

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

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

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Bursa Securities has not perused this Circular prior to its issuance as it is an exempt document pursuant to the provisions of Practice Note 18 of the Main Market Listing Requirements of Bursa Securities.



**GRAND HOOVER BERHAD**  
[Registration No. 197101000134 (10493-P)]  
(Incorporated in Malaysia)

**CIRCULAR TO SHAREHOLDERS**

*in relation to the*

**PROPOSED CHANGE OF THE COMPANY'S NAME FROM "GRAND HOOVER BERHAD" TO "PTT SYNERGY GROUP BERHAD"**

**AND**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

The resolution in respect of the above proposal will be tabled at the Extraordinary General Meeting ("**EGM**") of the Company, which is scheduled to be held at Courtyard, Space U8, No. 6, Persiaran Pasak Bumi, Taman Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan on Tuesday, 28 December 2021 at 10:30 a.m. or immediately upon the conclusion of the Fiftieth Annual General Meeting of the Company to be held at 9:00 a.m. on the same day, whichever is later, or any adjournment thereof. The Notice and Form of Proxy are enclosed in this Circular.

The Form of Proxy must be completed and deposited at the Company's Registered Office at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not later than forty-eight (48) hours before the time set for holding the EGM. The lodging of the Form of Proxy will not preclude you from attending, participating, speaking, and voting in person at the EGM should you subsequently wish to do so.

|   |  |
|---|--|
| <b>Date and time of the EGM</b>                         | : Tuesday, 28 December 2021 at 10:30 a.m. or immediately upon the conclusion of the Fiftieth Annual General Meeting of the Company to be held at 9:00 a.m. on the same day, whichever is later |
| <b>Last date and time for lodging the Form of Proxy</b> | : Sunday, 26 December 2021 at 10:30 a.m.   |

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## DEFINITIONS

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For the purpose of this Circular, except where the context otherwise requires, the following definitions shall apply:-

|                           |   |  |
|---------------------------|---|--|
| “Act”                     | – | Companies Act 2016, as amended from time to time and any re-enactment thereof                  |
| “Board”                   | – | Board of Directors of GHB  |
| “Bursa Securities”        | – | Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]                    |
| “Circular”                | – | Circular to Shareholders dated 6 December 2021   |
| “Director(s)”             | – | Director(s) of GHB   |
| “EGM”                     | – | Extraordinary General Meeting  |
| “GHB” or “Company”        | – | Grand Hoover Berhad [Registration No. 197101000134 (10493-P)]                                  |
| “GHB Group” or “Group”    | – | Collectively, GHB and its subsidiaries   |
| “LPD”                     | – | 15 November 2021, being the latest practicable date prior to the printing of this Circular     |
| “Proposed Change of Name” | – | Proposed change of the Company’s name from “Grand Hoover Berhad” to “PTT Synergy Group Berhad” |
| “Special Resolution”      | - | Special Resolution as set out in the Notice of the EGM   |

Words denoting the singular shall, where applicable, include the plural and vice versa. Words denoting the masculine gender shall, where applicable, include the feminine and/or neuter genders and vice versa. Reference to persons shall include corporations.

Any reference to any enactment in this Circular is a reference to that enactment as for the time being amended or re-enacted.

Any reference to a time of day shall be a reference to Malaysian time unless otherwise stated.

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## **CONTENTS**

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### **PROPOSED CHANGE OF NAME**

|   | <b>PAGE</b> |
|---|-------------|
| <b>LETTER TO THE SHAREHOLDERS OF GHB CONTAINING:-</b>                                 |             |
| 1.0 INTRODUCTION  | 1           |
| 2.0 DETAILS OF THE PROPOSED CHANGE OF NAME  | 1           |
| 3.0 RATIONALE OF THE PROPOSED CHANGE OF NAME  | 2           |
| 4.0 INTERESTS OF THE DIRECTORS, MAJOR SHAREHOLDER(S) AND/OR PERSONS CONNECTED TO THEM | 2           |
| 5.0 EFFECTS OF THE PROPOSED CHANGE OF NAME  | 2           |
| 6.0 APPROVAL REQUIRED   | 2           |
| 7.0 DIRECTORS' RECOMMENDATION   | 2           |
| 8.0 EGM   | 2           |
| 9.0 FURTHER INFORMATION   | 3           |

