



He then informed that voting for all the ordinary resolutions as set out in the notice of the 6<sup>th</sup> AGM will be carried out by poll in line with Bursa's Listing Requirements. Quantegic Services Sdn Bhd, an independent scrutineer has been appointed to validate the votes. The polling process for the resolutions would be conducted upon completion of the deliberation of all items to be transacted at the 6<sup>th</sup> AGM.

The Chairman then proceeded to discuss Agenda 1.

**3. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018**

The Audited Financial Statements for the financial year ended 31 December 2018 and the Reports of the Directors and Auditors having been circulated to all the Members within the prescribed period was taken as read.

The Chairman thereupon invited questions from the floor.

As there were no questions raised, the Audited Financial Statements for the financial year ended 31 December 2018 were received.

**4. TO APPROVE THE PAYMENT OF DIRECTORS FEES AMOUNTING TO RM174,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2019 (RESOLUTION 1)**

The Company had proposed a payment of Directors fees of RM174,000 for the financial year ending 31 December 2019.

The Chairman informed that the Directors who are also shareholders shall abstain from voting of this resolution.

Resolution 1 was duly proposed by Mr Chin Choo Sin and seconded by Mr Chong Chee Ken.

**5. TO APPROVE THE PAYMENT OF DIRECTORS' BENEFIT OF RM64,000 FROM 29 JUNE 2019 UP TO THE NEXT ANNUAL GENERAL MEETING (RESOLUTION 2)**

The Company had proposed a payment of Non-Executive Directors' benefit of RM64,000 from 29 June 2019 up to the next Annual General Meeting.

The Chairman informed that the Directors who are also shareholders shall abstain from voting of this resolution.

Resolution 2 was duly proposed by Mr Chin Choo Sin and seconded by Cik Nur Akmaliza.

**6. TO APPROVE THE ADDITIONAL PAYMENT OF DIRECTORS' BENEFIT OF RM29,000 FROM 28 JUNE 2018 TO 28 JUNE 2019 (RESOLUTION 3)**

The Company had proposed an additional payment of Directors' benefit of RM29,000 from 28 June 2018 to 28 June 2019.

The Chairman informed that the Directors who are also shareholders shall abstain from voting of this resolution.

Resolution 3 was duly proposed by Mr Chin Choo Sin and seconded by Mr Chong Chee Ken.

**7. RE-ELECTION OF MR YUEN CHOONG LAI WHO RETIRES PURSUANT TO ARTICLE 122 OF THE COMPANY'S CONSTITUTION (RESOLUTION 4)**

The Chairman informed that Mr Yuen Choong Lai was due to retire pursuant to Article 122 of the Company's Constitution, and being eligible, has offered himself for re-election.

Resolution 4 was duly proposed by Mr Chong Chee Ken and seconded by Madam WL Fong.

**8. RE-ELECTION OF MR SIEW MUN LOU WHO RETIRES PURSUANT TO ARTICLE 122 OF THE COMPANY'S CONSTITUTION (RESOLUTION 5)**

In accordance with Article 122 of the Company's Constitution, Mr Siew Mun Lou was due to retire and being eligible, has offered himself for re-election.

Resolution 5 was duly proposed by Mr Chong Chee Ken and seconded by Mr Lim Tock King.

**9. RE-ELECTION OF MR ANG WEI ZHEN WHO RETIRES PURSUANT TO ARTICLE 122 OF THE COMPANY'S CONSTITUTION (RESOLUTION 6)**

In accordance with Article 122 of the Company's Constitution, Mr Ang Wei Zhen was due to retire and being eligible, has offered himself for re-election.

Resolution 6 was duly proposed by Mr Chong Chee Ken and seconded by Mr Lew Lup Seng.

**10. RE-APPOINTMENT OF AUDITORS MESSRS KPMG PLT FOR THE ENSUING YEAR AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION (RESOLUTION 7)**

Messrs KPMG PLT who was retiring at the 6<sup>th</sup> AGM had given their consent to seek for re-appointment. It was noted that no other nominations had been received by the Company.

Resolution 7 was duly proposed by Mr Yeap Sen Tian and seconded by Mr Yap Yoon Fatt.

**11. AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTION 75 AND SECTION 76 OF THE COMPANIES ACT 2016 (RESOLUTION 8)**

The next item on the agenda was to seek authority from the shareholders for the allotment of shares pursuant to Section 75 and Section 76 of the Companies Act 2016.

Resolution 8 was duly proposed by Mr Yeap Sen Tian and seconded by Mr Yap Yoon Fatt.

**12. PROPOSED ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY (RESOLUTION 9)**

The Chairman informed that the last item on the Agenda was to seek approval to revoke the existing Constitution and in place thereof, to adopt the proposed new Constitution of the Company, as set out in Appendix A of the Annual Report dated 30 April 2019.

The Proposed Adoption of this Special Resolution, if passed, will streamline the Company's Constitution with the new provisions of the Companies Act, 2016 amendments made to Bursa Malaysia Securities Berhad's Main Market Listing Requirements and enhance administrative efficiency.

Resolution 9 was duly proposed by Mr Yeap Sen Tian and seconded by Mr Yap Yoon Fatt.

**13. POLLING PROCESS**

The Chairman then invited a representative from Boardroom Share Registrars Sdn. Bhd., to explain the procedures for the conduct of the poll. The poll commenced at 10.20 a.m.

The Meeting was adjourned at 10.20 a.m. to facilitate the voting process.

**14. ANNOUNCEMENT OF POLL RESULTS**

The Chairman called the Meeting to order at 10.50 a.m. for the declaration of the poll results and invited Madam Irene Chew, the Secretary, to read out the poll results.

