

# **IJM PLANTATIONS BERHAD (133399-A)**

EGM Minutes dd 20 August 2009

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**Extract of the MINUTES of the Extraordinary General Meeting {EGM} of IJM PLANTATIONS BERHAD (133399-A) held on Thursday, 20 August 2009, at 4.45 p.m.**

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## **1.0 INTERESTS OF DIRECTORS MAJOR SHAREHOLDERS**

The interests of the three (3) Directors, namely Mr Velayuthan a/l Tan Kim Song, Dato' Tan Boon Seng @ Krishnan and Mr Teh Kean Ming, and the two (2) major shareholders, namely IJM Corporation Berhad and Styrobilt Sdn Bhd, as contained on page 8 of the Circular to Shareholders dated 29 July 2009, on the resolution on recurrent related party transactions were noted.

## **2.0 ORDINARY RESOLUTION**

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

On the proposal of Mr Wan Heng Wah and seconded by Mr Wong Chew Hin, 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.

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

On the proposal of Mr Wan Heng Wah and seconded by Mr Ng Soo Har, 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) of the Circular to Shareholders dated 29 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.

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The interested Directors, namely Velayuthan a/l Tan Kim Song and Dato' Tan Boon Seng @ Krishnan, and the interested major shareholders, namely IJM Corporation Berhad and Styrobilt Sdn Bhd, had abstained from voting in respect of their shareholdings on the resolution.

### **3.0 TERMINATION**

There being no other business, the meeting was terminated at 4.55 p.m. with a vote of thanks to the Chair by Wan Heng Wah.