

# BERTAM ALLIANCE BERHAD

(Company No. 305530-A)

(Incorporated in Malaysia under the Companies Act, 1965)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting of Bertam Alliance Berhad (“**Bertam**” or the “**Company**”) will be held at Kinabalu Room 3, Ming Garden Hotel & Residences, Lorong Ming Garden, Jalan Coastal, 88000 Kota Kinabalu, Sabah on Friday, 14 October 2016 at 9.00 a.m., for the purpose of considering and if thought fit, passing with or without modifications the following resolution:

### ORDINARY RESOLUTION

**PROPOSED DISPOSAL OF TWO (2) PARCELS OF FREEHOLD LAND HELD UNDER GERAN MUKIM 563, LOT 809 AND GERAN MUKIM 415, LOT 810, BOTH LOCATED IN MUKIM CHERAS, DAERAH HULU LANGAT, NEGERI SELANGOR BY MV PROPERTIES SDN BHD, AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF BERTAM, TO TUJUAN OPTIMA SDN BHD (“TUJUAN OPTIMA”) FOR A TOTAL CASH CONSIDERATION OF RM128.00 MILLION (“PROPOSED DISPOSAL”)**

“**THAT**, subject to the approval of all relevant authorities and/or parties being obtained, where required, approval be and is hereby given for the Company to dispose two (2) parcels of freehold land held under Geran Mukim 563, Lot 809 and Geran Mukim 415, Lot 810, both located in Mukim Cheras, Daerah Hulu Langat, Negeri Selangor to Tujuan Optima for a total cash consideration of RM128.00 million, subject to and upon such term and conditions of the sale and purchase agreement dated 5 July 2016 entered into between MV Properties Sdn Bhd and Tujuan Optima in relation to the Proposed Disposal (“**SPA**”);

**AND THAT** the Board be and is hereby authorised to take all such steps and to enter into all deeds, agreements, arrangements, undertakings, transfers and indemnities as they may deem fit, necessary, expedient and/or appropriate in order to implement, finalise and give full effect to the Ordinary Resolution under the terms and conditions of the SPA with full powers to assent to any conditions, variations, modifications and/or amendments in any manner as may be required or permitted by any relevant authorities and to deal with all matters relating thereto and to take all such steps in any manner as they may deem necessary or expedient in the best interest of the Company.”

### By Order of the Board

**ANDREA HUONG JIA MEI (MIA 36347)**

Secretary

Kuala Lumpur

28 September 2016

### Notes:

1. For the purpose of determining who shall be entitled to attend this meeting, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a Record of Depositors as at 6 October 2016. Only a Member whose name appears on this Record of Depositors shall be entitled to attend this meeting or appoint a proxy to attend, speak or vote on his/her behalf.
2. A member entitled to attend and vote at this meeting is entitled to appoint proxy/proxies to attend, speak and vote in his stead. A proxy may but need not be a member of the Company and the provision of Section 149(1)(b) of the Companies Act, 1965 shall not apply to the Company.
3. A member may appoint not more than two (2) proxies to attend the same meeting. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holding(s) to be represented by each proxy.
4. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act, 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.
5. 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”), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
6. The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
7. The instrument appointing a proxy and the power of attorney or other authority, if any under which it is signed or a notarially certified copy of that power of authority, shall be deposited at the Company’s registered office at Lot 4.100, Tingkat 4, Wisma Central, Jalan Ampang, 50450 Kuala Lumpur, not less than forty-eight (48) hours before the time for holding the meeting or any adjournment thereof.

### Personal data privacy:-

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the EGM, a member of the Company (i) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the EGM and the preparation and compilation of the attendance lists, minutes and other documents relating to the EGM, and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “**Purposes**”), (ii) warrants that where the member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.