

TITIJAYA LAND BERHAD (“TLB” or “Company”)

AGREEMENT TO BUILD AND LET BETWEEN AMAN DUTA SDN. BHD., AN INDIRECT WHOLLY-OWNED SUBSIDIARY OF TLB, AND DHL PROPERTIES (M) SDN. BHD.

1. Introduction

We refer to the announcement made on 15 June 2022 pertaining to the Agreement to Build and Let (“**Agreement**”) entered into between Aman Duta Sdn. Bhd. (“**Aman Duta**”) being an indirect wholly-owned subsidiary of TLB, with DHL Properties (M) Sdn. Bhd. (“**DHL**” or “**Tenant**”).

The purpose of the Agreement is to set forth the terms and conditions in respect of the construction and letting of a logistics commercial complex (“**Facility**”) to be constructed on a portion of the land measuring approximately 26,688 square meter situated at Lot 12174, No Hakmilik 4022, Mukim 12, Daerah Barat Daya, Pulau Pinang (“**Land**”), in accordance with the agreed architectural design, layout and building specification agreed by DHL and approved by the appropriate authorities.

(Both Aman Duta and DHL to be collectively referred to as the “Parties” and individually as a “Party”)

2. Explain the change of entity (from City Meridian Development Sdn. Bhd. (“CMD”) to Aman Duta) that will undertake the build and lease of property to DHL

CMD is retaining its role as property developer. The build and lease is to be carried out by Aman Duta, another wholly owned subsidiary of TLB.

3. Details of Aman Duta Sdn. Bhd.

Aman Duta is a private limited company incorporated in Malaysia on 18 July 2017, having its registered address at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan and place of business at N-16-01, Penthouse, Level 16, First Subang, Jalan SS15/4G, 47500 Subang Jaya, Selangor Darul Ehsan.

The Directors of Aman Duta are Tan Sri Dato’ Lim Soon Peng, Lim Puay Fung and Lim Poh Yit.

The shareholder of Aman Duta is Titijaya Medicare Sdn. Bhd., which is also a wholly-owned subsidiary of Titijaya Land Berhad.

The principal activity of Aman Duta is investment holding.

4. Investment cost / capital outlay by Aman Duta Sdn. Bhd and expected commencement and completion date

The investment cost is estimated at approximately RM200 million and the construction is expected to commence upon obtaining all necessary approvals and the completion date approximately on July 2023.

5. Terms of the agreement

5.1 Building Plan Approval

Aman Duta shall, at its own cost and expense, submit an application to the appropriate authorities to obtain the building plan approval for the Facility, subject to the terms and conditions stipulated in the Agreement.

5.2 Construction Costs

Unless provided in the Agreement or the additional works are requested by the Tenant, the costs and expenses for the development and construction of the Facility on the Land shall be fully borne by Aman Duta and shall not only be limited to all infrastructural work of the development, the additional infrastructural work required to strictly adhere to and comply with the relevant statutory rules, guidelines and regulations, the obtaining of all necessary and requisite approvals, consents and licences for the construction of the Facility and all costs related to removing and relocating the underground services including gas and water pipelines and electricity and telecommunication cables on the Land, if required by the appropriate authorities.

The infrastructural work for the development shall be limited only to the public access route to and the drainage facilities supporting the Facility which are within the Land, if any ("**Infrastructure Works**").

Aman Duta shall maintain the Infrastructure Works and to ensure that the access routes to the Facility are accessible to the public upon delivery of vacant possession and prior to the same being handed over to the appropriate authorities, if any.

5.3 Term and Rental of Tenancy

The tenancy of the Facility shall commence on the rental commencement date and shall be for the guaranteed period unless otherwise terminated in accordance with the Agreement.

The tenure of the agreement is 10 years and the rent of tenure for the property and its assets are estimated at approximately from RM160 million to RM 210 million.

5.4 Termination

The Parties agree that the Agreement shall not be terminated for whatsoever reason prior to the rental commencement date unless otherwise provided in the Agreement.

6. Financial impact of the agreement to the Group

The Agreement is not expected to have any effect on the earnings per share, net assets per share, gearing, share capital and substantial shareholders' shareholdings of the Company for the financial year ending 30 June 2022.

The tenancy of the Facility is expected to contribute positively to TLB Group's earnings over the duration of the tenancy.

The announcement is dated 20 June 2022.