



## AME ELITE CONSORTIUM BERHAD

(Registration No. 201801030789 (1292815-W))  
(Incorporated in Malaysia)

### NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** an Extraordinary General Meeting ("**EGM**") of AME Elite Consortium Berhad ("**AME**" or the "**Company**") will be held at i-Park@Senai Airport City Sales Gallery, No. 1, Jalan I-Park SAC 1, Taman Perindustrian I-Park SAC, 81400 Senai, Johor Darul Takzim on Thursday, 8 April 2021 at 10.00 a.m. for the purpose of considering and if thought fit, passing the following resolutions:

#### ORDINARY RESOLUTION 1

**PROPOSED ACQUISITION OF THIRTY EIGHT (38) PLOTS OF FREEHOLD INDUSTRIAL LAND IN MUKIM OF PULAI, DISTRICT OF JOHOR BAHRU, STATE OF JOHOR ALL LOCATED WITHIN PHASE 3 OF THE SOUTHERN INDUSTRIAL AND LOGISTICS CLUSTERS IN ISKANDAR PUTERI OF ISKANDAR MALAYSIA, JOHOR DARUL TAKZIM ("SILC"), MEASURING APPROXIMATELY 37.09 HECTARES OR APPROXIMATELY 91.64 ACRES IN TOTAL LAND AREA ("NON-BUMI PLOTS") BY PENTAGON LAND SDN BHD, A WHOLLY-OWNED SUBSIDIARY OF AME, FROM UEM LAND BERHAD ("UEML") AND NUSAJAYA HEIGHTS SDN BHD ("NHSB") FOR AN INDICATIVE TOTAL CASH CONSIDERATION OF APPROXIMATELY RM233.53 MILLION ("PROPOSED ACQUISITION 1")**

"**THAT** subject to and conditional upon the approvals and consents of all relevant authorities and/or parties being obtained, approval be and is hereby given to Pentagon to acquire the Non-Bumi Plots for an indicative total cash consideration of RM233,532,994.50 and upon the terms and conditions set out in the conditional sale and purchase agreement dated 30 December 2020 entered into between Pentagon, UEML and NHSB in respect of the Proposed Acquisition 1;

**AND THAT** the Board be and is hereby empowered and authorised to take all such steps do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements (including without limitations, the affixation of the Company's Common Seal in accordance with the Company's Constitution) as may be necessary or expedient in order to implement, finalise, give effect and complete the Proposed Acquisition 1 with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities or as the Board may deem necessary or expedient in the best interest of the Company."

#### ORDINARY RESOLUTION 2

**PROPOSED ACQUISITION OF THIRTY FOUR (34) PLOTS OF FREEHOLD INDUSTRIAL LAND IN MUKIM OF PULAI, DISTRICT OF JOHOR BAHRU, STATE OF JOHOR ALL LOCATED WITHIN PHASE 3 OF SILC, MEASURING APPROXIMATELY 31.61 HECTARES OR APPROXIMATELY 78.11 ACRES IN TOTAL LAND AREA ("BUMI PLOTS") BY GREENHILL SILC SDN BHD ("GREENHILL"), A WHOLLY-OWNED SUBSIDIARY OF AME, FROM UEML AND NHSB FOR AN INDICATIVE TOTAL CASH CONSIDERATION OF APPROXIMATELY RM200.76 MILLION ("PROPOSED ACQUISITION 2")**

"**THAT** subject to and conditional upon the approvals and consents of all relevant authorities and/or parties being obtained, approval be and is hereby given to Greenhill to acquire the Bumi Plots for an indicative total cash consideration of RM200,755,642.00 and upon the terms and conditions set out in the conditional sale and purchase agreement dated 30 December 2020 entered into between Greenhill, UEML and NHSB in respect of the Proposed Acquisition 2;

**AND THAT** the Board be and is hereby empowered and authorised to take all such steps do all acts, deeds and things and to execute, sign, deliver and cause to be delivered on behalf of the Company all such documents and/or arrangements (including without limitations, the affixation of the Company's Common Seal in accordance with the Company's Constitution) as may be necessary or expedient in order to implement, finalise, give effect and complete the Proposed Acquisition 2 with full powers to assent to any condition, modification, variation and/or amendment in any manner as may be required or imposed by the relevant authorities or as the Board may deem necessary or expedient in the best interest of the Company."

#### By Order of the Board

**LEONG SIEW FOONG (MAICSA 7007572) (SSM PC. No.: 202008001117)**  
**SANTHI A/P SAMINATHAN (MAICSA 7069709) (SSM PC. No.: 201908002933)**  
Company Secretaries

Johor Bahru  
24 March 2021

#### Notes:

1. A member entitled to attend, participate, speak and vote at the EGM of the Company shall be entitled to appoint not more than two (2) proxies to attend, participate, speak and vote for him. A proxy may but need not be a member of the Company.
2. Where a member is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991 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.
3. Where a member, an authorised nominee or an exempt authorised nominee appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportion of his holding to be represented by each proxy in the Form of Proxy.
4. The duly completed Form of Proxy must be deposited at the Registered Office of the Company of not less than forty-eight (48) hours before the time for holding the EGM of the Company PROVIDED that in the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the meeting as his/their proxy, Provided Always that the rest of the Form of Proxy, other than the particulars of the proxy have been duly completed by the member(s).
5. If the appointor is a corporation, the Form of Proxy must be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.
6. In respect of deposited securities, only members whose names appear on the Record of Depositors on 1 April 2021 (General Meeting Record of Depositors) shall be eligible to attend, participate, speak and vote at the EGM of the Company or appoint proxy(ies) to attend, participate, speak and vote on his behalf.
7. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the resolutions set out in the Notice of EGM will be put to vote by way of poll.