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MELATI EHSAN HOLDINGS BERHAD

(Registration No. 200401034784 (673293-X))

(Incorporated in Malaysia)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of Melati Ehsan Holdings Berhad (“**MEHB**” or “**Company**”) will be held and conducted via an online portal from the broadcast venue at Unit No. EL-11-01, Amcorp Business Suite, Menara Melawangi, Pusat Perdagangan Amcorp, No. 18, Jalan Persiaran Barat, 46050 Petaling Jaya, Selangor on Thursday, 28 December 2023 at 10.00 a.m. or any adjournment thereof, for the purpose of considering and if thought fit, to pass the following resolutions:

ORDINARY RESOLUTION 1

PROPOSED ACQUISITION OF A PLOT OF UNSUBDIVIDED COMMERCIAL DEVELOPMENT LAND IDENTIFIED AS PLOT 9 MEASURING APPROXIMATELY 4.008 ACRES FORMING PART OF A MASTER TITLE NO. HS(D) 119301, LOT NO. PT 26689, TEMPAT OF TAMAN PUTRA JINJANG UTARA, MUKIM OF BATU, DISTRICT OF KUALA LUMPUR, STATE OF WILAYAH PERSEKUTUAN KUALA LUMPUR (“ACQUISITION LAND”) BY PEMBINAAN KERY SDN BHD (“PKSB”), A WHOLLY-OWNED SUBSIDIARY OF MELATI EHSAN HOLDINGS BERHAD FROM MEGA LEGACY (M) SDN BHD (“MLSB”), AN INDIRECT SUBSIDIARY OF UEM SUNRISE BERHAD FOR A CASH CONSIDERATION OF RM85.0 MILLION (“PURCHASE CONSIDERATION”)(“PROPOSED ACQUISITION”)

“THAT, subject to the approval of Ordinary Resolution 2 and all relevant approvals being obtained from the relevant authorities, approval be and is hereby given to PKSB to acquire the Acquisition Land, for a total cash consideration of RM85,000,000, pursuant to the terms and conditions as stated in the conditional sale and purchase agreement dated 11 September 2023 entered into between PKSB and MLSB in respect of the Proposed Acquisition;

AND THAT, approval be and is hereby given to the Board of Directors of the Company (“**Board**”) to sign, execute and deliver on behalf of the Company all necessary documents and to do all acts and things as may be required for or in connection with and to give full effect to and complete the Proposed Acquisition, with full power and discretion to assent to or make any modifications, variations and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or deemed necessary by the Board, and to take all steps and actions as it may deem necessary or expedient in the best interests of the Company to finalise, implement and give full effect to the Proposed Acquisition.”

ORDINARY RESOLUTION 2

PROPOSED JOINT DEVELOPMENT BETWEEN PKSB AND MLSB TO UNDERTAKE THE DEVELOPMENT OF THE ACQUISITION LAND IN RETURN FOR A DEVELOPMENT RIGHTS VALUE OF RM93,500,000 OR THE AGGREGATE OF THE PURCHASE CONSIDERATION PLUS ENTITLEMENT OF 20.0% OF THE PROFIT FROM THE PROJECT, WHICHEVER IS HIGHER (“DEVELOPMENT RIGHTS VALUE”) TO BE UNDERTAKEN ON THE ACQUISITION LAND (“PROPOSED JOINT DEVELOPMENT”)

“THAT, subject to approval of Ordinary Resolution 1 and all relevant approvals being obtained from the relevant authorities, approval be and is hereby given to PKSB to jointly undertake with MLSB, the development of the Acquisition Land, in which PKSB grants MLSB the sole and exclusive rights to develop the Acquisition Land and to sell the units developed, in return for the Development Rights Value, pursuant to the development rights agreement dated 11 September 2023 entered into between PKSB and MLSB in respect of the Proposed Joint Development;

AND THAT, approval be and is hereby given to the Board to sign, execute and deliver on behalf of the Company all necessary documents and to do all acts and things as may be required for or in connection with and to give full effect to and complete the Proposed Joint Development, with full power and discretion to assent to or make any modifications, variations and/or amendments in any manner as may be imposed, required or permitted by the relevant authorities or deemed necessary by the Board, and to take all steps and actions as it may deem necessary or expedient in the best interests of the Company to finalise, implement and give full effect to the Proposed Joint Development.

BY ORDER OF THE BOARD MELATI EHSAN HOLDINGS BERHAD

CHAN CHEE YEAN (MAICSA 7029178) (SSM PC No. 201908001286)

WONG YOUN KIM (MAICSA 7018778) (SSM PC No. 201908000410)

Company Secretaries

Kuala Lumpur
8 December 2023

Notes:

- (1) A member of the Company entitled to attend and vote at the meeting may appoint up to two (2) proxies (or being a corporate member, a corporate representative) to attend and vote in his/her stead. A proxy may but need not be a member of the Company.
- (2) Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportions of his/her shareholdings to be represented by each proxy.
- (3) The instrument appointing a proxy in the case of an individual shall be signed by the appointor or his/her attorney or in the case of a corporation executed under its common seal or signed on behalf of the corporation by its attorney or by an officer duly authorised.
- (4) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“**omnibus account**”) as defined under the Securities Industry (Central Depositories) Act, 1991, there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
- (5) The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or executed must be deposited at the Registered Office of the Company at No. 5, Jalan Titiwangsa, 53200 Kuala Lumpur not less than 24 hours before the time appointed for taking of the poll or any adjournment thereof.
- (6) In respect of deposited securities, only members whose names appear in the Record of Depositors as at 22 December 2023 shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his/her behalf.