Renewal of Shareholders' Mandate and New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature (Proposed Shareholders' Mandate).

The purpose of this Circular is to provide you with the details of the Proposed Share Buy Back and Proposed Shareholders' Mandate and to seek your approval for the respective Ordinary Resolution No. 1 and Ordinary Resolution No. 2 to be tabled at the forthcoming AGM.

**2. PROPOSED SHARE BUY BACK**

**2.1 Details of the Proposed Share Buy Back**

Your Directors seek shareholders' approval to purchase up to ten per centum (10%) of the Company's issued and paid-up share capital subject to compliance with the provision of the Act, the Main Listing Requirements and/or any other relevant authorities. The actual number of Shares to be purchased, the total amount of funds to be utilized as well as the timing of the Proposed Share Buy Back will be dependent on the market conditions, sentiments at the Bursa Securities, the availability of the retained profits, the share premium accounts as well as the financial resources available to YNHP Group.

All Shares to be bought back by the Company may be retained as Treasury Shares of the Company or cancelled upon purchase or a combination of both. In the event that the shares to be bought back by the Company are retained as Treasury Shares, the Company may distribute the Treasury Shares as dividend to the shareholders of YNHP or resell the Treasury Shares on the Bursa Securities. The decision of the Board on the above options will be made at appropriate time.

The authorization for the Proposed Share Buy Back will be effective immediately upon the passing of the Ordinary Resolution No. 1 at the forthcoming AGM until the earlier of:-

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

The maximum amount of funds to be allocated for the Proposed Share Buy Back will be subject to the Retained Profits and/or Share Premium Accounts of the Company. The Proposed Share Buy Back will be funded from internally generated funds and/or bank borrowings. As at 31 December 2015, the audited Retained Profits and Share Premium Account of the Company were RM156,992,102 and RM44,698,178 respectively.

The Proposed Share Buy Back is likely to reduce the working capital and cash flow of the Company, the quantum of which depends on the purchase price and the actual number of Shares purchased. However, it is not expected to have a material effect on the working capital and cash flow of its subsidiaries.

The Proposed Share Buy Back shall be executed at purchase prices not exceeding 15% above the weighted average market price of the Shares for the previous five (5) Market Days immediately prior to the purchase. The Treasury Shares arising from the Proposed Share Buy Back shall be resold at prices not less than the weighted average market price of the Shares for the previous five (5) Market Days immediately prior to the resale.

The Treasury Shares so bought back pursuant to Proposed Share Buy Back shall not be entitled to any of the right attached to the existing Shares of the Company as to voting, dividends and participation in other distribution and otherwise are suspended.

The aforesaid Treasury Shares shall not be taken into account in calculating the number or percentage of Shares or of a class of shares in the Company for any purpose including, without limiting the generality of this provision, the provisions of any law or requirement of the Articles of Association of the Company or the Main Market Listing Requirements on substantial shareholdings, takeover, notices, the requisitioning of meetings, the quorum for a meeting and the results of a vote on a resolution at a meeting.

## **2.2 Rationale and Advantage for the Proposed Share Buy Back**

The Proposed Share Buy Back if exercised, is expected to potentially benefit the Company and its shareholders as follows:

- The Company would expect to enhance the EPS of the Group (in the case where the Directors resolve to cancel the Shares so purchased and/or retain the Shares in treasury and the Treasury Shares are not subsequently resold) as the Shares purchased are not taken into account when calculating the number of shares in the Company. The increase in EPS, if any, arising from the Proposed Share Buy Back may have a positive effect on the market price of the Company's Shares. Therefore, long term and genuine investors are expected to enjoy a corresponding increase in the value of their investments in the Company;
- If the Shares bought back are kept as Treasury Shares, it will give the Directors an option to sell the Shares so purchased at a higher price and therefore make an exceptional gain for the Company. Alternatively, the Shares so purchased can be distributed as share dividend to shareholders; and

- The Company may be able to reduce any unwarranted volatility of its Shares and assist to stabilize the supply, demand and price of its Shares in the open market and thereby supporting its fundamental value of its Shares.

The Proposed Share Buy Back is not expected to have any potential material disadvantage to the Company and its shareholders as it will be exercised only after in-depth consideration of the financial resources of the YNHP Group and of the resultant impact on its shareholders. The Directors in exercising any decision on the Proposed Share Buy Back will be mindful of the interest of the Company and its shareholders.

### 2.3 Potential Disadvantage of the Proposed Share Buy Back

The Proposed Share Buy Back will, however temporarily reduce the financial resources of the Group and consequently, may result in the Group foregoing better investment opportunities that may emerge in the future. It may also result in a lower amount of cash reserves available for dividends to be declared to shareholders as funds are utilized to purchase Shares. In the light of the abovementioned, the Board will consider the interest of the Company and also the interest of the shareholders when undertaking the Proposed Share Buy Back.

However, the disadvantage is mitigated by the prospect that the financial resources of the Group may increase, if the purchased Shares held as Treasury Shares are resold at prices higher than their purchase price.

### 2.4 Effects of the Proposed Share Buy Back

#### (i) Share Capital

The Proposed Share Buy Back will have no effect on the issued and paid-up share capital of the Company if the Shares to be bought back by the Company are retained as Treasury Shares or re-sell in the open market.

For illustration purposes and assuming ten per centum (10%) of the issued and paid-up share capital of the Company as at 1 April 2016, are purchased and entirely cancelled, the Proposed Share Buy Back will have the following effects on the share capital of the Company:-

	No. of Shares	RM
Issued Capital as at 1 April 2016	441,446,129	441,446,129
Less: Number of shares to be cancelled pursuant to the Proposed Share Buy Back	44,144,613	44,144,613
Issued Capital upon completion of the Proposed Share Buy Back	397,301,516	397,301,516

#### (ii) NA

The Proposed Share Buy Back may increase or decrease the NA per share of the Company depending on the purchase price in comparison to the NA per share of the Company at the time that the purchase is made.

However, it is likely that the Proposed Share Buy Back will reduce the working capital of the Company, with the quantum depending on the purchase prices of the Company's Shares and the actual number of shares bought back.

#### (iii) EPS

Depending on the number of Shares purchased and the purchase prices of the Shares, the Proposed Share Buy Back may increase the earnings per share of the Company. Similarly, on the assumption that the Shares so purchased are treated as Treasury Shares, the extent of the effect on earnings of the Company will depend on the actual selling prices, the number of Treasury Shares resold and the effective gain or interest savings arising.



