

**AME ELITE CONSORTIUM BERHAD**  
**Registration No. 201801030789 (1292815-W)**  
(Incorporated in Malaysia)

MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY DULY CONVENED AND HELD AT I-PARK@SENAI AIRPORT CITY SALES GALLERY, NO. 1, JALAN I-PARK SAC 1, TAMAN PERINDUSTRIAN I-PARK SAC, 81400 SENAI, JOHOR ON THURSDAY, 8 APRIL 2021 AT 10:00 A.M.

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- PRESENT** : As per attendance sheet
- IN ATTENDANCE** : Ms. Santhi Saminathan (Company Secretary)
- CHAIRMAN** : The Chairperson of the meeting, Tengku Azrina Binti Raja Abdul Aziz, welcomed all those present at the Extraordinary General Meeting ("EGM") of the Company.
- QUORUM** : The Chairperson declared the meeting open and having noted the presence of a requisite quorum as confirmed by the Company Secretary, the Chairperson then called the meeting to order. The Chairperson introduced her fellow Board members and key personnel of the management team.
- The Chairperson also introduced the representatives from RHB Investment Bank Berhad - Principal Adviser, Messrs Wong, Beh & Toh - Due Diligence Solicitors and Messrs C H Williams Talhar & Wong Sdn. Bhd. - Independent Valuer for the proposed acquisitions.
- POLL VOTE** : The Chairperson informed the shareholders that in accordance with paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia"), all resolutions to be considered at the meeting will be voted by way of poll. The Company appointed Boardroom Share Registrars Sdn. Bhd., the Company's Share Registrar as Poll Administrator to conduct the poll and SKY Corporate Services Sdn. Bhd. as the Independent Scrutineer to verify the poll results.
- The polling process will be conducted upon conclusion of the deliberations of all items on the meeting agenda and after the briefing by the Poll Administrator.
- NOTICE** : The Chairperson informed the shareholders that the notice of EGM and the Circular was dispatched to shareholders and uploaded in the Company's website and Bursa Malaysia's website on 24 March 2021 and made available for download to all shareholders of the Company. Hence, the notice has been properly given and it shall be taken as read.

**1. 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 ELITE CONSORTIUM BERHAD ("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")**

The Chairperson proceeded to the first item of the agenda, Ordinary Resolution 1 in relation to the approval for the Proposed Acquisition 1.

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There was no question raised by the shareholders in the meeting and it was noted that the poll for the said resolution would be conducted later. The Chairperson proceeded to the next motion.

**2. 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")**

The Chairperson proceeded to the second item of the agenda, Ordinary Resolution 2 in relation to the approval for the Proposed Acquisition 2.

There was no question raised by the shareholders in the meeting and it was noted that the poll for the said resolution would be conducted later.

The Chairperson invited the representative of the Poll Administrator to brief the shareholders on the polling procedures.

**3. CONDUCT OF POLL**

The representative of the Poll Administrator briefed the shareholders on the polling procedures. The Poll Administrator then collected the poll slips from the shareholders after they had casted their votes.

Upon collection of all the poll slips, the Chairperson informed the shareholders that the meeting would resume after 25 minutes to allow the Poll Administrator to compile the vote and for the scrutineer to verify the poll results.

**4. DECLARATION OF POLL RESULTS**

The meeting resumed at 10:40 a.m. with the requisite quorum being present.

The Chairperson called the meeting to order for the declaration of the poll results. The poll results were displayed for shareholders' viewing.

Based on the following poll results of the resolutions set out in the notice of the EGM, the Chairperson declared that both the resolutions were carried.

Resolution No.	Vote For		Vote Against		Total Votes		Accepted/ Rejected
	No. of shares	%	No. of shares	%	No. of shares	%	
Resolution 1	312,765,033	100.00	-	-	312,765,033	100.00	Accepted
Resolution 2	312,765,033	100.00	-	-	312,765,033	100.00	Accepted

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**5. CLOSE OF MEETING**

The Chairperson thanked the shareholders for their attendance and declared the meeting closed at 11:00 a.m.

CONFIRMED AND SIGNED AS A CORRECT RECORD

**TENGGU AZRINA BINTI RAJA ABDUL AZIZ**  
Chairperson