



DAMANSARA
REALTY BERHAD (4030-D)

DAMANSARA REALTY BERHAD

(Company No. 4030-D)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Damansara Realty Berhad (“**DBHD**” or “**Company**”) will be held at Ruby 2, Level 8, Holiday Villa Johor Bahru City Centre, No. 260 Jalan Dato’ Sulaiman, Taman Abad, 80250 Johor Bahru, Johor on Friday, 21 September 2018 at 10.30 a.m. or at any adjournment thereof for the purpose of considering and if thought fit, passing the following resolution, with or without modifications:-

ORDINARY RESOLUTION

PROPOSED SALE BY DBHD TO JOHOR CORPORATION (“JCORP”) OF ITS 70% EQUITY INTEREST IN HEALTHCARE TECHNICAL SERVICES SDN BHD (“HTS”), A SUBSIDIARY OF DBHD, FOR A TOTAL CONSIDERATION OF APPROXIMATELY RM11.04 MILLION (“PROPOSED SALE”)

“**THAT** subject to the approvals of all relevant authorities or parties being obtained (where required) and the fulfillment of the terms and conditions of the conditional sale and purchase agreement dated 14 May 2018 entered into between DBHD and JCorp of which the salient terms are set out in Part A of the circular dated 27 August 2018, authority be and is hereby given to the Company to sell its 175,000 ordinary shares in HTS representing 70% equity interest in HTS for a total consideration of approximately RM11.04 million (“**Sale Consideration**”). The Sale Consideration will be satisfied entirely by way of set-off against the outstanding amount owing by DBHD and/or its group of companies to JCorp and/or its group of companies.

AND THAT the Board of Directors of DBHD (“**Board**”) be and is hereby authorised to do all such acts and things and enter into any arrangements, guarantees and/or documents as the Board deems necessary and expedient in order to implement, finalise and/or give full effect to and complete the Proposed Sale, with full powers to assent to any terms, conditions, modifications, variations and/or amendments as may be required by the relevant regulatory authorities or as the Board may deem necessary or expedient, in the best interest of the Company.”

BY ORDER OF THE BOARD

WAN RAZMAH BINTI WAN ABD RAHMAN

(MAICSA 7021383)
Company Secretary

Kuala Lumpur
27 August 2018

Notes:-

- (i) A member of the Company entitled to attend and vote at this meeting is entitled to appoint more than one (1) proxy to attend and vote in his stead. Where a holder appoints more than one (1) proxy, he shall specify the proportion of his shareholdings to be represented by each proxy.
- (ii) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 (“**Authorised Nominee**”), he may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- (iii) Where a member of the Company is an Exempt Authorised Nominee (as per the definition in the Constitution of DBHD) 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 PROVIDED THAT each Beneficial Owner (as per the definition in the Constitution of DBHD) of ordinary shares, or where the ordinary shares are held on behalf of joint Beneficial Owners, such joint Beneficial Owners shall only be entitled to instruct the Exempt Authorised Nominee to appoint not more than two (2) proxies to attend and vote at the general meeting of the Company instead of the Beneficial Owner or joint Beneficial Owners.
- (iv) Only a depositor whose name appears in the Company’s Record of Depositors as at 14 September 2018 shall be regarded as a member and entitled to attend, speak and vote at this meeting or appoint proxy(ies) to attend and vote on his/her behalf.
- (v) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or if the appointer is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
- (vi) The original instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notorially certified copy of that power or authority shall be deposited at the office of DBHD’s Share Registrar at Tricor Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, not less than 48 hours before the time for holding the meeting or at any adjournment thereof.