## 2.5 Directors' and Major Shareholders' Shareholdings

Based on the Register of Directors' Shareholdings and the Register of Major Shareholders as at 1 April 2016, the number of Shares held by the Directors and Major Shareholders of the Company respectively are as follows:-

	Based on Issued Capital as at 1 April 2016 of 406,057,151 Shares (after excluding 35,388,978 Treasury Shares)				Based on Pro-forma Issued Capital as at 1 April 2016 of 397,301,516 (after excluding 44,144,613 Shares being cancelled) upon completion of Proposed Shares Buy Back			
	Direct Interest	%	Indirect Interest	%	Direct Interest	%	Indirect Interest	%
<b>Name of Directors</b>								
Dato' Dr. Yu Kuan Chon, DIMP, PPT, MBBS ^	106,137,322	26.14	25,549,585 *	6.29	106,137,322	26.71	25,549,585 *	6.43
Dato' Yu Kuan Huat, DPMP, PMP, AMP, PPT^	17,456,252	4.29	109,754,400 #	27.03	17,456,252	4.39	109,754,400 #	27.62
Dato' Robert Lim @ Lim Git Hooi, DPMP, JP	967,406	0.24	-	-	967,406	0.24	-	-
Ching Nye Mi @ Chieng Ngie Chay	4,916,327	1.21	24 **	0.00	4,916,327	1.24	24 **	0.00
Ding Ming Hea	1,617,209	0.40	-	-	1,617,209	0.41	-	-
<b>Name of Major Shareholders</b>								
Dato' Dr. Yu Kuan Chon, DIMP, PPT, MBBS ^	106,137,322	26.14	25,549,585 *	6.29	106,137,322	26.71	25,549,585 *	6.43
Dato' Yu Kuan Huat, DPMP, PMP, AMP, PPT ^	17,456,252	4.29	109,754,400 #	27.03	17,456,252	4.39	109,754,400 #	27.62
Aberdeen Asset Management PLC and its subsidiaries	-	-	59,415,850 ^^	14.63	-	-	59,415,850 ^^	14.95
Mitsubishi UFJ Financial Group, Inc.	-	-	59,564,682 ##	14.67	-	-	59,564,682 ##	14.99
Aberdeen Asset Management Asia Limited	-	-	41,020,848 ##	10.10	-	-	41,020,848 ##	10.32
Aberdeen International Fund Managers Limited	-	-	22,241,832 ##	5.48	-	-	22,241,832 ##	5.60

Note

^ Dato' Dr. Yu Kuan Chon and Dato' Yu Kuan Huat are brothers.

\* Deemed interested by virtue of his interest in his spouse's interest, Dato' Yu Kuan Huat's interest, Teh Nai Sim's interest and Ling Mooi Hung's interest in YNHP.

# Deemed interested by virtue of his interest in his spouse's interest, Dato' Dr. Yu Kuan Chon's interest and Ling Mooi Hung's interest in YNHP.

\*\* Deemed interested by virtue of his interest in his spouse's interest.

^^ Deemed interest by virtue of its interest in Aberdeen Asset Management PLC and Group.

## Deemed interest by virtue of its interest in Aberdeen Asset Management PLC and its subsidiaries.

## 2.6 Public Shareholding Spread

As at 1 April 2016 the public shareholding spread of the Company was 50.69%. The public shareholding spread is expected to be reduced to 49.61% assuming the Proposed Share Buy Back is implemented in full and all the Shares so purchased are cancelled. However, the Company will ensure that prior to any share buy back exercise, the public shareholding spread of at least 25% is maintained.

## 2.7 Implication on the Code

The Board does not anticipate any implication relating to the Code even the allowed maximum amount of shares are purchased pursuant to the authority granted under the Proposed Share Buy Back.

## 2.8 Purchase of the Company's Shares in the Previous Twelve (12) Months

In the preceding twelve (12) months from 1 April 2015 to 1 April 2016, the Company has purchased a total of 12,683,300 of its own Shares which have been retained as Treasury Shares. Detail of the purchases are as follows:

Date	No. of Shares Purchased	Purchase Price per Share (RM)		Total Consideration (RM)
		Lowest	Highest	
<b>May 2015</b>				
05.05.2015	200,000	1.921	1.921	384,200.00
06.05.2015	681,100	1.929	1.929	1,314,046.00
07.05.2015	762,000	1.921	1.921	1,463,802.00
08.05.2015	768,000	1.922	1.922	1,476,019.20
11.05.2015	946,200	1.928	1.928	1,824,273.60
12.05.2015	1,008,000	1.947	1.947	1,962,475.00
13.05.2015	1,244,000	1.944	1.944	2,418,709.20
14.05.2015	369,900	1.939	1.939	717,236.10
15.05.2015	250,000	1.920	1.920	480,000.00
18.05.2015	495,000	1.934	1.934	957,330.00
19.05.2015	255,000	1.940	1.940	494,700.00
20.05.2015	188,000	1.947	1.947	366,036.00
21.05.2015	296,000	1.922	1.922	568,793.60
22.05.2015	279,000	1.934	1.934	539,586.00
25.05.2015	528,000	1.920	1.920	1,013,601.60
26.05.2015	300,000	1.917	1.917	574,980.00
27.05.1025	410,000	1.917	1.917	785,970.00
28.95.2015	422,000	1.921	1.921	810,451.00
29.05.2015	398,000	1.911	1.911	760,498.40
<b>June 2015</b>				
01.06.2015	355,000	1.929	1.929	684,795.00
02.06.2015	465,000	1.937	1.937	900,705.00
03.06.2015	585,000	1.926	1.926	1,126,710.00
04.06.2015	467,900	1.931	1.931	903,599.12
05.06.2015	631,000	1.920	1.920	1,211,520.00
08.06.2015	379,000	1.910	1.910	723,890.00
<b>September 2015</b>				
02.09.2015	100	1.750	1.750	175.00
<b>March 2016</b>				
03.03.2016	100	1.900	1.900	190.00
	<u>12,683,300</u>			<u>24,464,291.82</u>

There was no purchase of shares in the other months of 2015 and 2016.

In the preceding twelve (12) months, the highest purchase price was RM1.947, the lowest purchase price was RM1.750 and the average price was RM1.848.

The number of shares purchased and retained as treasury shares as at 1 April 2016 was 35,388,978.

## 2.9 Resale of Treasury Shares for the Previous Twelve (12) Months

As at 1 April 2016, there are 35,388,978 shares held as Treasury Shares. The Company has not made any resale of its Treasury Shares during the past twelve (12) months.

## 2.10 Cancellation of Shares for the Previous Twelve (12) Months

The Company has not made any cancellation of its own shares in the previous twelve (12) months.

## 2.11 Share Prices

The monthly highest and lowest prices of the Shares as traded on the Bursa Securities for the past twelve (12) months are as follows: -

	Highest (RM)	Lowest (RM)
<b>2015</b>		
April	2.07	1.87
May	1.99	1.90
June	2.10	1.89
July	1.94	1.80
August	1.89	1.57
September	1.94	1.74
October	1.98	1.80
November	1.92	1.84
December	1.92	1.79
<b>2016</b>		
January	1.92	1.76
February	2.10	1.82
March	2.00	1.87

*(Source: Yahoo Finance)*

The last transacted price of the Shares on the Bursa Securities on 15 April 2016, being the latest practicable date prior to the printing of this Circular was RM1.95.

