



Amcorp Properties Berhad

Registration No. 196501000597 (6386-K)
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting (“EGM”) of Amcorp Properties Berhad (“AMPROP” or the “Company”) will be held as a fully virtual meeting conducted entirely through live streaming and remote voting using the remote participation and voting facilities hosted on the Securities Services e-Portal at <https://sshsb.net.my/> provided by SS E Solutions Sdn Bhd at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Malaysia on Thursday, 5 August 2021 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:

SPECIAL RESOLUTION

PROPOSED SELECTIVE CAPITAL REDUCTION AND REPAYMENT EXERCISE OF THE COMPANY PURSUANT TO SECTION 116 OF THE COMPANIES ACT 2016 (“ACT”) (“PROPOSED SCR”)

“**THAT** subject to the approvals and consents being obtained from all relevant authorities and/or parties as well as the order granted by the High Court of Malaya (“High Court”) for the reduction of the share capital of the Company under Section 116 of the Act, approval be and is hereby given for the Company to undertake and effect the Proposed SCR in the following manner:

- (i) to cancel (a) all the ordinary shares in the Company (“Shares”) held by the shareholders of the Company (other than Amcorp Group Berhad, Clear Goal Sdn. Bhd., Tan Sri Azman Hashim and AMPROP Trust) whose names appear in the Record of Depositors of the Company as at the close of business on an entitlement date to be determined and announced later (“Entitlement Date”) (“Entitled Shareholders”); and (b) all the treasury shares held by the Company; and
- (ii) thereafter, to effect a capital repayment of RM0.90 in cash for each Share held by the Entitled Shareholders on the Entitlement Date;

AND THAT pursuant to the Proposed SCR, the Board of Directors of the Company (“Board”) be and is hereby authorised to take all such steps as it may deem necessary in connection with the Proposed SCR including:

- (i) to determine the Entitlement Date;
- (ii) to file an application to seek the confirmation from the High Court for the reduction of the share capital of the Company under Section 116 of the Act;
- (iii) to lodge a copy of the order granted by the High Court pursuant to Section 116 of the Act confirming the reduction of share capital of the Company with the Registrar of Companies on such date as the Board may determine;
- (iv) subject to the order of the High Court being granted pursuant to Section 116 of the Act with regard to the Proposed SCR, to effect the capital repayment of RM0.90 in cash for each Share held by the Entitled Shareholders on the Entitlement Date; and
- (v) to assent to any term, condition, stipulation, modification, variation and/or amendment as the Board may deem fit, necessary and/or expedient in the best interest of the Company or as a consequence of any requirement imposed by the relevant authorities, the High Court and/or by the Registrar of Companies and/or as may be required to comply with any applicable laws, in relation to the Proposed SCR;

AND THAT the Board be and is hereby authorised to do all such acts, deeds and/or things as it may deem fit, necessary and/or expedient in the best interest of the Company in order to implement, finalise, complete and to give full effect to the Proposed SCR, including to execute any document, to enter into any arrangement and/or agreement with any party and to give any undertaking.”

By Order of the Board

YAP CHOON SENG (SSM PC No. 202008000685) (MIA 20766)
CHUA SIEW CHUAN (SSM PC No. 201908002648) (MAICSA 0777689)
Company Secretaries

Petaling Jaya
2 July 2021

Notes:

1. The EGM will be held as a fully virtual meeting conducted entirely through live streaming and remote voting using the remote participation and voting facilities hosted on the Securities Services e-Portal at <https://sshsb.net.my/>. Should you wish to personally participate at the EGM remotely, please register electronically via the Securities Services e-Portal at <https://sshsb.net.my/> by the registration cut-off time. Please refer to the Administrative Guide for the EGM for further details. The Administrative Guide for the EGM is available for download from the Company’s website at www.amcorpproperties.com.
2. In respect of deposited securities, only members whose names appear in the Record of Depositors as at 27 July 2021 shall be eligible to participate and vote at the EGM.
3. A member entitled to participate and vote at the EGM is entitled to appoint not more than two (2) proxies to participate and vote in his/her stead. A proxy may but need not be a member of the Company and a member may appoint any person to be his/her proxy without limitation. There shall be no restriction as to the qualification of the proxy.
4. Where a member appoints two (2) proxies, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
5. Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account it holds with the ordinary shares of the Company standing to the credit of the said account.
6. A member who is an exempt authorised nominee is entitled to appoint multiple proxies for each omnibus account it holds.
7. The instrument appointing a proxy (“Form of Proxy”) shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or if the appointer is a corporation, either under its common seal or under the hand of an officer or attorney duly authorised.
8. The Form of Proxy and the power of attorney (if any) under which it is signed or a notarially certified copy thereof 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, Malaysia not less than 48 hours before the time set for holding the EGM or at any adjournment thereof. Alternatively, you may submit the Form of Proxy electronically via the Securities Services e-Portal at <https://sshsb.net.my/>.