

DAMANSARA REALTY BERHAD
(Company 4030-D)
(Incorporated in Malaysia)

**SUMMARY OF KEY MATTERS DISCUSSED AT THE EXTRAORDINARY
GENERAL MEETING OF DAMANSARA REALTY BERHAD HELD AT
CRYSTAL HALL, LEVEL 7, HOLIDAY VILLA JOHOR BAHRU CITY CENTRE,
260 JALAN DATO' SULAIMAN, TAMAN ABAD, 80250 JOHOR BAHRU,
JOHOR ON WEDNESDAY, 8 NOVEMBER 2017 AT 11.00 A.M.**

CHAIRMAN OF MEETING : YB. Dato' Ahmad Zahri bin Jamil, the Chairman of the Company chaired the meeting.

QUORUM OF MEETING : The Chairman confirmed the quorum for the meeting to be proceeded.

PROXIES : The Chairman confirmed and declared that the Company has received proxies representing 201,814,615 ordinary shares in the Company, which is equivalent to 65.23% of the total shareholding of the Company.

NOTICE OF MEETING : The Notice convening the Meeting, having been circulated together with the Circular to the Shareholders dated 16 October 2017 within the prescribed period was tabled and taken as read.

PRESENTATION OF THE COPORATE PROPOSALS

Encik Sayed Mazawir bin Syed Mohamad Mustar from Kenanga Investment Bank Berhad ("Principal Adviser") had presented on the following Proposals:-

1. Proposed Bonus Issue of up to 154,685,630 Free Warrants in DBHD ("Warrants") on the basis of one (1) Warrant for every two (2) existing Ordinary Shares in DBHD ("DBHD shares") held on an Entitlement Date to be determined and announced later ("Entitlement Date") ("Proposed Bonus Issue of Warrants"); and
2. Proposed Issuance of Redeemable Convertible Notes with an aggregate principal amount of up to RM150.0 million convertible into a maximum of 300,000,000 conversion shares at the minimum conversion price of RM0.50 per share ("Proposed Notes Issue").

The Principal Adviser concluded that the proceeds arising from the Proposals will potentially increase the Company's capital base, strengthen the Company's balance sheet and provide additional financial flexibility to the Company and its subsidiaries as well as enhance long term shareholders' value.

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(Summary of Key Matters discussed at the Extraordinary General Meeting held on 8 November 2017 – cont'd)

ORDINARY RESOLUTION 1

PROPOSED BONUS ISSUE OF UP TO 154,685,630 FREE WARRANTS IN DBHD (“WARRANTS”) ON THE BASIS OF ONE (1) WARRANT FOR EVERY TWO (2) EXISTING ORDINARY SHARES IN DBHD (“DBHD SHARES”) HELD ON AN ENTITLEMENT DATE TO BE DETERMINED AND ANNOUNCED LATER (“ENTITLEMENT DATE”) (“PROPOSED BONUS ISSUE OF WARRANTS”)

Resolution	Vote For		Vote Against		Results
	No. of Units	%	No. of Units	%	
Resolution 1	201,874,078	100.00	0	0.00	Carried

ORDINARY RESOLUTION 2

PROPOSED ISSUANCE OF REDEEMABLE CONVERTIBLE NOTES WITH AN AGGREGATE PRINCIPAL AMOUNT OF UP TO RM150.0 MILLION CONVERTIBLE INTO A MAXIMUM OF 300,000,000 CONVERSION SHARES AT THE MINIMUM CONVERSION PRICE OF RM0.50 PER SHARE (“PROPOSED NOTES ISSUE”)

Resolution	Vote For		Vote Against		Results
	No. of Units	%	No. of Units	%	
Resolution 2	201,874,078	100.00	0	0.00	Carried

TERMINATION

The Extraordinary General Meeting was terminated at 11.50 a.m. with a vote of thanks to YB. Dato’ Chairman.