### **APPENDIX**

|                       |   |
|-----------------------|---|
| I FURTHER INFORMATION | 4 |
|-----------------------|---|

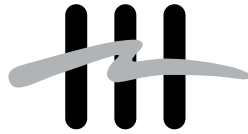
**NOTICE OF EGM**

**ENCLOSED**

**FORM OF PROXY**

**ENCLOSED**

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**GRAND HOOVER BERHAD**

[Registration No. 197101000134 (10493-P)]  
(Incorporated in Malaysia)

**Registered Office:**

Level 7, Menara Milenium,  
Jalan Damanlela,  
Pusat Bandar Damansara,  
Damansara Heights,  
50490 Kuala Lumpur,  
Wilayah Persekutuan

6 December 2021

**Board of Directors:**

Dato' Abd Rahim bin Jaafar (*Executive Chairman*)  
Teo Swee Leng (*Deputy Chairman*)  
Teo Swee Phin (*Managing Director*)  
Tuan Sr. Hj. Mohd Farid bin Naim (*Executive Director*)  
Dato' Mahamed bin Hussain (*Independent Non-Executive Director*)  
Datuk Ir. Ruslan bin Abdul Aziz (*Independent Non-Executive Director*)  
Dato' Paul Lim Tau Ern (*Independent Non-Executive Director*)  
Toh Seng Thong (*Independent Non-Executive Director*)

**To: The shareholders of GHB**

Dear Sir / Madam,

**PROPOSED CHANGE OF THE COMPANY'S NAME FROM "GRAND HOOVER BERHAD" TO "PTT SYNERGY GROUP BERHAD"**

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**1.0 INTRODUCTION**

The Board had on 26 November 2021 announced that the Company proposes to change its name from "Grand Hoover Berhad" to "PTT Synergy Group Berhad".

The purpose of this Circular is to provide you with details of the Proposed Change of Name and seek your approval for the Special Resolution to be tabled at the forthcoming EGM of the Company. The Notice of the EGM and the Form of Proxy are enclosed herewith in this Circular.

The Company advises you to read and carefully consider the contents of this Circular before voting on the Special Resolution in relation to the Proposed Change of Name to be tabled at the forthcoming EGM.

**2.0 DETAILS OF THE PROPOSED CHANGE OF NAME**

The proposed name "PTT Synergy Group Berhad" was approved and reserved by the Companies Commission of Malaysia ("CCM") on 10 November 2021 for a period of thirty (30) days from 10 November 2021. The Company will apply to the CCM for an extension of time to reserve the name before the expiration of the 30-day period. If approved by the shareholders, the Proposed Change of Name will be effective from the date of issuance of the Notice of Registration of New Name by the CCM.

### **3.0 RATIONALE OF THE PROPOSED CHANGE OF NAME**

The acronym “PTT” is of Pembinaan Tetap Teguh Sdn. Bhd. which is a related company of GHB. The Proposed Change of Name aligns GHB’s name with other related companies and reflects the change in leadership, which will guide the Group during times of uncertainties caused by the pandemic and enable the Company to forge forward with the added support from the holding company.

Furthermore, the addition of “Synergy Group” reinforces the aim of the Group to combine efforts in strengthening the Group’s position in the market while exploring available business opportunities and creating sustainable revenue for stakeholders.

The Proposed Change of Name to PTT Synergy Group Berhad is intended to demonstrate the Group’s confidence in the new leadership and strengthen the Company’s presence in the property industry.

### **4.0 INTERESTS OF THE DIRECTORS, MAJOR SHAREHOLDERS, AND/OR PERSONS CONNECTED TO THEM**

None of the Directors and/or major shareholders of the Company and/or persons connected to them has any direct or indirect interest in the Proposed Change of Name.

### **5.0 EFFECTS OF THE PROPOSED CHANGE OF NAME**

The Proposed Change of Name will not have any effect on the issued share capital, net assets, gearing, earnings per share, and substantial shareholders’ shareholdings of GHB.