## 3. PROPOSED SHAREHOLDERS' MANDATE

### 3.1 Details of the Proposed Shareholders' Mandate

Under Paragraph 10.09 of Bursa Malaysia Main Market Listing Requirements, a listed issuer may seek a shareholders' mandate in respect of related party transactions involving recurrent transactions of a revenue or trading nature which are necessary for its day-to-day operations subject to the following:-

- (i) the transactions are in the ordinary course of business and are on terms not more favourable to the related party than those generally available to the public;
- (ii) the shareholders' mandate is subject to annual renewal and disclosure is made in the annual report of the breakdown of the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year; and

- (iii) in a meeting to obtain shareholders' mandate, the interested directors, interested major shareholders and interested persons connected with a director or major shareholder and where it involves the interest of an interested person connected with a director or major shareholder, such directors or major shareholder, must not vote on the resolution approving the transactions. An interested director or interested major shareholder must also ensure that persons connected with them will abstain from voting on the resolution approving the transactions.
- (iv) an immediate announcement is made to Bursa Securities when the actual value of a Recurrent Related Party Transaction entered into by the listed issuer, exceeds the estimated value of the Recurrent Related Party Transaction disclosed in the circular by 10% or more and the announcement must include the information as may be prescribed by Bursa Securities.
- (v) issuance of Circular to Shareholders which includes the informations as may be prescribed by Bursa Securities.

The principal activity of YNHP is investment holding whilst its subsidiaries companies are mainly property development, property investment, general contracting and hotel business.

It is anticipated that YNHP Group will, in the normal course of business, enter into transactions with classes of related party set out in Section 3.2. It is likely that such transactions will occur with some degree of frequency and could arise at any time.

The Board is seeking the shareholders' approval for the Proposed Shareholders' Mandate for YNHP Group, to enter into recurrent related party transactions of a revenue and trading nature with the classes of related party set out in Section 3.2 provided such transactions are made at arm's length and on normal commercial terms of YNHP Group and are on terms not more favourable to the related party than those generally available to the public and are not to the detriment of the minority shareholders.

The Proposed Shareholders' Mandate, if approved by the Company's shareholders at the forthcoming AGM, will continue to be in force until:

- (i) the conclusion of the next AGM of YNHP to be held in the year 2017, whereby which time it will lapse, unless by a resolution passed at the general meeting, the mandate is renewed;
- (ii) the expiration of the period within which the next AGM after the date is required to be held pursuant to Section 143(1) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 143(2) of the Act); or
- (iii) revoked or varied by resolution passed by the shareholders in general meeting;

whichever is the earliest.

Approval from shareholders will be sought for the renewal of the Proposed Shareholders' Mandate at the next AGM and at each subsequent AGM of the Company, subject to satisfactory review by the Audit Committee of the Company.

Disclosure will be made in the annual reports of the Company of the aggregate value of transactions conducted pursuant to the Proposed Shareholders' Mandate for Recurrent Related Party Transactions during the financial year in which the general mandate remains in force.

### 3.2 Class, Nature and Estimated Value of the Recurrent Related Party Transactions

The Proposed Shareholders' Mandate will apply to the Recurrent Transactions with the following companies and persons:-

