



**MALAYSIA PACIFIC CORPORATION BERHAD**

(Registration No. 197201000550 (12200-M))

(Incorporated in Malaysia)

**NOTICE OF POSTPONED EXTRAORDINARY GENERAL MEETING**

NOTICE IS HEREBY GIVEN that a Postponed Extraordinary General Meeting of Malaysia Pacific Corporation Berhad will be held at 7<sup>th</sup> Floor, Multipurpose Hall, The Maple Suite, Menara Maplelee, No.1, Changkat Raja Chulan, 50200 Kuala Lumpur, Wilayah Persekutuan on Thursday, 23 April 2020 at 11.00 a.m., or at any adjournment thereof, for the purpose of considering and, if thought fit, passing with or without modifications, the following Resolution:

**ORDINARY RESOLUTION**

**PROPOSED DISPOSAL OF LAND IN THE MUKIM OF PLENTONG, DISTRICT OF JOHOR BAHRU, JOHORE (“JOHORE LANDS”), BY MALAYSIA PACIFIC CORPORATION BERHAD (“MPCORP”) AND ITS WHOLLY-OWNED SUBSIDIARIES, NAMELY ORIENTAL PEARL CITY PROPERTIES SDN BHD (“ORIENTAL PEARL”), LAKEHILL RESORT DEVELOPMENT SDN BHD (“LAKEHILL”) AND TAMAN BANDAR BARU MASAI SDN BHD (“TAMAN MASAI”), AS SETTLEMENT OF DEBT OWING TO AMANAHRAYA DEVELOPMENT SDN BHD (“AMANAHRAYA”) AMOUNTING TO RM115,000,000**

“THAT subject to the approvals being obtained from all relevant parties and/or authorities, where required, and the relevant conditions stipulated in the conditional settlement agreement dated 23 August 2019 between MPCorp, Oriental Pearl, Lakehill, Taman Masai and Amanahraya (collectively referred to as “**2019 Settlement Agreement**”) for the Proposed Land Disposal being fulfilled or waived (as the case may be), approval be hereby given for MPCorp, Oriental Pearl, Lakehill and Taman Masai to dispose the Johore Lands to Amanahraya as a settlement of debt owing of RM115,000,000 in accordance with the terms and conditions of the 2019 Settlement Agreement including any modifications, variations, amendments and/or additions thereto;

AND THAT the Board be hereby empowered and authorised to take all such steps and do all acts, deeds and things and to enter into any arrangements, transactions, agreements and/or undertakings and to execute, sign and deliver on behalf of the Company, all such documents as may be necessary, expedient and/or appropriate to implement and give full effect to and to complete the Proposed Land Disposal with full powers to assent to any conditions, modifications, variations and/or amendments as the Board may in its absolute discretion deem fit, necessary, expedient, appropriate and/or as may be imposed or permitted by any relevant authorities in connection with the Proposed Land Disposal.”

By Order of the Board

**PANG KAH MAN (SSM PC No.: 202008000183) (MIA 18831)**

Company Secretary

Kuala Lumpur

31 March 2020

Notes:

1. Only depositors whose names appear in the Record of Depositors as at 17 April 2020 shall be regarded as members and be entitled to attend, participate, speak and vote at the Postponed Extraordinary General Meeting (“EGM”).
2. A member shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead pursuant to Section 334 of the Companies Act 2016. There shall be no restriction as to the qualification of the proxy.
3. 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.
4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.

5. *The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised.*
6. *The 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 of attorney, must be deposited at the Registered Office of the Company at 37-2, 2<sup>nd</sup> floor, Jalan Radin Bagus, Bandar Baru Sri Petaling, 57000 Kuala Lumpur, Wilayah Persekutuan, not less than 24 hours before the time appointed for holding this meeting or any adjournment thereof as Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad requires the resolution set out in the Notice of Postponed EGM to vote by poll.*
7. *The instrument appointing a proxy that has been deposited to the Registered Office prior to this Notice of Postponed EGM shall remain valid unless a new instrument superseding the previous instrument deposited (if any) has been deposited to the Registered Office.*
8. *The instrument appointment a proxy that has been despatched prior to this Notice of Postponed EGM can be used as the instrument appointing a proxy for the Postponed EGM.*