

AMTEL HOLDINGS BERHAD
[Registration No. 199601037096(409449-A)]
(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF AMTEL HOLDINGS BERHAD (“AHB” OR “COMPANY”) HELD AT LANGKAWI ROOM, FIRST FLOOR, BUKIT JALIL GOLF & COUNTRY RESORT, JALAN JALIL PERKASA 3, BUKIT JALIL, 57000 KUALA LUMPUR ON WEDNESDAY, 5 FEBRUARY 2020 AT 10.00 A.M.

PRESENT : YTM. Tunku Dato' Seri Kamel Bin Tunku Rijaludin (Chairman)
Dato' Koid Hun Kian
Mr. Siow Hock Lee
Ms. Tan Woon Huei
Ir. Chew Yook Boo

Shareholders/Proxies/Corporate Representatives/Guests as per
Attendance List

IN ATTENDANCE : Ms. Tee Lee Leng (Company Secretary)
Ms. Hoh Yit Foong (Company Secretary)

1. CHAIRMAN

On behalf of the Board of Directors (“the Board”), YTM. Tunku Dato' Seri Kamel Bin Tunku Rijaludin, the Chairman, welcomed all present to the Company's Extraordinary General Meeting (“EGM”).

2. QUORUM

The Company Secretary confirmed that the requisite quorum was present and the Chairman called the meeting to order at 10.00 a.m.

3. VOTING

The Chairman informed the meeting on the following:-

- (i) As required by Bursa Malaysia Securities Berhad (“Bursa Securities”), the resolution set out in the notice of EGM to be voted by poll pursuant to Paragraph 8.29A of Bursa Securities's Main Market Listing Requirements (“MMLR”);

- (ii) Tricor Investor & Issuing House Services Sdn Bhd (“Tricor”) would act as the Poll Administrator to conduct the polling process and Asia Securities Sdn Bhd as Scrutineer to verify the poll result; and
- (iii) The polling process for the resolution would be conducted upon completion of the deliberation of the item to be transacted at the EGM.

4. NOTICE

There being no objection from the shareholders, the notice convening the meeting was taken as read.

5. PROPOSED ACQUISITION BY AHB OF A PARCEL OF FREEHOLD INDUSTRIAL LAND KNOWN AS LOT 61862, BANDAR GLENMARIE, DISTRICT OF PETALING, STATE OF SELANGOR DARUL EHSAN HELD UNDER GERAN 215243 TOGETHER WITH A FOUR-STOREY OFFICE/FACTORY BUILDING ERECTED THEREON (“PROPERTY”) FOR A CASH CONSIDERATION OF RM18.88 MILLION (“PROPOSED ACQUISITION”)

The following Ordinary Resolution which would be put to vote upon completion of the EGM was proposed by Ms. Wong Shok Fan and seconded by Ms. Lee Chye Khern:-

“**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 the Company to acquire the Property and complete the Proposed Acquisition for a total cash consideration of RM18.88 million, subject to the terms and conditions as set out in the conditional sale and purchase agreement dated 30 October 2019 entered into between the Company and Region Asset Sdn Bhd, the salient terms of which are set out in Appendix I of the Company’s circular to shareholders dated 13 January 2020 in respect of the Proposed Acquisition;

AND THAT the Board of Directors of the Company (“Board”) be and is hereby authorised and empowered to take all such steps and do all such acts and things and to execute all necessary documents to give full effect and to complete the Proposed Acquisition with full power to assent to or make any modifications, variations and/or amendments as may be required or imposed by the relevant authorities and/or parties as may be deemed necessary by the Board and to take all steps and actions as may be required by the relevant authorities and/or parties and as the Board may deem necessary and expedient to finalise, implement and give full effect to complete the Proposed Acquisition.”

6. POLLING PROCESS

At the end of his introductory speech, the Chairman opened the floor and invited questions, and thereafter proceeded to the poll voting for the resolution. He then called upon Tricor to brief the meeting on the polling procedures.

After Tricor briefed the meeting on the polling procedures, the Chairman adjourned the EGM for 20 minutes for polling and thereafter the shareholders were asked to return to the meeting hall for the poll result.

7. ANNOUNCEMENT OF POLL RESULT

At 10.25 am, the Chairman called the meeting to order for the declaration of the result. Based on the poll result verified and validated by the Scrutineers, as follows:-

Resolution	Vote For		Vote Against	
	No. of Shares	%	No. of Shares	%
<u>Ordinary Resolution</u> Proposed Acquisition	35,326,476	100	0	0

The Chairman declared that the resolution tabled at the EGM was carried.

8. CLOSURE

There being no further business, the meeting was closed at 10.30 a.m. with a vote of thanks to the Chair.

CONFIRMED AS A CORRECT RECORD

SIGNED

YTM. TUNKU DATO' SERI KAMEL
BIN TUNKU RIJALUDIN
CHAIRMAN

Dated: 5 February 2020