### **6.0 APPROVAL REQUIRED**

The Proposed Change of Name is subject to the approval of GHB shareholders at the forthcoming EGM to be convened and any other relevant authorities and/or parties if required.

### **7.0 DIRECTORS’ RECOMMENDATION**

The Board, having considered all aspects of the Proposed Change of Name, including the rationale, is of the opinion that the Proposed Change of Name is fair, reasonable, and in the best interest of the Company.

Accordingly, the Board recommends that you vote in favour of the Special Resolution pertaining to the Proposed Change of Name at the forthcoming EGM of the Company.

### **8.0 EGM**

The EGM, Notice of which is enclosed in this Circular, will be held at Courtyard, Space U8, No. 6, Persiaran Pasak Bumi, Taman Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan on Tuesday, 28 December 2021 at 10:30 a.m. or immediately upon the conclusion of the Fiftieth Annual General Meeting of the Company to be held at 9:00 a.m. on the same day, whichever is later, or any adjournment thereof, for the purpose of considering and, if thought fit, approving, inter alia, with or without modifications, the Special Resolution on the Proposed Change of Name as set out in the said Notice.

If you are unable to attend and vote in person at the EGM, you may complete the Form of Proxy and deposit it at the Company’s Registered Office at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not later than forty-eight (48) hours before the time set for holding the EGM. The lodging of the Form of Proxy will not preclude you from attending, participating, speaking, and voting in person at the EGM should you subsequently wish to do so.

## **9.0 FURTHER INFORMATION**

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

Yours faithfully,

For and on behalf of the Board of Directors  
**GRAND HOOVER BERHAD**

**TEO SWEE PHIN**  
**MANAGING DIRECTOR**

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## **APPENDIX I**

### **FURTHER INFORMATION**

#### **1. DIRECTORS' RESPONSIBILITY STATEMENT**

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

#### **2. MATERIAL CONTRACTS**

As at the LPD, the Group has not entered into any material contracts (not being contract entered into in the ordinary course of business) within the past two (2) years immediately preceding the date of this Circular.

#### **3. MATERIAL LITIGATION**

There is no material litigation, claim, or arbitration, either as a plaintiff or a defendant, which will have a material and/or adverse effect on the financial position or business of the Group, and the Board is not aware of any proceedings pending or threatened against the Group or of any fact which is likely to give rise to any proceedings which may materially and/or adversely affect the position or business of the Group.

#### **4. DOCUMENTS AVAILABLE FOR INSPECTION**

Copies of the following documents are available for inspection at the Registered Office of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan during normal office hours (except for public holidays) from the date of this Circular, up to and including the date of the forthcoming EGM:

- a. The Constitution of GHB; and
- b. The audited financial statements of the Group for the two past (2) financial years ended 30 June 2020 and 30 June 2021.

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**GRAND HOOVER BERHAD**

[Registration No. 197101000134 (10493-P)]  
(Incorporated in Malaysia)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Extraordinary General Meeting ("**EGM**") of Grand Hoover Berhad ("**GHB**" or the "**Company**") will be held at Courtyard, Space U8, No. 6, Persiaran Pasak Bumi, Taman Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan on Tuesday, 28 December 2021 at 10:30 a.m. or immediately upon the conclusion of the Fiftieth Annual General Meeting of the Company to be held at 9:00 a.m. on the same day, whichever is later, for the following purpose:-

**SPECIAL RESOLUTION**

**PROPOSED CHANGE OF THE COMPANY'S NAME FROM "GRAND HOOVER BERHAD" TO "PTT SYNERGY GROUP BERHAD"**

**"THAT** the name of the Company be changed from "Grand Hoover Berhad" to "PTT Synergy Group Berhad" ("**Proposed Change of Name**") effective from the date of issuance of the Notice of Registration of New Name by the Companies Commission of Malaysia to the Company.

**AND THAT** the Directors and/or the Company Secretary be and are hereby authorised and empowered to carry out all the necessary steps and formalities in effecting the Proposed Change of Name."

