

JADI IMAGING HOLDINGS BERHAD
(200001023711)(526319-P)
(Incorporated in Malaysia)

Minutes of the Twentieth Annual General Meeting of the Company conducted fully virtual through online meeting platform via TIIH online website at <https://tiih.online> or <https://tiih.com.my> (domain registration number with MYNIC: D1A282781) provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia on 28 September 2021, Tuesday at 11.00 a.m.

Present	: Mr Liew Kim Siong (Executive Chairman) – Others as per attendance list	
By Invitation	: Mr Liew Kit Ms Liew Hock Yee Dato’ Seri’ Dr. Raymond Liew Lee Leong Mr Lim Chee Khang Dato’ Dr. Lee Chung Wah @ Lee Chung Fu, Marcus	} Directors
In Attendance	: Ms Shirley Fong Seah Lih Mr Teo Kok Jaan Ms Siew Eleen	} Secretary Representatives of Tricor Corporate Services Sdn Bhd

1. QUORUM

On behalf of the Board of Directors of Jadi Imaging Holdings Berhad (“the Company” or “JADI”), Mr Liew Kim Siong (“the Chairman”), the Executive Chairman of the Company, welcomed all present at the meeting.

Upon confirmation of a quorum pursuant to Clause 56(2) of the Company’s Constitution by the Secretary, the Chairman called the meeting to order at 11.00 a.m.

2. NOTICE OF MEETING

The Chairman informed that the resolutions set out in the notice of meeting would be voted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Chairman further informed that the Company was required to appoint at least one scrutineer to validate the votes cast

at the general meeting and then declared that the scrutineer for the poll was Asia Securities Sdn. Berhad (“AS”).

The Chairman informed that the poll on all resolutions would be conducted after the meeting had deliberated on all the items on the agenda. Shareholders or proxies who wished to vote before the voting session could do so via the online remote voting until an announcement on its cessation was made.

The Chairman further informed that Ordinary Resolutions 1 to 7, as tabled at the meeting, required a simple majority of more than 50% votes from the shareholders and proxies who were present and voting at the meeting.

The Chairman also informed that during the Q&A session, the Company would address the questions submitted electronically in advance by shareholders or proxies, who could also pose questions during the meeting by typing their questions in the query box. Should there be a duplication in the questions, the Company would group the related and similar questions and provide the appropriate responses. In the event the Company was unable to answer all the questions due to time constraint, the Company will provide the responses either by email or post them on the Company’s website.

The Chairman informed that the poll would be administered by the Poll Administrator, namely Tricor Investor & Issuing House Services Sdn. Bhd. and the appointed scrutineer, AS.

The representative from the Poll Administrator was invited to explain the voting procedure through the remote participation and voting application to the shareholders.

There being no objection, the notice convening the meeting, having been circulated to all the shareholders of the Company within the statutory period, was taken as read.

3. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2021 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

The Audited Financial Statements for the financial year ended 31 March 2021, together with the Reports of the Directors and Auditors thereon (“Audited Financial Statements”), having been circulated to all the shareholders of the Company within the statutory period, were tabled before the meeting for discussion.

It was noted that pursuant to Section 340(1)(a) of the Companies Act 2016, this agenda item would not require the shareholders’ approval.

The Chairman then informed the shareholders or proxies to leave their questions in the query box and the Board would address the questions during the Q&A session later.

4. ORDINARY RESOLUTIONS 1 AND 2
RE-ELECTION OF DIRECTORS

- (I) MR LIEW KIT**
(II) MR LIM CHEE KHANG
-

(I) Re-election of Mr Liew Kit

The Chairman informed that Mr Liew Kit was retiring from the Board pursuant to Clause 76 of the Company's Constitution and being eligible, had offered himself for re-election. His profile is available on page 9 of the Annual Report.

The Chairman further informed the shareholders or proxies to leave their questions pertaining to Mr Liew Kit's re-election in the query box and the Board would address the questions during the Q&A session later.

Thereafter, the Chairman put the motion to a vote by poll at the end of the meeting.

(II) Re-election of Mr Lim Chee Khang

The Chairman informed that Mr Lim Chee Khang was retiring from the Board pursuant to Clause 76 of the Company's constitution and being eligible, had offered herself for re-election. His profile is available on page 10 of the Annual Report.

The Chairman further informed the shareholders or proxies to leave their questions pertaining to Mr Lim Chee Khang's re-election in the query box and the Board would address the questions during the Q&A session later.