**14.1 To approve the payment of Directors Fees amounting to RM174,000 for the Financial Year Ending 31 December 2019**

The poll result in respect of Resolution 1 was recorded as follows:-

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
<b>Resolution 1</b>	244,506,000	99.9771	56,000	0.0229

As 244,506,000 shares representing 99.9771% of the total votes cast were in favour of the motion, the Chairman declared the following Resolution 1 duly passed:-

“THAT the payment of Directors’ fees amounting to RM174,000 for the financial year ending 31 December 2018 be approved.”

**14.2 To approve the payment of Directors’ Benefits of RM64,000 from 29 June 2019 up to the next Annual General Meeting**

The poll result in respect of Resolution 2 was recorded as follows:-

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
<b>Resolution 2</b>	244,506,000	99.9894	26,000	0.0106

As 244,506,000 shares representing 99.9894% of the total votes cast were in favour of the motion, the Chairman declared the following Resolution 2 duly passed:-

“THAT the payment of the Directors’ Benefits of RM64,000 from 28 June 2019 up to the next Annual General Meeting be approved.”

**14.3 To approve the additional payment of Directors’ Benefits of RM29,000 from 28 June 2018 to 28 June 2019**

The poll result in respect of Resolution 3 was recorded as follows:-

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
<b>Resolution 3</b>	243,523,000	99.5752	1,039,000	0.4248

As 243,523,000 shares representing 99.5752% of the total votes cast were in favour of the motion, the Chairman declared the following Resolution 3 duly passed:-

“THAT the payment of the additional Directors’ Benefits of RM29,000 from 28 June 2018 to 28 June 2019 be approved.”

**14.4 Re-election of Mr Yuen Choong Lai who retires pursuant to Article 122 of the Company's Constitution**

The poll result in respect of Resolution 4 was recorded as follows:-

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
<b>Resolution 4</b>	244,567,000	100	0	0

As 244,567,000 shares representing 100% of the total votes cast were in favour of the motion, the Chairman declared the following Resolution 4 duly passed:-

“THAT Mr Yuen Choong Lai who retires as a Director of the Company pursuant to Article 122 of the Company's Constitution, and being eligible be hereby re-elected as Director of the Company.”

**14.5 Re-election of Mr Siew Mun Lout who retires pursuant to Article 122 of the Company's Constitution**

The poll result in respect of Resolution 5 was recorded as follows:-

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
<b>Resolution 5</b>	244,567,000	100	0	0

As 244,567,000 shares representing 100% of the total votes cast were in favour of the motion, the Chairman declared the following Resolution 5 duly passed:-

“THAT Mr Siew Mun Lout who retires as a Director of the Company pursuant to Article 122 of the Company's Constitution, and being eligible be hereby re-elected as Director of the Company.”

**14.6 Re-election of Mr Ang Wei Zhen who retires pursuant to Article 122 of the Company's Constitution**

The poll result in respect of Resolution 6 was recorded as follows:-

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
<b>Resolution 6</b>	244,567,000	100	0	0

As 244,567,000 shares representing 100% of the total votes cast were in favour of the motion, the Chairman declared the following Resolution 6 duly passed:-

“THAT Mr Ang Wei Zhen who retires as a Director of the Company pursuant to Article 122 of the Company’s Constitution, and being eligible be hereby re-elected as Director of the Company.”

#### **14.7 Re-appointment of Auditors Messrs KPMG PLT for the ensuing year and to authorise the Directors to fix their remuneration**

The poll result in respect of Resolution 7 was recorded as follows:-

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
<b>Resolution 7</b>	244,567,000	100	0	0

As 244,567,000 shares representing 100% of the total votes cast were in favour of the motion, the Chairman declared the following Resolution 7 duly passed:-

“THAT Messrs KPMG PLT be and is hereby re-appointed as Company’s Auditors and to hold office until the conclusion of the next Annual General Meeting of the Company at a remuneration to be determined by the Directors.”

#### **14.8 Authority to allot and issue shares pursuant to Section 75 and Section 76 of the Companies Act 2016**

The poll result in respect of Resolution 8 was recorded as follows:-

	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
<b>Resolution 8</b>	244,567,000	100	0	0

As 244,567,000 shares representing 100% of the total votes cast were in favour of the motion, the Chairman declared the following Resolution 8 duly passed:-

“THAT subject to Sections 75 and 76 of the Companies Act, 2016 and the approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue and allot shares in the Company, at any time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum of the number of issued shares of the Company for the time being and the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities

Berhad; AND THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company in accordance with Section 76 of the Companies Act, 2016.”

#### **14.9 Proposed Adoption of the New Constitution of the Company**

The poll result in respect of Resolution 9 was recorded as follows:-

	<b>FOR</b>		<b>AGAINST</b>	
	<b>Number of Shares</b>	<b>%</b>	<b>Number of Shares</b>	<b>%</b>
<b>Resolution 9</b>	244,567,000	100	0	0

As 244,567,000 shares representing 100% of the total votes cast were in favour of the motion, the Chairman declared the following Resolution 9 duly passed:-

“THAT the draft new set of the Constitution of the Company in the form and manner as set out in Appendix A attached herewith be and is hereby approved and adopted as the new Constitution of the Company.

AND THAT, the Directors of the Company be and are hereby authorized to assent to any modification, variation and/or amendments as may be required by the relevant authorities and to do all acts and things and take all such steps as may be considered necessary to give effect to the adoption of the new Constitution of the Company.”

#### **CLOSURE**

There being no other business for which due notice has been given, the Chairman declared the Meeting closed at 10.55 a.m.

**END**