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Dato' Yu Kuan Huat, DPMP, PMP, AMP, PPT (YKH)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• YKH is the Managing Director and major shareholder of YNHP.	50,000,000	50,000,000	8,836,502
			15,000,000	15,000,000	4,567,758
			15,000,000	Not applicable	Not applicable
Dato' Dr. Yu Kuan Chon, DIMP, PPT, MBBS (YKC)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• YKC is the Chairman/Executive Director and major shareholder of YNHP.	50,000,000	50,000,000	36,903,850
			15,000,000	15,000,000	5,314,274
			15,000,000	Not applicable	Not applicable
Ching Nye Mi @ Chieng Ngie Chay	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• Ching Nye Mi @ Chieng Ngie Chay is the Independent Non-Executive Director of YNHP.	15,000,000	15,000,000	NIL
			2,000,000	2,000,000	NIL
			15,000,000	Not applicable	Not applicable
Ding Ming Hea (DMH)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• DMH is the Independent Non-Executive Director of YNHP.	15,000,000	15,000,000	703,383
			2,000,000	2,000,000	NIL
			15,000,000	Not applicable	Not applicable
Datin Teh Nai Sim (TNS)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• TNS is the spouse of YKH.	30,000,000	30,000,000	2,453,530
			3,000,000	3,000,000	265,867
			15,000,000	Not applicable	Not applicable
Datin Dr. Chan Sow Keng (CSK)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• Datin Dr. Chan Sow Keng is the spouse of YKC.	30,000,000	30,000,000	741,030
			3,000,000	3,000,000	564,129
			15,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Yu Chong Hua (YCH)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• YCH is the sister of YKH and YKC.	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	26,777
			15,000,000	Not applicable	Not applicable
Yu Chon Moy	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• Yu Chon Moy is the sister of YKH and YKC.	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	Not applicable	Not applicable
Yu Chon Lan (YCL)	Sales of Property (sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• YCL is the sister of YKH and YKC.	30,000,000	30,000,000	678,980
			3,000,000	3,000,000	276,623
			15,000,000	Not applicable	Not applicable
Dr. Yu Choon Sian	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• Dr. Yu Choon Sian is the sister of YKH and YKC.	15,000,000	15,000,000	NIL
			3,000,000	3,000,000	71,320
			15,000,000	Not applicable	Not applicable
Yu Choon Sing	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• Yu Choon Sing is the sister of YKH and YKC.	15,000,000	15,000,000	NIL
			3,000,000	3,000,000	25,017
			15,000,000	Not applicable	Not applicable
Dr. Yu Chong Choo	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• Dr. Yu Chong Choo is the sister of YKH and YKC.	15,000,000	15,000,000	NIL
			3,000,000	3,000,000	185,416
			15,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Dr. Yu Choon Geok	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• Dr. Yu Choon Geok is the sister of YKH and YKC.	15,000,000	15,000,000	NIL
			3,000,000	3,000,000	40,966
			15,000,000	Not applicable	Not applicable
Dr. Yu Chuan Choo	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• Dr. Yu Chuan Choo is the sister of YKH and YKC.	15,000,000	15,000,000	NIL
			3,000,000	3,000,000	40,241
			15,000,000	Not applicable	Not applicable
Yu Kai Leun (YK Leun)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• YK Leun is the son of YKH.	30,000,000	30,000,000	5,117,346
			5,000,000	5,000,000	NIL
			15,000,000	Not applicable	Not applicable
Yu Kai Liang (YK Liang)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• YK Liang is the son of YKH.	30,000,000	30,000,000	NIL
			5,000,000	5,000,000	NIL
			15,000,000	Not applicable	Not applicable
Yu Huei Jiun (YHJ)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• YHJ is the daughter of YKH.	30,000,000	30,000,000	2,997,658
			5,000,000	5,000,000	111,987
			15,000,000	Not applicable	Not applicable
Yu Huei Ying (YHY)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials	• YHY is the daughter of YKH.	30,000,000	30,000,000	NIL
			5,000,000	5,000,000	NIL
			15,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Kar Sin Hardware Sdn. Bhd. (KSH)	<ul style="list-style-type: none"> <li>* Rental of equipment and transportation charges</li> <li>Sales of Property</li> <li>* Construction works, renovation works and sales of building materials</li> <li>* Rental of Property^</li> </ul>	<ul style="list-style-type: none"> <li>• KSH is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (85% equity interest)</li> <li>(b) Ling Mooi Hung (LMH) (12.5% equity interest), who is the sister-in-law of YKH.</li> </ul> </li> <li>• YKH, YCH, YK Leun and YK Liang are the directors of KSH.</li> </ul>	30,000,000	30,000,000	3,659,229
			20,000,000	20,000,000	NIL
			15,000,000	Not applicable	Not applicable
			3,000,000	Not applicable	Not applicable
N.A.B. Holdings Sdn. Bhd. (NAB)	<ul style="list-style-type: none"> <li>Rental of equipment and transportation changes</li> <li>Sales of Property</li> <li>* Construction works, renovation works and sales of building materials</li> <li>* Rental of Property^</li> </ul>	<ul style="list-style-type: none"> <li>• NAB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (75% equity interest)</li> <li>(b) LMH (20% equity interest)</li> </ul> </li> <li>• YCH and TNS are the directors of NAB.</li> </ul>	5,000,000	5,000,000	1,607,300
			30,000,000	30,000,000	NIL
			15,000,000	Not applicable	Not applicable
			3,000,000	Not applicable	Not applicable
Yu & Associates	<ul style="list-style-type: none"> <li>Providing professional legal services</li> <li>Rental of Property received^</li> <li>* Construction works, renovation works and sales of building materials</li> </ul>	<ul style="list-style-type: none"> <li>• YCL is the sole proprietor of Yu &amp; Associates.</li> </ul>	15,000,000	15,000,000	2,007,704
			3,000,000	3,000,000	36,000
			15,000,000	Not applicable	Not applicable
Kar Sin Ready Mix Sdn. Bhd. (KSRM)	<ul style="list-style-type: none"> <li>Supply of ready mixed concrete and related construction materials</li> <li>Rental of Land^</li> <li>* Rental of equipment and transportation charges</li> <li>Sales of Property</li> <li>* Construction works, renovation works and sales of building materials</li> </ul>	<ul style="list-style-type: none"> <li>• KSRM is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% equity interest)</li> <li>(b) YKC (50% equity interest)</li> </ul> </li> <li>• YKH, YCH, YHJ and YHY are the directors of KSRM.</li> </ul>	50,000,000	50,000,000	4,229,600
			2,000,000	2,000,000	53,000
			5,000,000	5,000,000	NIL
			30,000,000	30,000,000	NIL
			15,000,000	Not applicable	Not applicable
Nor Ding & Co.	<ul style="list-style-type: none"> <li>Providing professional legal services</li> <li>Sales of Property</li> <li>* Construction works, renovation works and sales of building materials</li> </ul>	<ul style="list-style-type: none"> <li>• DMH is the managing partner of Nor Ding &amp; Co.</li> </ul>	3,000,000	3,000,000	582,090
			5,000,000	5,000,000	NIL
			15,000,000	Not applicable	Not applicable
Various Promotion Sdn. Bhd. (VPSB)	<ul style="list-style-type: none"> <li>Purchase of tools and building materials</li> <li>Sales of Property</li> <li>Rental of Property^</li> <li>* Construction works, renovation works and sales of building materials</li> <li>* Rental of equipment and transportation charges</li> </ul>	<ul style="list-style-type: none"> <li>• VPSB is owned by:               <ul style="list-style-type: none"> <li>(a) TNS (50% equity interest)</li> <li>(b) YCH (50% equity interest)</li> </ul> </li> <li>• TNS and YCH are the directors of VPSB.</li> </ul>	5,000,000	5,000,000	604,476
			30,000,000	30,000,000	NIL
			2,000,000	2,000,000	NIL
			15,000,000	Not applicable	Not applicable
			5,000,000	Not applicable	Not applicable



Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Good Intensive Sdn. Bhd. (GISB)	Sales of Property (Sub-divided land, commercial and residential unit)	<ul style="list-style-type: none"> <li>LMH owned 70% equity interest in GISB.</li> <li>LMH is a director of GISB.</li> </ul>	50,000,000	50,000,000	NIL
	Rental of Property^		3,000,000	3,000,000	373,491
	* Construction works, renovation works and sales of building materials		15,000,000	15,000,000	NIL
	* Rental of equipment and transportation charges		5,000,000	Not applicable	Not applicable
Halim & Yu Sdn. Bhd. (HYSB)	Sales of Property (Sub-divided land, commercial and residential unit)	<ul style="list-style-type: none"> <li>HYSB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% equity interest).</li> <li>(b) TNS (50% equity interest).</li> </ul> </li> <li>YKH and TNS are the directors of HYSB.</li> </ul>	30,000,000	30,000,000	2,040,000
	Rental of Property^		5,000,000	5,000,000	NIL
	* Construction works, renovation works and sales of building materials		15,000,000	15,000,000	192,064
	* Rental of equipment and transportation charges		5,000,000	Not applicable	Not applicable
Mutual Boundary Sdn. Bhd. (MBSB)	Sales of Property (Sub-divided land, commercial and residential unit)	<ul style="list-style-type: none"> <li>MBSB is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest).</li> <li>(b) YK Liang (50% of equity interest).</li> </ul> </li> <li>YK Leun and YK Liang are the directors of MBSB.</li> </ul>	30,000,000	30,000,000	NIL
	Rental of Property^		3,000,000	3,000,000	82,595
	* Construction works, renovation works and sales of building materials		15,000,000	15,000,000	157,503
	* Rental of equipment and transportation charges		5,000,000	Not applicable	Not applicable
Actual Future Sdn. Bhd. (AFSB)	Sales of Property (Sub-divided land, commercial and residential unit)	<ul style="list-style-type: none"> <li>AFSB is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest).</li> <li>(b) YK Liang (50% of equity interest).</li> </ul> </li> <li>YK Leun and YK Liang are the directors of AFSB.</li> </ul>	30,000,000	30,000,000	NIL
	Rental of Property^		3,000,000	3,000,000	61,246
	* Construction works, renovation works and sales of building materials		15,000,000	15,000,000	NIL
	* Rental of equipment and transportation charges		5,000,000	Not applicable	Not applicable
Rapid F & B Sdn. Bhd. (Rapid F & B)	Sale of Property (Sub-divided land, commercial and residential unit)	<ul style="list-style-type: none"> <li>Rapid F &amp; B is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (60% of equity interest).</li> <li>(b) YK Liang (40% of equity interest).</li> </ul> </li> <li>YK Leun and YK Liang are the directors of Rapid F &amp; B.</li> </ul>	30,000,000	30,000,000	NIL
	Rental of Property^		3,000,000	3,000,000	NIL
	* Construction works, renovation works and sales of building materials		15,000,000	15,000,000	NIL
	* Rental of equipment and transportation charges		5,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Pearl Total Sdn. Bhd. (PTSB)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>PTSB is owned by:               <ul style="list-style-type: none"> <li>(a) YHJ (50% of equity interest).</li> <li>(b) YHY (50% of equity interest).</li> </ul> </li> <li>YHJ and YHY are the directors of PTSB.</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	55,305
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Rapid Synergy Bhd (RSB)	Rental of Property^ * Construction works, renovation works and sales of building materials Sales of Property * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>YKC is Non-Independent and Non-Executive Director of RSB</li> <li>YKH is an Alternate Director to YKC in RSB</li> <li>DMH is Independent Non-Executive Director of RSB</li> <li>YKC and YKH are major shareholders in RSB</li> </ul>	5,000,000	5,000,000	222,353
			15,000,000	Not applicable	Not applicable
			50,000,000	50,000,000	NIL
			5,000,000	Not applicable	Not applicable
Rapid Retail Sdn. Bhd. (RRSB)	Rental of Property^ * Construction works, renovation works and sales of building materials Sales of Property * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>RRSB is a wholly owned subsidiary of RSB</li> <li>YKC is a Director of RRSB</li> </ul>	5,000,000	5,000,000	NIL
			15,000,000	Not applicable	Not applicable
			50,000,000	50,000,000	NIL
			5,000,000	Not applicable	Not applicable
Good Variety Sdn. Bhd. (GVSB)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>GVSB is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest).</li> <li>(b) YHJ (50% of equity interest).</li> </ul> </li> <li>YK Leun and YHJ are directors of GVSB.</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Blue Ocean Energy Sdn Bhd (BOE)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>BOE is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest).</li> <li>(b) YK Liang (50% of equity interest).</li> </ul> </li> <li>YK Leun and YK Liang are directors of BOE.</li> </ul>	50,000,000	50,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Kar Sin Estate Sdn Bhd (KSE)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KSE is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest).</li> <li>(b) YK Liang (50% of equity interest).</li> </ul> </li> <li>YK Leun and YK Liang are directors of KSE.</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Land Sdn Bhd (KSL)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KSL is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest).</li> <li>(b) YK Liang (50% of equity interest).</li> </ul> </li> <li>YK Leun and YK Liang are directors of KSL.</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Property Sdn Bhd (KSP)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KSP is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest).</li> <li>(b) YK Liang (50% of equity interest).</li> </ul> </li> <li>YK Leun and YK Liang are directors of KSP.</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	19,720
			5,000,000	Not applicable	Not applicable
Kar Sin One Sdn Bhd (KSO)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KSO is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest).</li> <li>(b) YK Liang (50% of equity interest).</li> </ul> </li> <li>YK Leun and YK Liang are directors of KSO.</li> </ul>	30,000,000	30,000,000	2,929,000
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Ace Sdn Bhd (KSA)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KSA is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest).</li> <li>(b) YK Liang (50% of equity interest).</li> </ul> </li> <li>YK Leun and YK Liang are directors of KSA.</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Arena Innovasi Sdn Bhd (AISB)	Sale of Property (Sub-divided land, commercial and residential unit) Rental of Property^ Joint-Venture Business (Profit sharing) * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>AISB is wholly owned subsidiary of Perumahan Manjung Sdn. Bhd. (PMSB)</li> <li>PMSB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (46.25% of equity interest)</li> <li>(b) YKC (46.25% of equity interest)</li> <li>(c) LMH (5.63% of equity interest)</li> </ul> </li> <li>TNS and YCH are directors of AISB</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			30,000,000	30,000,000	1,328,100
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Growth Sdn Bhd (KSG)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KSG is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest).</li> <li>(b) YK Liang (50% of equity interest).</li> </ul> </li> <li>YK Leun and YK Liang are directors of KSG.</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin City Sdn Bhd (KSC)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KSC is owned by:               <ul style="list-style-type: none"> <li>(a) YHJ (50% of equity interest).</li> <li>(b) YHY (50% of equity interest).</li> </ul> </li> <li>YHJ and YHY are directors of KSC.</li> </ul>	30,000,000	30,000,000	4,601,330
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Premium Sdn Bhd (KSPSB)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KSPSB is owned by:               <ul style="list-style-type: none"> <li>(a) YHJ (50% of equity interest).</li> <li>(b) YHY (50% of equity interest).</li> </ul> </li> <li>YHJ and YHY are directors of KSPSB.</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Image Sdn Bhd (KS Image)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Image is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) TNS (50% of equity interest)</li> </ul> </li> <li>YKH and TNS are directors of KS Image</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Kar Sin Bright Sdn Bhd (KS Bright)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Bright is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) TNS (50% of equity interest)</li> </ul> </li> <li>YKH and TNS are directors of KS Bright</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Delight Sdn Bhd (KS Delight)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Delight is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) TNS (50% of equity interest)</li> </ul> </li> <li>YKH and TNS are directors of KS Delight</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Perfect Sdn Bhd (KS Perfect)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Perfect is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) TNS (50% of equity interest)</li> </ul> </li> <li>YKH and TNS are directors of KS Perfect</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Chyne Resort Sdn Bhd (CRSB)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>CRSB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) TNS (50% of equity interest)</li> </ul> </li> <li>YKH and TNS are directors of CRSB</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Carole House Sdn Bhd (CHSB)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>CHSB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) TNS (50% of equity interest)</li> </ul> </li> <li>YKH and TNS are directors of CHSB</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Lafayette Resort Sdn Bhd (LRSB)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>LRSB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) TNS (50% of equity interest)</li> </ul> </li> <li>YKH and TNS are directors of LRSB</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Elit Jernih Sdn Bhd (EJSB)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>EJSB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) TNS (50% of equity interest)</li> </ul> </li> <li>YKH and TNS are directors of EJSB</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Power Sdn Bhd (KS Power)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Power is owned by:               <ul style="list-style-type: none"> <li>(a) YKC (50% of equity interest)</li> <li>(b) CSK (50% of equity interest)</li> </ul> </li> <li>YKC and CSK are directors of KS Power</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Target Sdn Bhd (KS Target)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Target is owned by:               <ul style="list-style-type: none"> <li>(a) YKC (50% of equity interest)</li> <li>(b) CSK (50% of equity interest)</li> </ul> </li> <li>YKC and CSK are directors of KS Target</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Eleventh Avenue Sdn Bhd (EASB)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>EASB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) YKC (50% of equity interest)</li> </ul> </li> <li>YKH and YKC are directors of EASB</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Regal Target Sdn Bhd (RTSB)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>RTSB is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest)</li> <li>(b) YK Liang (50% of equity interest)</li> </ul> </li> <li>YK Leun and YK Liang are directors of RTSB</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Focus Sdn Bhd (KS Focus)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Focus is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest)</li> <li>(b) YK Liang (50% of equity interest)</li> </ul> </li> <li>YK Leun and YK Liang are directors of KS Focus</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Fame Sdn Bhd (KS Fame)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Fame is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest)</li> <li>(b) YK Liang (50% of equity interest)</li> </ul> </li> <li>YK Leun and YK Liang are directors of KS Fame</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Square Sdn Bhd (KS Square)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Square is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest)</li> <li>(b) YK Liang (50% of equity interest)</li> </ul> </li> <li>YK Leun and YK Liang are directors of KS Square</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Kar Sin Dream Sdn Bhd (KS Dream)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Dream is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest)</li> <li>(b) YK Liang (50% of equity interest)</li> </ul> </li> <li>YK Leun and YK Liang are directors of KS Dream</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Kar Sin Success Sdn Bhd (KS Success)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>KS Success is owned by:               <ul style="list-style-type: none"> <li>(a) YK Leun (50% of equity interest)</li> <li>(b) YK Liang (50% of equity interest)</li> </ul> </li> <li>YK Leun and YK Liang are directors of KS Success</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Resort Legacy Sdn Bhd (RLSB)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>RLSB is owned by:               <ul style="list-style-type: none"> <li>(a) YHJ (50% of equity interest)</li> <li>(b) YHY (50% of equity interest)</li> </ul> </li> <li>YHJ and YHY are directors of RLSB</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Tropical Lake View Sdn Bhd (TLV)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>TLV is owned by:               <ul style="list-style-type: none"> <li>(a) YHJ (50% of equity interest)</li> <li>(b) YHY (50% of equity interest)</li> </ul> </li> <li>YHJ and YHY are directors of TLV</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable
Six Pack Fitness Center Sdn Bhd (SPFC)	Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>YKH owned 50% of equity interest in SPFC</li> <li>YKH is a director of SPFC</li> </ul>	3,000,000	3,000,000	252,000
			15,000,000	15,000,000	37,992
			5,000,000	Not applicable	Not applicable
United Allied Commerce Sdn Bhd (UAC)	Sales of Property (Sub-divided land, commercial and residential unit) Rental of Property^ * Construction works, renovation works and sales of building materials * Rental of equipment and transportation charges	<ul style="list-style-type: none"> <li>UAC is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) YK Leun (20% of equity interest)</li> </ul> </li> <li>YKH and YK Leun are directors of UAC</li> </ul>	30,000,000	30,000,000	NIL
			3,000,000	3,000,000	NIL
			15,000,000	15,000,000	NIL
			5,000,000	Not applicable	Not applicable



Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Rantau Juara Sdn Bhd (RJSB)	Sales of Property (Sub-divided land, commercial and residential unit)	<ul style="list-style-type: none"> <li>RJSB is a wholly owned subsidiary of UAC</li> <li>YKH and YK Leun are directors of RJSB</li> </ul>	30,000,000	30,000,000	NIL
	Rental of Property^		3,000,000	3,000,000	NIL
	* Construction works, renovation works and sales of building materials		15,000,000	15,000,000	NIL
	* Rental of equipment and transportation charges		5,000,000	Not applicable	Not applicable
Leonard Tan Tong Loong (Leonard)	Sales of Property (Sub-divided land, commercial and residential unit)	Leonard Tan Tong Loong is the son-in-law of YKH	30,000,000	30,000,000	568,000
	Rental of Property^		3,000,000	3,000,000	50,427
	* Construction works, renovation works and sales of building materials		15,000,000	15,000,000	NIL
	* Rental of equipment and transportation charges		5,000,000	Not applicable	Not applicable
Caldera Construction Sdn Bhd (CCSB)	Sales of Property (Sub-divided land, commercial and residential unit)	<ul style="list-style-type: none"> <li>CCSB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) Leonard (50% of equity interest)</li> </ul> </li> <li>YKH and Leonard are directors of CCSB</li> </ul>	30,000,000	30,000,000	NIL
	Rental of Property^		3,000,000	3,000,000	NIL
	Rental of Machinery		5,000,000	5,000,000	NIL
	* Construction works, renovation works and sales of building materials		15,000,000	15,000,000	NIL
* Rental of equipment and transportation charges	5,000,000	Not applicable	Not applicable		
Caldera Machinery Sdn Bhd (CMSB)	Sales of Property (Sub-divided land, commercial and residential unit)	<ul style="list-style-type: none"> <li>CMSB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) Leonard (50% of equity interest)</li> </ul> </li> <li>YKH and Leonard are directors of CMSB</li> </ul>	30,000,000	30,000,000	NIL
	Rental of Property^		3,000,000	3,000,000	NIL
	* Construction works, renovation works and sales of building materials		15,000,000	15,000,000	NIL
	* Rental of equipment and transportation charges		5,000,000	Not applicable	Not applicable

Related Party	Nature of transactions with YNHP Group	Nature of relationship between YNHP Group and the Related Party	Estimated value of transactions from this AGM to next AGM and is subject to change (RM)	Estimated value as disclosed in the Circular to Shareholders dated 29 May 2015 (RM)	Actual value transacted from 30 June 2015 to 1 April 2016 (RM)
Simbolik Tuah Sdn Bhd (STSB)	* Sales of Property (Sub-divided land, commercial and residential unit)	<ul style="list-style-type: none"> <li>• STSB is owned by:               <ul style="list-style-type: none"> <li>(a) YKH (50% of equity interest)</li> <li>(b) YKC (50% of equity interest)</li> </ul> </li> <li>• YKH and YKC are directors of STSB</li> </ul>	30,000,000	Not applicable	Not applicable
	* Rental of Property <sup>^</sup>		3,000,000	Not applicable	Not applicable
	* Construction works, renovation works and sales of building materials		15,000,000	Not applicable	Not applicable
	* Rental of equipment and transportation charges		5,000,000	Not applicable	Not applicable
Zillion Gain Sdn Bhd (ZGSB)	* Sales of Property (Sub-divided land, commercial and residential unit)	<ul style="list-style-type: none"> <li>• ZGSB is owned by:               <ul style="list-style-type: none"> <li>(a) YKC (50% of equity interest)</li> <li>(b) YKHC (50% of equity interest)</li> </ul> </li> <li>• YKC and TNS are directors of ZGSB</li> </ul>	15,000,000	Not applicable	Not applicable
	* Rental of Property <sup>^</sup>		3,000,000	Not applicable	Not applicable
	* Construction works, renovation works and sales of building materials		50,000,000	Not applicable	Not applicable
	* Rental of equipment and transportation charges		10,000,000	Not applicable	Not applicable

\* New Recurrent Transaction which will be covered in the Proposed New Shareholders' Mandate.

<sup>^</sup> Tenancies are for terms not exceeding 3 years with rentals payable on monthly basis.

None of the Actual Value of the Transactions has exceeded the Estimated Value by 10% or more

The Recurrent Related Party Transaction in respect of the Sales of Property are subject to the percentage ratio not exceeding 10% as per paragraph 3.3 (a), Practice Note 12.