Thereafter, the Chairman put the motion to a vote by poll at the end of the meeting.

5. ORDINARY RESOLUTION 3
DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 31 MARCH 2022

The meeting continued to consider the payment of Directors' fees of RM292,500.00 for the financial year ending 31 March 2022.

The Chairman informed the shareholders or proxies to leave their questions pertaining to this resolution in the query box and the Board would address the questions during the Q&A session later.

Thereafter, the Chairman put the motion to a vote by poll at the end of the meeting.

6. ORDINARY RESOLUTION 4
DIRECTORS' BENEFITS FOR THE PERIOD FROM THIS TWENTIETH ANNUAL
GENERAL MEETING UNTIL THE TWENTY-FIRST ANNUAL GENERAL MEETING

The Chairman informed that the Board of Directors was proposing the payment of the Directors' benefits up to RM20,000.00 to the Directors of the Company for the period from this Twentieth Annual General Meeting until the Twenty-First Annual General Meeting of the Company.

The Chairman further informed the shareholders or proxies to leave their questions in the query box pertaining to this resolution and the Board would address the questions during the Q&A session later.

Thereafter, the Chairman put the motion to a vote by poll at the end of the meeting.

7. ORDINARY RESOLUTION 5
RE-APPOINTMENT OF MESSRS BAKER TILLY MONTEIRO HENG PLT AS
AUDITORS OF THE COMPANY

The Chairman informed that the retiring Auditors, Messrs Baker Tilly Monteiro Heng PLT, had given their consent for re-appointment as auditors of the Company.

The Chairman further informed the shareholders or proxies to leave their questions pertaining to this resolution in the query box and the Board would address the questions during the Q&A session later.

Thereafter, the Chairman put the motion to a vote by poll at the end of the meeting.

8. ORDINARY RESOLUTION 6 (SPECIAL BUSINESS)
AUTHORITY TO ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE
COMPANIES ACT 2016

The meeting continued to consider the special business in respect of the proposed Ordinary Resolution 6 on the issuance of new ordinary shares pursuant to Sections 75 and 76 of the Companies Act 2016. The full text of the proposed Ordinary Resolution 6 had been set out in the notice of meeting and the same was taken as read.

The Chairman further informed the meeting that the passing of the proposed resolution pertaining to the Authority to Issue Shares would provide flexibility to the Company to issue new shares in the Company up to an amount not exceeding 20% of the total number of issued shares (excluding treasury shares) of the Company for any possible fund raising activities, including but not limited to placement of shares for the purposes of funding the Company's current/future investment projects, working capital, acquisitions and/or for issuance of shares as settlement of purchase consideration, or other circumstances arise which involve grant of rights to subscribe for shares, conversion of any securities into shares, or allotment of shares under an agreement or option or offer, or such other applications as the Directors may deem fit in the best

interest of the Company without having to convene a general meeting (known as Proposed 20% General Mandate”).

This Proposed 20% General Mandate shall, unless be revoked or varied by the Company in a general meeting, expire on 31 December 2021. Thereafter, with effect from 1 January 2022, the general mandate with same nature shall be reinstated from a 20% limit to a 10% limit pursuant to Paragraph 6.03 of the Listing Requirements of Bursa Malaysia Securities Berhad (known as Proposed 10% General Mandate).

The Proposed 10% General Mandate shall, unless be revoked or varied by the Company in a general meeting, expire at the conclusion of the next AGM.

The Chairman informed the shareholders or proxies to leave their questions pertaining to this resolution in the query box and the Board would address the questions during the Q&A session later.

Thereafter, the Chairman put the motion to a vote by poll at the end of the meeting.

9. ORDINARY RESOLUTION 7 (SPECIAL BUSINESS)
PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK

The Chairman informed that the full text of the proposed Ordinary Resolution 7, as set out in the notice of meeting, and the details of the Proposed Renewal of Share Buy-Back Authority, which had been clearly set out in the Statement to Shareholders contained in the Annual Report 2021, was taken as read.

The Chairman further informed that the passing of this Ordinary Resolution 7 would provide a mandate for the Company to purchase its own shares up to 10% of the total number of issued shares of the Company and shall lapse at the conclusion of the next Annual General Meeting unless authority for the renewal is obtained from the shareholders of the Company at a general meeting.

The Chairman informed the shareholders or proxies to leave their questions pertaining to this resolution in the query box and the Board would address the questions during the Q&A session later.

Thereafter, the Chairman put the motion to a vote by poll at the end of the meeting.

The Chairman proceeded to the Q&A session.

