

## **LION INDUSTRIES CORPORATION BERHAD**

**Registration No. 192401000008 (415-D)**

(Incorporated in Malaysia)

Minutes of the Extraordinary General Meeting of the Company (“EGM”) held virtually from the Broadcast Venue, Meeting Hall, Level 16, Lion Office Tower, No. 1 Jalan Nagasari, 50200 Kuala Lumpur, Wilayah Persekutuan and via Securities Services e-Portal at <https://sshsb.net.my/> on 24 September 2024 at 2.00 pm.

### PRESENT

**BOARD OF DIRECTORS** : Y. M. Datuk Seri Utama Raja Nong Chik bin Dato’ Raja Zainal Abidin (Chairman)  
Y. Bhg. Tan Sri Cheng Heng Jem (Managing Director)  
Y. Bhg. Dato’ Nik Rahmat bin Nik Taib  
Y. Bhg. Dato’ Sun Teoh Tia  
Cik Zainab binti Dato’ Hj. Mohamed (via remote participation)  
Ms Cheng Hui Ya, Serena

**MEMBERS, CORPORATE REPRESENTATIVES AND PROXIES** : As per Attendees Record  
(collectively, the “Shareholders”)

**IN ATTENDANCE** : Ms Kong Siew Foon (Secretary)

**INVITEES** : Representatives from  
- Mercury Securities Sdn Bhd, Principal Adviser  
- Messrs Ching, Elaine & Co, Legal Adviser  
- PPC International Sdn Bhd, Independent Valuer

### **1. OPENING**

At the outset, the Chairman welcomed all to the Meeting and proceeded to introduce the Board members, the Secretary, the Advisers and the Valuer as well as the essential management team.

The Chairman then informed that no photography, screenshot, or any form of audio or video recording was allowed of the Meeting.

### **2. QUORUM**

The Chairman informed that he had been advised that more than 30 attendees had logged in to the Securities Services e-Portal, hence there being a quorum present, the Chairman duly called the Meeting to order.

### **3. NOTICE OF MEETING**

The Chairman explained that the Notice convening the Meeting together with the Circular to Shareholders had been made available for download from the website of the Company since 9 September 2024 (“Circular”) and as such, the Notice shall be taken as read.

#### 4. PROCEEDINGS OF MEETING

Before proceeding with the items on the Agenda, the Chairman informed that in accordance with the Bursa Malaysia Securities Berhad Main Market Listing Requirements and the Constitution of the Company, all resolutions tabled at the Meeting would be voted upon by way of a poll.

The Chairman informed further that the Company had appointed SS E Solutions Sdn Bhd as the Poll Administrator to conduct the remote voting and polling process and Commercial Quest Sdn Bhd, the Independent Scrutineer to verify the results of the poll.

The Chairman explained that the Question and Answer session to address questions submitted by Shareholders would be conducted after going through all the Agenda items.

The step-by-step guide on the online voting within the e-Portal (“Online Voting Guide”) was presented to guide Shareholders on the online voting facility which had been accessible since the start of the Meeting.

#### 5. PROPOSED DISPOSALS

##### Ordinary Resolution 1

Proposed disposal by Amsteel Mills Sdn Bhd (“Amsteel Mills”), a 99% owned subsidiary of the Company of 2 pieces of leasehold industrial land held under HS(D) 17795 PT 3494 (now known as Lot No. 25170) with the buildings erected thereon together with the fixtures and fittings attached thereto and HS(D) 31354 PT 17631 (now known as Lot No. 26953), both located in Mukim of Kapar, District of Klang, State of Selangor (“Property 1”) to RHB Trustees Berhad (“RHB Trustees”), acting as the trustee for Axis Real Estate Investment Trust (“Axis-REIT”), for a total disposal consideration of RM313,000,000 to be satisfied entirely in cash and the subsequent leaseback by Amsteel Mills (“Proposed Disposal of Property 1”).

##### Ordinary Resolution 2

Proposed disposal by Amsteel Mills, a 99% owned subsidiary of the Company of a piece of leasehold industrial land held under HS(D) 119721 PT 59358 (now known as Lot 62610), located in Mukim of Kapar, District of Klang, State of Selangor to RHB Trustees, acting as the trustee for Axis-REIT, for a total disposal consideration of RM38,800,000 to be satisfied entirely in cash (“Proposed Disposal of Property 2”).

The Proposed Disposal of Property 1 and the Proposed Disposal of Property 1 shall collectively be referred to as the “Proposed Disposals”.

Mr Chris Lai Ther Wei summarised the Proposed Disposals as set out in the Circular covering the following areas:

*(Defined words used hereinafter shall have the same meanings as those defined in the Circular to Shareholders of the Company dated 9 September 2024)*

- (i) Basis and justification for the Disposal Consideration and the rental rate for the Leaseback of Property 1
- (ii) Mode of settlement
- (iii) Proposed utilisation of proceeds
- (iv) Rationale and benefits
- (v) Effects of the Proposed Disposals
- (vi) Approval required

## 6. QUESTION AND ANSWER SESSION

The Chairman and Management addressed comments and enquiries submitted by Shareholders via real time submission in relation to the Proposed Disposals which included the following:

- (i) The proceeds from the Proposed Disposals would enhance the Company's financial flexibility and allow financial planning to address the operational requirements while significantly reducing debts to approximately 5% of the Shareholders' Fund.
- (ii) The Leaseback of Property 1 also enabled the Company to operate the long steel plant on a continuing basis.
- (iii) The Company would actively monitor the market situation before deciding on the next course of action for the long steel plant and the long steel business upon expiry of the 6-year lease period pursuant to the respective Lease Agreement and the Lease Agreement Lot 1.