### **3.3 Amounts due and owing by Related Parties**

As at end of financial year ended 31 December 2015, there is no amount due and owing by the related party to YNHP Group under the Recurrent Related Party Transactions which have exceeded the credit term.

### **3.4 Rationale and Benefits for the Proposed Shareholders' Mandate**

The Recurrent Related Party Transactions entered or to be entered into by YNHP Group are all in the ordinary course of business. They are recurring transactions of a revenue or trading nature which are likely to occur with some degree of frequency and arise at any time and from time to time. These transactions 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 to case basis before entering into such Recurrent Related Party Transactions. As such, the Board is seeking shareholders' mandate pursuant to Paragraph 10.09 of Bursa Malaysia Main Market Listing Requirements for the Recurrent Related Party Transactions described above to allow YNHP Group to enter into such recurrent transactions. The Proposed Shareholders' Mandate would also reduce substantial administrative time, inconvenience and expenses of having to frequently convene a separate general meeting for approval of each transaction while still maintaining the objective of keeping shareholders informed of the extent of Recurrent Related Party Transactions occurring within YNHP Group.

YNHP Group have a long standing business relationship with the related parties. The Board of YNHP is of the view that the close co-operation and strong working relationship that exist between YNHP Group and various related parties have over the years enabled YNHP Group to benefit from better service and attention that may not otherwise be derived from third parties. These close relationships have allowed for better control of supplies, quality and timeliness of completion of work done or services rendered.

### **3.5 Review Procedures for the Recurrent Transactions**

To ensure that such Recurrent Related Party Transactions are conducted at arm's length and on normal commercial terms consistent with the YNHP Group's usual business practices and policies and on terms not more favourable to the related party than those generally available to the public and are not to the detriment of the minority shareholders, the management of YNHP will ensure that the transactions with the related party will only be entered into after taking into consideration the pricing, level of service and quality of product.

The review and disclosure procedures shall include the following:-

- (i) the Related Parties, interested directors and persons connected will be advised that they are subject to the shareholders' mandate and will also be advised of the review and disclosure procedures;
- (ii) records of Recurrent Related Party Transactions will be made available by the management of YNHP to the external auditors, internal auditors and Audit Committee for their review;
- (iii) the external auditors of YNHP Group will review Recurrent Related Party Transactions of a revenue or trading nature as part of the audit programme and report their findings to the Audit Committee;
- (iv) the internal auditors of the YNHP Group will review Recurrent Related Party Transactions of a revenue and trading nature as part of the internal audit programme;
- (v) the management of YNHP will ensure that the Recurrent Related Party Transactions are only entered into after taking into consideration the pricing and level of quality and services rendered. The transaction prices, terms and conditions shall be determined by market forces under similar commercial terms for transactions with third parties;

- (vi) the Audit Committee will review the Recurrent Related Party Transactions and provide a statement that it has reviewed and is satisfied with the review procedures to the extent that the procedures are relevant and sufficient to ensure that such Recurrent Related Party Transactions will be carried out at arm's length and on normal commercial terms which are no more favourable to the Related Party than those generally available to the public and will not be prejudicial to the shareholders;
- (vii) where any director has an interest (direct or indirect) in any Recurrent Related Party Transactions, such director (or his alternate) shall abstain from voting on the matter. Where any member of the Audit Committee is interested in any transaction, that member shall abstain from voting on any matter relating to any decisions to be taken by the Audit Committee with respect to such transactions;
- (viii) disclosure will be made in the annual report of the Company of the aggregate value of transactions conducted pursuant to the Proposed Shareholders' Mandate during the financial year. Disclosure will also be made in the annual reports for the subsequent financial years during which the shareholders' mandate remains in force;
- (ix) at least 2 other contemporaneous transactions with unrelated third parties for similar products/services and/or quantities will be used as comparison, wherever possible, 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. Where quotations or comparative pricing from unrelated third parties cannot be obtained, the transaction price will be reviewed by the YNHP Group to ensure that the Recurrent Related Party Transaction is not detrimental to the Group; and
- (x) there are no thresholds for approval of Recurrent Related Party Transactions as all the transactions will be reviewed and approved by executive directors and/or senior management.

### 3.6 Statement by Audit Committee

The Audit Committee has the overall responsibility of determining whether the procedures for reviewing all Recurrent Related Party Transactions are appropriate. The Audit Committee also has the authority to delegate this responsibility to such individuals within the Company as it shall deem fit. The Audit Committee will review and ascertain whether the procedures established to monitor Recurrent Related Party Transactions have been complied with at least once a year. If it is determined that the procedures stated in Section 3.5 are inadequate to ensure that (i) the Recurrent Related Party Transactions will be conducted at arm's length and on normal commercial terms and (ii) such transactions are not prejudicial to the interest of the shareholders, the Company will obtain a fresh shareholders' mandate based on the new procedures.

The Audit Committee shall also 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.

The Audit Committee of the Company has reviewed the terms of the Proposed Shareholders' Mandate and is satisfied that the procedures for Recurrent Related Party Transactions, as well as the annual reviews by the Audit Committee in relation thereto, are sufficient to ensure that Recurrent Related Party Transactions will be made at arm's length and in accordance with YNHP Group's normal commercial terms, not more favourable to the related parties than those generally available to the public and hence, will not be detrimental to the minority shareholders or disadvantageous to YNHP.

The YNHP Group has in place adequate procedures and processes to monitor, track and identify Recurrent Related Party Transactions in a timely and orderly manner, and such procedures and processes are reviewed on a yearly basis or whenever the need arises.

4. **CONDITIONS OF THE PROPOSALS**

4.1 **Proposed Share Buy Back**

The Proposed Share Buy Back is conditional upon approval being obtained from the shareholders of the Company at the forthcoming AGM and is subject to annual renewal.

4.2 **Proposed Shareholders' Mandate**

The Proposed Shareholders' Mandate is conditional upon approval obtained from the shareholders of the Company at the forthcoming AGM and is subject to annual renewal.

5. **DIRECTORS AND MAJOR SHAREHOLDERS' INTERESTS**

5.1 **Proposed Share Buy Back**

None of the Directors or Major Shareholders of the Company or Persons Connected have any interest in the Proposed Share Buy Back and the resale of Treasury Shares, if any.

