

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

EGM Minutes dd 25 August 2009

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**Extract of the MINUTES of the Extraordinary General Meeting {EGM} of IJM CORPORATION BERHAD (104131-A) held on Tuesday, 25 August 2009, at 4.55 p.m.**

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### **1.0 INTERESTS OF DIRECTORS**

The interests of the seven (7) Directors, namely Tan Sri Dato' Ir. (Dr) Wan Abdul Rahman bin Wan Yaacob, Dato' Tan Boon Seng @ Krishnan, Mr Teh Kean Ming, Dato' Goh Chye Koon, Dato' (Dr) Megat Abdul Rahman bin Megat Ahmad, Datuk Hj Hasni bin Harun and Datuk Lee Teck Yuen (as contained on page 12 of the Circular to Shareholders dated 31 July 2009) on the recurrent related party transactions were noted.

### **2.0 ORDINARY RESOLUTION**

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

On the proposal of Mr Kwek Hon Kiat and seconded by Mr Chan Kok Keong, 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 and New General Mandate for Recurrent Related Party Transactions**

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On the proposal of Mr Devaraj A/L Govindarajoo and seconded by Ms Sarjit Kaur A/P Mota Singh, 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) and Section 2(ii)(c) of the Circular to Shareholders dated 31 July 2009), 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,

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whichever occurs first.

### **4.0 ORDINARY RESOLUTION**

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

On the proposal of Mr Chan Kok Keong and seconded by Mr Leong Siew Wah, 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) and Section 2(ii)(d) of the Circular to Shareholders dated 31 July 2009), 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 interested Directors, Tan Sri Ir. (Dr) Wan Abdul Rahman bin Wan Yaacob, Dato’ Tan Boon Seng @ Krishnan, Mr Teh Kean Ming and Dato’ Goh Chye Koon, had abstained from voting in respect of their shareholdings on the resolution.

### **5.0 TERMINATION**

There being no other business, the meeting was terminated at 5.00 p.m. with a vote of thanks to the Chair.