



DAMANSARA
HOLDINGS BERHAD 196001000367 (4030-D)

DAMANSARA HOLDINGS BERHAD
(formerly known as Damansara Realty Berhad)
(Registration No: 196001000367 (4030-D))
(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting ("EGM") of Damansara Holdings Berhad ("DBhd" or the "Company") will be conducted fully virtual and entirely via remote participation and voting ("RPV") facilities which are available on Tricor Investor & Issuing House Services Sdn Bhd's ("Share Registrar" or "TIIH") TIIH Online website at <https://tiih.online> on Thursday, 29 July 2021 at 10.30 a.m., or any adjournment thereof, for the purpose of considering and if thought fit, passing the following resolution, with or without any modifications:-

ORDINARY RESOLUTION

PROPOSED DISPOSAL OF TWO PARCELS OF COMMERCIAL LAND BY DAC LAND SDN BHD (AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF THE COMPANY) ("VENDOR") TO DMR LAND SDN BHD (FORMERLY KNOWN AS BUKIT PELALI DEVELOPMENT SDN BHD) (A RELATED PARTY TO THE COMPANY) ("PURCHASER") FOR A TOTAL CASH CONSIDERATION OF APPROXIMATELY RM38.42 MILLION ("PROPOSED DISPOSAL")

"THAT subject to all the requisite approvals of the relevant authorities and/or parties being obtained, approval be and is hereby given to the Company's indirect wholly-owned subsidiary, DAC Land Sdn Bhd, to dispose of the two parcels of commercial land held under H.S.(D) 596133, PTD 203799 and H.S.(D) 596134, Lot PTD 203800, in Mukim of Tebrau, District of Johor Bahru, State of Johor to the Purchaser, upon the terms and conditions as set out in the conditional sale and purchase agreement dated 22 April 2021 entered into between the Vendor and the Purchaser in relation to the Proposed Disposal ("SPA");

THAT to facilitate the Proposed Disposal, approval be and is hereby granted to DBhd to undertake all transactions contemplated under the SPA;

AND THAT the Board of Directors of the Company ("Board") be and is hereby authorised to do all acts, deeds, things and execute all necessary documents as the Board may consider necessary or expedient, and to take all such necessary steps to give effect to the Proposed Disposal with full powers to consent to and to adopt such conditions, variations, modifications and/or amendments in any manner as may be required or imposed by the relevant authorities in respect of the Proposed Disposal or as the Board may deem necessary or expedient; and deal with all such matters and to take such steps and do all acts and things in any manner as the Board may deem necessary or expedient to implement, finalise and give full effect to the Proposed Disposal, in the interest of the Company."

BY ORDER OF THE BOARD

MUSTAFFA BIN ABDUL RAZAK
Company Secretary (LS0009746)
SSM PC No.: 202008002861

Kuala Lumpur
8 July 2021

Notes:-

- For the purpose of determining a member who shall be entitled to vote at the EGM, the Company shall be requesting the Record of Depositors ("ROD") as at 21 July 2021. Only a depositor whose name appears on the ROD as at 21 July 2021 shall be entitled to attend and vote at the said meeting as well as for appointment of proxy(ies) to attend and vote on his/her stead.
- A member entitled to attend and vote at the EGM is entitled to appoint proxy(ies) or attorney or authorised representative to attend and vote in his/her stead.
- A proxy may but need not be a member of the Company and need not be an advocate, an approved company auditor or a person approved by the Registrar of Companies.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least 1 proxy but not more than 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.
- Where a member of the Company is an exempt authorised nominee who 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.
- Where a member or the authorised nominee appoints 2 proxies, or where an exempt authorised nominee appoints 2 or more proxies, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies failing which the appointment(s) shall be invalid.
- The instrument appointing a proxy or the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at DBhd's Share Registrar's Office at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, or alternatively to be submitted via TIIH Online website at <https://tiih.online>, not less than 48 hours before the time for holding the EGM i.e. before Tuesday, 27 July 2021 or any adjournment thereof.
- In the case of a corporate member, the instrument appointing a proxy shall be executed under its common seal or under the hand of its officer or attorney duly authorised.
- If the instrument appointing a proxy is signed under the hands of an officer duly authorised, it should be accompanied by a statement reading "signed as authorised officer under Authorisation Document which is still in force, no notice of revocation having been received". If the instrument appointing a proxy is signed under the attorney duly appointed under a power of attorney, it should be accompanied by a statement reading "signed under Power of Attorney which is still in force, no notice of revocation having been received". A copy of the Authorisation Document or the Power of Attorney, which should be valid in accordance with the laws of the jurisdiction in which it was created and is exercised, should be enclosed in the instrument appointing a proxy.
- The resolution set out in this Notice of EGM will be put to vote by poll.
- The EGM will be conducted fully virtual and entirely via RPV facilities, the shareholders are advised to refer to the Administrative Notes attached in the circular to shareholders of the Company dated 8 July 2021 on the registration and voting process for the EGM.
- In view of the constant evolving Covid-19 situation in Malaysia, the Company may be required to change the arrangements of the EGM at short notice. Kindly check Bursa Malaysia Securities Berhad's website and the Company's website at www.dbhd.com.my for the latest updates on the status of the EGM.
- The circular to shareholders of the Company dated 8 July 2021, Notice of EGM, Form of Proxy and Administrative Notes are available online for download at www.dbhd.com.my. A notification to shareholders of the Company who have maintained their e-mail addresses in the ROD will be sent via electronic mail by the Share Registrar of DBhd, Tricor Investor & Issuing House Sdn Bhd.
- For shareholders of the Company who have not provided e-mail addresses, following the restrictions arising from the implementation of the movement control order, there may be a delay for the delivery of the notification to shareholders of the Company.