## 7. POLLING PROCESS

The Chairman reminded Shareholders who had not voted as yet to cast their votes in respect of all the resolutions tabled at the Meeting, and proceeded to share again the Online Voting Guide before allocating another 10 minutes for Shareholders to cast their votes for proper and orderly conduct of the poll. Thereafter, voting was closed for the Independent Scrutineer to verify the poll results.

## 8. DECLARATION OF POLL RESULTS

- 8.1** At 2.36 pm, the Chairman called the Meeting back to order for the announcement of the poll results. The Chairman informed that he had received the poll results for the 2 Ordinary Resolutions as follows which was displayed on the screen for information of the Shareholders:

Resolution	Vote in favour		Vote Against	
	No. of Shares	%	No. of Shares	%
Resolution 1 Proposed Disposal of Property 1	289,811,776	99.8936	308,608	0.1064
Resolution 2 Proposed Disposal of Property 2	289,811,777	99.8936	308,607	0.1064

- 8.2 Based on the results of the poll, the Chairman declared the following Ordinary Resolutions duly carried:

Ordinary Resolution 1

**Proposed disposal by Amsteel Mills Sdn Bhd (“Amsteel Mills”), a 99% owned subsidiary of the Company of 2 pieces of leasehold industrial land held under HS(D) 17795 PT 3494 (now known as Lot No. 25170) with the buildings erected thereon together with the fixtures and fittings attached thereto and HS(D) 31354 PT 17631 (now known as Lot No. 26953), both located in Mukim of Kapar, District of Klang, State of Selangor to RHB Trustees Berhad (“RHB Trustees”), acting as the trustee for Axis Real Estate Investment Trust (“Axis-REIT”), for a total disposal consideration of RM313,000,000 to be satisfied entirely in cash and the subsequent leaseback by Amsteel Mills**

THAT subject to the approvals and consents from all relevant regulatory authorities and/or parties being obtained (where required), approval be and is hereby given to Amsteel Mills, a 99% owned subsidiary of the Company to dispose of 2 pieces of leasehold industrial land held under HS(D) 17795 PT 3494 (now known as Lot No. 25170) with the buildings erected thereon together with the fixtures and fittings attached thereto and HS(D) 31354 PT 17631 (now known as Lot No. 26953), both located in Mukim of Kapar, District of Klang, State of Selangor to RHB Trustees, acting as the trustee for Axis-REIT, for a total disposal consideration of RM313,000,000 to be satisfied entirely in cash based on the conditional Sale and Purchase Agreement dated 22 April 2024 entered between Amsteel Mills and RHB Trustees acting as the trustee for Axis-REIT (“Proposed Disposal of Property 1”);

AND THAT the Directors of the Company be and are hereby authorised to do all acts and things and to execute all necessary documents, to give full effect to and complete the Proposed Disposal of Property 1 with full power to assent to or make any modifications, variations and/or amendments as may be required by the relevant authorities or as may be deemed necessary by the Directors of the Company and to take all steps and actions as may be required by the relevant authorities or as the Directors may deem necessary or expedient to finalise, implement and give full effect to and complete the Proposed Disposal of Property 1.

Ordinary Resolution 2

**Proposed disposal by Amsteel Mills, a 99% owned subsidiary of the Company of a piece of leasehold industrial land held under HS(D) 119721 PT 59358 (now known as Lot 62610), located in Mukim of Kapar, District of Klang, State of Selangor to RHB Trustees, acting as the trustee for Axis-REIT, for a total disposal consideration of RM38,800,000 to be satisfied entirely in cash**

THAT subject to the passing of Ordinary Resolution 1, approvals and consents from all relevant regulatory authorities and/or parties being obtained (where required), approval be and is hereby given to Amsteel Mills, a 99% owned subsidiary of the Company to dispose of a piece of leasehold industrial land held under HS(D) 119721 PT 59358 (now known as Lot 62610), located in Mukim of Kapar, District of Klang, State of Selangor to RHB Trustees, acting as the trustee for Axis-REIT, for a total disposal consideration of RM38,800,000 to be satisfied entirely in cash based on the conditional Sale and Purchase Agreement dated 22 April 2024 entered between Amsteel Mills and RHB Trustees acting as the trustee for Axis-REIT (“Proposed Disposal of Property 2”);

AND THAT the Directors of the Company be and are hereby authorised to do all acts and things and to execute all necessary documents, to give full effect to and complete the Proposed Disposal of Property 2 with full power to assent to or make modifications, variations and/or amendments as may be required by the relevant authorities or as may be deemed necessary by the Directors of the Company and to take all steps and actions as may be required by the relevant authorities or as the Directors may deem necessary or expedient to finalise, implement and give full effect to and complete the Proposed Disposal of Property 2.

**9. CLOSING REMARKS BY THE CHAIRMAN**

On behalf of Management, the Chairman encouraged Shareholders to provide or update their email addresses in respect of their Central Depository System accounts to facilitate prompt electronic receipt of all notifications issued by the Company.

**10. TERMINATION**

There being no other business, the Meeting ended at 2.39 pm.

SIGNED AS A CORRECT RECORD

SIGNED

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CHAIRMAN