

## **IJM CORPORATION BERHAD (104131-A)**

EGM Minutes (Extract) dd 26 August 2008

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Extract of the **MINUTES** of the Extraordinary General Meeting {EGM} of **IJM CORPORATION BERHAD (104131-A)** held on Tuesday, 26 August 2008, at 4.50 p.m.

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### **1.0 INTERESTS OF DIRECTORS**

The interests of the seven Directors, Tan Sri Dato' Ir. (Dr) Wan Abdul Rahman bin Wan Yaacob, Dato' Tan Boon Seng @ Krishnan, Mr Teh Kean Ming, Dato' Goh Chye Koon, Encik Hasni bin Harun, Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad and Datuk Lee Teck Yuen (as contained on page 9 of the Circular to Shareholders dated 30 July 2008), and that they would abstain from voting on the relevant resolutions on recurrent related party transactions were noted.

### **2.0 ORDINARY RESOLUTION**

#### **Proposed Renewal of Share Buy-Back Authority**

On the proposal of Mr Khor Kiem Teoh and seconded by Mr Wan Heng Wah, it was resolved that the Directors be and are hereby authorized to purchase the ordinary shares of the Company on the market of the Bursa Malaysia Securities Berhad at any time upon such terms and conditions as the Directors in their absolute discretion deem fit provided that:-

- i) the aggregate number of shares purchased (which are to be treated as treasury shares) does not exceed ten per cent (10%) of the issued capital of the Company; and
- ii) the funds allocated for the purchase of shares shall not exceed its retained profits and share premium account

and that the Directors be and are hereby further authorized to deal with the treasury shares in their absolute discretion (which may be distributed as dividends, resold and/or cancelled).

and that such authority shall continue to be in force until:-

- a) the conclusion of the next Annual General Meeting ("AGM");
  - b) the expiration of the period within which the next AGM is required by law to be held; or
  - c) revoked or varied in a general meeting,
- whichever occurs first.

### **3.0 ORDINARY RESOLUTION**

#### **Proposed Renewal of General Mandate for Recurrent Related Party Transactions**

On the proposal of Mr Khor Kiem Teoh and seconded by Mr Wan Heng Wah, it was resolved that the Directors be and are hereby authorized to enter into and to give effect to specified recurrent transactions of a revenue or trading nature with specified classes of Related Parties (as set out in Section 2(ii)(a) of the Circular to Shareholders dated 30 July 2008), which are necessary for the day to day operations of the Company and its subsidiaries, in the ordinary course of business on terms not more favourable to the Related Parties than those generally available to the public

and that such authority shall continue to be in force until:-

- a) the conclusion of the next Annual General Meeting ("AGM");
  - b) the expiration of the period within which the next AGM is required by law to be held; or
  - c) revoked or varied in a general meeting,
- whichever occurs first.

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The two (2) interested Directors, Dato' (Dr.) Megat Abdul Rahman bin Megat Ahmad and Encik Hasni bin Harun, had abstained from voting on the resolution.

### **4.0 ORDINARY RESOLUTION**

#### **Proposed Renewal of General Mandate for Recurrent Related Party Transactions**

On the proposal of Mr Woon Peng Wah and seconded by Mr Ng Aik Pheng, it was resolved that the Directors be and are hereby authorised to enter into and to give effect to specified recurrent transactions of a revenue or trading nature with specified classes of Related Parties (as set out in Section 2(ii)(b) of the Circular to Shareholders dated 30 July 2008), which are necessary for the day to day operations of the Company and its subsidiaries, in the ordinary course of business on terms not more favourable to the Related Parties than those generally available to the public

AND THAT such authority shall continue to be in force until:-

- a) the conclusion of the next Annual General Meeting ("AGM");
  - b) the expiration of the period within which the next AGM is required by law to be held; or
  - c) revoked or varied in a general meeting,
- whichever occurs first.

The five (5) interested Directors, Tan Sri Ir. (Dr) Wan Abdul Rahman bin Wan Yaacob, Dato' Tan Boon Seng @ Krishnan, Mr Teh Kean Ming, Dato' Goh Chye Koon and Datuk Lee Teck Yuen, had abstained from voting on the resolution.

### **5.0 TERMINATION**

There being no other business, the meeting was terminated at 5.15 p.m. with a vote of thanks to the Chair.