The meeting went through the questions that were submitted before the meeting and those that were posed during that meeting.

After the questions from the shareholders had been satisfactorily answered by the Chairman and the Board, the Chairman concluded the Q&A session.

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The Chairman added that the responses to the questions that were not addressed during the Q&A session would either be e-mailed to the shareholders concerned after the meeting or posted on the Company's website.

The Chairman then informed that since the Company had dealt with all the items on the Agenda, the meeting would proceed to conduct the poll for the proposed resolutions. The shareholders and/or proxies were informed to submit their vote.

The representative of the Share Registrar was invited to brief the shareholders on the poll procedure. The meeting proceeded to poll voting.

The voting session ended at 11.55 a.m. and the meeting was adjourned for 20 minutes for the counting of the votes.

Upon completion of the counting of the votes, the Chairman called the meeting to order at 12.10 p.m. and announced the results of the poll as follows:-

ORDINARY RESOLUTION 1 – RE-ELECTION OF MR LIEW KIT

<u>Result On Voting By Poll</u>					
<u>Vote For</u>		<u>Vote Against</u>		<u>Total Votes</u>	
<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>
317,212,100	99.9763	75,204	0.0237	317,287,304	100.000

Based on the poll result, the Chairman declared the following motion carried:-

Ordinary Resolution 1

“RESOLVED THAT Mr Liew Kit, retiring pursuant to Clause 76 of the Company's Constitution and who being eligible, be re-elected as Director of the Company.”

ORDINARY RESOLUTION 2 – RE-ELECTION OF MR LIM CHEE KHANG

<u>Result On Voting By Poll</u>					
<u>Vote For</u>		<u>Vote Against</u>		<u>Total Votes</u>	
<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>
317,212,100	99.9769	73,411	0.0231	317,285,511	100.000

Based on the poll result, the Chairman declared the following motion carried:-

Ordinary Resolution 2

“RESOLVED THAT Mr Lim Chee Khang, retiring pursuant to Clause 76 of the Company's Constitution and who being eligible, be re-elected as Director of the Company.”

ORDINARY RESOLUTION 3 – DIRECTORS’ FEES FOR THE FINANCIAL YEAR ENDING 31 MARCH 2022

<u>Result On Voting By Poll</u>					
<u>Vote For</u>		<u>Vote Against</u>		<u>Total Votes</u>	
<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>
312,691,162	98.5514	4,596,142	1.4486	317,287,304	100.000

Based on the poll result, the Chairman declared the following motion carried:-

Ordinary Resolution 3

“**RESOLVED** THAT the payment of Directors’ fees of RM292,500.00 for the financial year ending 31 March 2022 be approved.”

ORDINARY RESOLUTION 4 – DIRECTORS’ BENEFITS FOR THE PERIOD FROM THIS TWENTIETH ANNUAL GENERAL MEETING UNTIL THE TWENTY-FIRST ANNUAL GENERAL MEETING

<u>Result On Voting By Poll</u>					
<u>Vote For</u>		<u>Vote Against</u>		<u>Total Votes</u>	
<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>
312,634,623	98.5336	4,652,681	1.4664	317,287,304	100.000

Based on the poll result, the Chairman declared the following motion carried:-

Ordinary Resolution 4

“**RESOLVED** THAT the payment of Directors’ benefits of up to RM20,000.00 for the period from the Twentieth Annual General Meeting until the Twenty-First Annual General Meeting be approved.”

ORDINARY RESOLUTION 5 – RE-APPOINTMENT OF MESSRS BAKER TILLY MONTEIRO HENG PLT AS AUDITORS OF THE COMPANY

<u>Result On Voting By Poll</u>					
<u>Vote For</u>		<u>Vote Against</u>		<u>Total Votes</u>	
<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>
312,763,427	99.9765	73,411	0.0235	312,836,838	100.000

Based on the poll result, the Chairman declared the following motion carried:-

Ordinary Resolution 5

“**RESOLVED** THAT Messrs Baker Tilly Monteiro Heng PLT (AF 0117) be re-appointed as Auditors of the Company at a fee to be agreed upon with the Directors and to hold office until the conclusion of the next Annual General Meeting.”

