



Malaysian Resources Corporation Berhad
(Company No.: 7994-D)
(Incorporated in Malaysia under the Companies Act, 1965)

DETAILS OF THE PROPOSED AMENDMENTS TO THE
ARTICLES OF ASSOCIATION
OF
MALAYSIAN RESOURCES CORPORATION BERHAD

The Articles of Association of Malaysian Resources Corporation Berhad are proposed to be amended in the following manner, to be in compliance with the amendments to the Listing Requirement of Bursa Malaysia Securities Berhad:

Existing Articles	Proposed Amendments
<p>Article 2 - Interpretation</p> <p>"Central Depository" means Malaysian Central Depository Sdn Bhd (165570-W)</p> <p>"Exchange" means Kuala Lumpur Stock Exchange and shall include any other stock exchanges on which the Company's shares may for the time being be listed.</p>	<p>Article 2 - Interpretation</p> <p>"Central Depository" means Bursa Malaysia Depository Sdn Bhd (165570-W)</p> <p>"Exchange" means Bursa Malaysia Securities Berhad and shall include any other stock exchanges on which the Company's shares may for the time being be listed.</p>
<p>Article 7 - Issue of preference shares</p> <p>The total nominal value of issued preference shares shall not at any time exceed the total nominal value of the issued ordinary shares and the Company shall not, unless with the consent of the existing Preference shareholders at a class meeting, issue preference shares ranking in priority above preference shares already issued, but may issue preference shares ranking equally therewith.</p>	<p>Article 7 - Issue of preference shares</p> <p>The Company shall not, unless with the consent of the existing Preference shareholders at a class meeting, issue preference shares ranking in priority above preference shares already issued, but may issue preference shares ranking equally therewith.</p>
<p>Article 8 - Rights of preference shareholders</p> <p>The holder of a preference share must be entitled to a right to vote in each of the following circumstances:-</p> <ol style="list-style-type: none"> when the dividend or part of the dividend on the share is in arrears for more than six (6) months on a proposal to reduce the Company's share capital on a proposal for the disposal of the whole of the Company's property, business and undertaking; on a proposal that affects rights attached to the share; on a proposal to wind up the Company; and during the winding up of the Company <p>The holder of a preference share must be entitled to a return of capital in preference to holders of ordinary shares when the Company is wound up. A holder of a preference share must be entitled to the same rights as a holder of any ordinary share in relation to receiving notices, reports and audited accounts, and attending meetings.</p>	<p>Article 8 - Rights of preference shareholders</p> <p>The holder of a preference share must be entitled to a right to vote in each of the following circumstances:-</p> <ol style="list-style-type: none"> when the dividend or part of the dividend on the share is in arrears for more than six (6) months on a proposal to reduce the Company's share capital on a proposal for the disposal of the whole of the Company's property, business and undertaking; on a proposal that affects rights attached to the share; on a proposal to wind up the Company; and during the winding up of the Company <p>A holder of a preference share must be entitled to the same rights as a holder of any ordinary share in relation to receiving notices, reports and audited accounts, and attending meetings.</p>
<p>Article 62(b) - Rights of Depositors</p> <p>The Company shall also request the Central Depository in accordance with the Rules, to issue a Record of Depositors as at a date not less than three (3) market days before the General Meeting (hereinafter referred to as "the General Meeting Record of Depositors")</p>	<p>Article 62(b) - Rights of Depositors</p> <p>The Company shall also request the Depository in accordance with the Rules of the Depository, to issue a Record of Depositors, as at the latest date which is reasonably practicable which shall in any event be not less than 3 market days before the general meeting (hereinafter referred to as "the General Meeting Record of Depositors")</p>

Existing Articles	Proposed Amendments
<p>Article 88 – Natural person</p> <p>No one other than a natural person shall be a Director of the Company.</p>	<p>Article 88 – Natural person</p> <p>Deleted in its entirety.</p>
<p>Article 100 – Vacation of office of Director</p> <p>The office of a Director shall be vacated in any of the following events, namely:-</p> <ul style="list-style-type: none"> (a) if he becomes prohibited by law from acting as a Director; (b) if (not being a Managing Director or Managing Directors or Executive Directors holding office as such for a fixed term) he resigns by writing under his hand left at the Office; (c) if he be removed by the Company in General Meeting pursuant to Article 99 of these Articles. (d) if he becomes of unsound mind; (e) if he becomes bankrupt; or (f) if he is absent from more than fifty (50) percent of the total Board of Directors' Meetings held during a financial year unless an exemption or waiver is obtained from the Stock Exchange. 	<p>Article 100 – Vacation of office of Director</p> <p>The office of a Director shall be vacated in any of the following events, namely:-</p> <ul style="list-style-type: none"> (a) if he becomes prohibited by law from acting as a Director; (b) if (not being a Managing Director or Managing Directors or Executive Directors holding office as such for a fixed term) he resigns by writing under his hand left at the Office; (c) if he be removed by the Company in General Meeting pursuant to Article 99 of these Articles. (d) if he becomes of unsound mind; (e) if he becomes bankrupt.