## 5.2 Proposed Shareholders' Mandate

Based on the Register of Directors' Shareholdings and the Register of Major Shareholders as at 1 April 2016, the Direct and Indirect Interests of the interested Directors and interested Major Shareholders and Persons Connected to them are as follows:-

Based on Issued Capital as at 1 April 2016 of 406,057,151 Shares (after excluding 35,388,978 Treasury Shares)						
Name of Directors	Direct Interest		Indirect Interest		Total Interest	
	(A)	%	(B)	%	(A+B)	%
Dato' Dr. Yu Kuan Chon, DIMP, PPT, MBBS (1)	106,137,322	26.14	25,549,585 (5)	6.29	131,686,907	32.47
Dato' Yu Kuan Huat, DPMP, PMP, AMP, PPT (1)	17,456,252	4.29	109,754,400 (6)	27.03	127,210,652	31.32
Ding Ming Hea	1,617,209	0.40	-	-	1,617,209	0.40
Ching Nye Mi @ Chieng Ngie Chay	4,916,327	1.21	24 (7)	0.00	4,916,351	1.21
Name of Major Shareholders	Direct Interest		Indirect Interest		Total Interest	
Dato' Dr. Yu Kuan Chon, DIMP, PPT, MBBS (1)	106,137,322	26.14	25,549,585 (5)	6.29	131,686,907	32.47
Dato' Yu Kuan Huat, DPMP, PMP, AMP, PPT (1)	17,456,252	4.29	109,754,400 (6)	27.03	127,210,652	31.32
Name of Persons Connected						
Yu Kuan Seng Deceased (1)	2	0.00	-	-	2	0.00
Datin Teh Nai Sim (2)	2,455,315	0.60	-	-	2,455,315	0.60
Ling Mooi Hung (3)	1,161,763	0.29	-	-	1,161,763	0.29
Datin Chan Sow Keng (4)	4,476,255	0.10	-	-	4,476,255	0.10
Yu Chong Hua (1)	455,966	0.11	-	-	455,966	0.11
Yu Chon Lan (1)	178,308	0.04	-	-	178,308	0.04
Yu Chong Choo (1)	123,175	0.03	-	-	123,175	0.03
Yu Chon Moy (1)	20,996	0.01	-	-	20,996	0.01
Yu Chuan Choo (1)	127,755	0.03	-	-	127,755	0.03
Yu Choon Sian (1)	308,386	0.08	-	-	308,386	0.08
Yu Choon Geok (1)	33,304	0.01	-	-	33,304	0.01
Yu Kai Leun (8)	-	-	-	-	-	-
Yu Kai Liang (8)	-	-	-	-	-	-
Yu Huei Jiun (9)	-	-	-	-	-	-
Yu Huei Ying (9)	-	-	-	-	-	-
Leonard Tan Tong Loong (10)	23,042	0.01	-	-	23,042	0.01

### Note

- Dato' Dr. Yu Kuan Chon, Dato' Yu Kuan Huat, Yu Kuan Seng Deceased, Yu Chong Hua, Yu Chon Lan, Yu Chong Choo, Yu Chon Moy, Yu Chuan Choo, Yu Choon Sian and Yu Choon Geok are siblings.
- Datin Teh Nai Sim is the spouse of Dato' Yu Kuan Huat.
- Ling Mooi Hung is the spouse of Yu Kuan Seng Deceased.
- Datin Chan Sow Keng is the spouse of Dato' Dr. Yu Kuan Chon.
- Deemed interested by virtue of his interest in his spouse's interest, Dato' Yu Kuan Huat's interest, Datin Teh Nai Sim's interest and Ling Mooi Hung's interest in YNHP.
- Deemed interested by virtue of his interest in his spouse's interest, Dato' Dr. Yu Kuan Chon's interest and Ling Mooi Hung's interest in YNHP.
- Deemed interest by virtue of his interest in his spouse's interest.
- Yu Kai Leun and Yu Kai Liang are the sons of Dato' Yu Kuan Huat.
- Yu Huei Jiun and Yu Huei Ying are the daughters of Dato' Yu Kuan Huat.
- Leonard Tan Tong Loong is the son-in-law of Dato' Yu Kuan Huat.

The interested parties in the Proposed Shareholders' Mandate are as set out in Section 3.2 of this Circular.

The interested Directors have abstained and will continue to abstain from Board deliberations and voting pertaining to the Proposed Shareholders' Mandate.

The interested Directors, interested Major Shareholders and/or Persons Connected with them (as disclosed above), which have any interest, direct or indirect, in YNHP, will also abstain from voting in respect of their direct and/or indirect shareholdings on the resolution pertaining to the Proposed Shareholders' Mandate at the forthcoming AGM.

The interested Directors and/or interested Major Shareholders (as disclosed above) will undertake to ensure that Persons Connected with them will abstain from voting on the resolution pertaining to the Proposed Shareholders' Mandate at the forthcoming AGM in respect of their direct and/or indirect shareholdings, if any.

Save as aforesaid, none of the other Directors or Major Shareholders of YNHP and its subsidiaries companies or Persons Connected to these parties have any interest, direct or indirect, in the Proposed Shareholders' Mandate.

## 6. DIRECTORS' RECOMMENDATION

Having considered all aspects of the Proposed Share Buy Back and Proposed Shareholders' Mandate, the Directors (save for the Interested Directors, Dato' Dr Yu Kuan Chon, Dato' Yu Kuan Huat, Ding Ming Hea and Ching Nye Mi @ Chieng Ngie Chay who have abstained from giving their opinion and making any recommendation to the Proposed Shareholders' Mandate) are of the opinion that the Proposed Share Buy Back and Proposed Shareholders' Mandate are in the best interests of the shareholders and the Company and recommend that you vote in favour of the Resolutions pertaining to the Proposed Share Buy Back and Proposed Shareholders' Mandate to be tabled at the forthcoming AGM.

## 7. AGM

The Notice convening the AGM that contains the Ordinary Resolution No. 1 and Ordinary Resolution No. 2 pertaining to the Proposed Share Buy Back and Proposed Shareholders' Mandate respectively together with the Form of Proxy are enclosed herein.

## 8. FURTHER INFORMATION

Shareholders are requested to refer to the attached Appendix I for further information.

Yours faithfully  
For and on behalf of the Board  
**YNH PROPERTY BHD**

**Dato' Robert Lim @ Lim Git Hooi**, DPMP, JP  
*Senior Independent Non-Executive Director*

**FURTHER INFORMATION**

**1. DIRECTORS' RESPONSIBILITY**

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

**2. MATERIAL LITIGATION, CLAIMS OR ARBITRATION**

Neither YNHP nor its subsidiaries are engaged in any material litigation, claims or arbitration either as a plaintiff or defendant as at the date of this Circular and the Directors of YNHP do not have any knowledge of any proceedings, pending or threatened against YNHP and its subsidiaries, or of any fact likely to give rise to any proceedings which might materially affect the position or business of the Group.

**3. MATERIAL CONTRACTS AND AGREEMENTS**

There were no material contracts (not being contracts entered into in the ordinary course of business), entered into by neither YNHP nor any of its subsidiary companies within the two (2) years immediately preceding the date of this Circular.

**4. DOCUMENTS FOR INSPECTION**

Copies of the following documents are available for inspection at the Registered Office of the Company at 55A, Medan Ipoh 1A, Medan Ipoh Bistari, 31400 Ipoh, Perak Darul Ridzuan following the date of this Circular from Mondays to Fridays (except Public Holidays) during business hours up to and including the date of the AGM.

- i) the Memorandum and Articles of Association of YNHP; and
- ii) the audited financial statements of YNHP for the past two (2) financial years ended 31 December 2014 and 31 December 2015.