ORDINARY RESOLUTION 6 (SPECIAL BUSINESS) – AUTHORITY TO ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

<u>Result On Voting By Poll</u>					
<u>Vote For</u>		<u>Vote Against</u>		<u>Total Votes</u>	
<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>
312,705,062	99.9579	131,776	0.0421	312,836,838	100.000

Based on the poll result, the Chairman declared the following motion carried:-

Ordinary Resolution 6

“RESOLVED THAT pursuant to Sections 75 and 76 of the Companies Act, 2016, Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) and the approval of the relevant regulatory authorities, where such approval is required, the Directors of the Company be and are hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement or option or offer (“New Shares”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 20% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed 20% General Mandate”).

THAT such approval on the Proposed 20% General Mandate shall continue to be in force until 31 December 2021.

THAT with effect from 1 January 2022, the general mandate shall be reinstated from a 20% limit to a 10% limit pursuant to Paragraph 6.03 of the Listing Requirements provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer by the Company from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding 12 months does not exceed 10% of the total number of issued shares (excluding any treasury shares) of the Company for the time being (“Proposed 10% General Mandate”).

THAT such approval on the Proposed 10% General Mandate shall continue to be in force until:

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- a. the conclusion of the next Annual General Meeting of the Company held after the approval was given;
 - b. the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or
 - c. revoked or varied by resolution passed by the shareholders of the Company in a general meeting,
- whichever is the earlier.

(The Proposed 20% General Mandate and Proposed 10% General Mandate shall hereinafter refer to as “Proposed General Mandate”.)

THAT the Directors of the Company be and are hereby also empowered to obtain the approval from Bursa Securities for the listing of and quotation for such New Shares on the Main Market of Bursa Securities.

THAT authority be and is hereby given to the Directors of the Company, to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.

AND FURTHER THAT the Directors of the Company, be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate.”

ORDINARY RESOLUTION 7 (SPECIAL BUSINESS) – PROPOSED RENEWAL OF AUTHORITY SHARE BUY-BACK

<u>Vote For</u>		<u>Result On Voting By Poll</u>		<u>Total Votes</u>	
<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>	<u>No. of Shares</u>	<u>%</u>
317,201,729	99.9730	85,575	0.0270	317,287,304	100.000

Based on the poll result, the Chairman declared the following motion carried:-

Ordinary Resolution 7

“**RESOLVED** THAT subject always to the Companies Act 2016 (“the Act”), the Constitution of the Company, the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such number of issued shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:

- (a) the aggregate number of issued shares in the Company (“Shares”) purchased (“Purchased Shares”) and/or held as treasury shares pursuant to this ordinary resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at point of purchase; and
- (b) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest management accounts (where applicable) available at the time of the purchase,

(“Proposed Share Buy-Back”).

AND THAT the authority to facilitate the Proposed Share Buy-Back will commence immediately upon passing of this Ordinary Resolution and will continue to be in force until:

- (a) the conclusion of the next Annual General Meeting of the Company following at which time the authority shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
- (b) the expiration of the period within which the next annual general meeting of the Company is required by law to be held; or
- (c) revoked or varied by ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever occurs first, but shall not prejudice the completion of purchase(s) by the Company of its own Shares before the aforesaid expiry date and, in any event, in accordance with the Listing Requirements and any applicable laws, rules, regulations, orders, guidelines and requirements issued by any relevant authorities.

AND THAT the Directors of the Company be and are hereby authorised, at their discretion, to deal with the Purchased Shares until all the Purchased Shares have been dealt with by the Directors in the following manner as may be permitted by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force:

- i. To cancel all or part of the Purchased Shares;
- ii. To retain all or part of the Purchased Shares as treasury shares as defined in Section 127 of the Act;
- iii. To distribute all or part of the treasury shares as dividends to the shareholders of the Company;
- iv. To resell all or part of the treasury shares;

- v. To transfer all or part of the treasury shares for the purposes of or under the employees' share scheme established by the Company and/or its subsidiaries;
- vi. To transfer all or part of the treasury shares as purchase consideration;
- vii. To sell, transfer or otherwise use the shares for such other purposes as the Minister may by order prescribe; and/or
- viii. To deal with the treasury shares in any other manners as allowed by the Act, Listing Requirements, applicable laws, rules, regulations, guidelines, requirements and/or orders of any relevant authorities for the time being in force.

AND THAT the Directors of the Company be and are authorised to take all such steps as are necessary or expedient [including without limitation, the opening and maintaining of central depository account(s) under Securities Industry (Central Depositories) Act, 1991, and the entering into all other agreements, arrangements and guarantee with any party or parties] to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as may be imposed by the relevant authorities.”

10. CLOSURE

There being no further business, the meeting closed at 12.15 p.m. with a vote of thanks to the Chair.

Dated:
3 November 2021