By Order of the Board of Directors

**CHUA SIEW CHUAN (SSM PC NO.: 201908002648) (MAICSA 0777689)**

Company Secretary

Dated: 6 December 2021

**NOTES:**

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 21 December 2021 shall be eligible to attend, participate, speak and vote at the Meeting or appoint proxy(ies) to attend, participate, speak and vote in his stead.
2. A member entitled to attend and vote at the Meeting may appoint more than one (1) proxy to attend, participate, speak and vote in his stead. Where a member appoints more than one (1) proxy to attend, participate, speak and vote at the same Meeting, the appointments shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting of the Company shall have the same rights as the member to attend, participate, speak and vote at the Meeting.



3. The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing, or if the member is a corporation, shall either be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.
4. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**") as defined under the Securities Industry (Central Depositories) Act 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
5. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, must be deposited at the Registered Office of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time set for holding the Meeting or any adjournment thereof. The special resolution set out in this notice of Meeting is to be voted by poll.

Please refer to the Administrative Guide on the Conduct of a Physical General Meeting available for download at <http://www.hoover.com.my/investor.html> for further details.



**GRAND HOOVER BERHAD**  
[Registration No. 197101000134 (10493-P)]  
(Incorporated in Malaysia)

**FORM OF PROXY**

|                     |
|---------------------|
| CDS Account No:     |
| Contact No:         |
| No. of Shares Held: |

\*I/We, (full name in capital letters) \_\_\_\_\_

NRIC No./ Passport No./ Company No. \_\_\_\_\_ of (full address) \_\_\_\_\_

being a \*member/members of **GRAND HOOVER BERHAD** ("Company"), hereby appoint: -

| Full Name and Address (in Block Letters)<br>(First Proxy) |              | NRIC /<br>Passport No. | No. of<br>Shares | % of<br>Shareholding |
|---|--------------|------------------------|------------------|----------------------|
|   |              |                        |                  |                      |
| Email:  | Contact No.: |                        |                  |                      |

\*and/or

| Full Name and Address (in Block Letters)<br>(Second Proxy) |              | NRIC /<br>Passport No. | No. of<br>Shares | % of<br>Shareholding |
|--|--------------|------------------------|------------------|----------------------|
|  |              |                        |                  |                      |
| Email:   | Contact No.: |                        |                  |                      |

# to put on a separate sheet where there are more than two (2) proxies

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 Extraordinary General Meeting of the Company ("**EGM**") to be held at Courtyard, Space U8, No. 6, Persiaran Pasak Bumi, Taman Bukit Jelutong, Seksyen U8, 40150 Shah Alam, Selangor Darul Ehsan on Tuesday, 28 December 2021 at 10:30 a.m. or immediately upon the conclusion of the Fiftieth Annual General Meeting of the Company to be held at 9:00 a.m. on the same day, whichever is later, and any adjournment thereof.

Please indicate with an "X" in the space provided below how you wish your votes to be cast. If no specific direction for voting is given, the proxy will vote or abstain from voting at \*his/her discretion.

| SPECIAL RESOLUTION |  | For | Against |
|--------------------|--|-----|---------|
| 1.                 | Proposed Change of the Company's Name from "Grand Hoover Berhad" to "PTT Synergy Group Berhad" |     |         |



\* Strike out whichever is not applicable

As witness my/our hand(s) this ..... day of..... , 2021

.....

\* Signature of Member/Common Seal

**Notes: -**

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on 21 December 2021 shall be eligible to attend, participate, speak and vote at the Meeting or appoint proxy(ies) to attend, participate, speak and vote in his stead.
2. A member entitled to attend and vote at the Meeting may appoint more than one (1) proxy to attend, participate, speak and vote in his stead. Where a member appoints more than one (1) proxy to attend, participate, speak and vote at the same Meeting, the appointments shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting of the Company shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
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4. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**") as defined under the Securities Industry (Central Depositories) Act 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
5. The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power or authority, must be deposited at the Registered Office of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time set for holding the Meeting or any adjournment thereof. The special resolution set out in this notice of Meeting is to be voted by poll.

Please refer to the Administrative Guide on the Conduct of a Physical General Meeting available for download at <http://www.hoover.com.my/investor.html> for further details.

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**Registered Office**  
Level 7, Menara Milenium, Jalan Damanlela,  
Pusat Bandar Damansara,  
Damansara Heights,  
50490 Kuala Lumpur,  
Wilayah Persekutuan

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