

JADI IMAGING HOLDINGS BERHAD
[Registration No. 200001023711 (526319-P)]
(Incorporated in Malaysia)

MINUTES OF THE TWENTY-FIRST (“21ST”) ANNUAL GENERAL MEETING OF JADI IMAGING HOLDINGS BERHAD HELD ON A FULLY VIRTUAL BASIS THROUGH LIVE STREAMING FROM THE BROADCAST VENUE AT LOT 18.2, 18TH FLOOR, MENARA LIEN HOE, NO. 8, PERSIARAN TROPICANA, TROPICANA GOLF & COUNTRY RESORT, 47410 PETALING JAYA, SELANGOR DARUL EHSAN ON WEDNESDAY, 21 SEPTEMBER 2022 AT 2:00 P.M.

Present at Broadcast Venue : **Board of Directors**
Mr Leow Wey Seng – *Independent Non-Executive Director (in the Chair)*
Mr Ong Gim Hai (“Mr Desmond Ong”) – *Executive Director*
Mr Ling Chi Hoong – *Independent Non-Executive Director*
Ms Tan Su Ning – *Independent Non-Executive Director*

In Attendance **In Attendance**
Mr Tan Kok Siong – *Company Secretary*
Ms Joanna Tan Gaik Ean – *Representatives from Workshire Corporate Services Sdn Bhd*
Mr Ong Teng Yan – *External Auditor*

Attended via Video Conferencing : **Board of Director**
Mr Dai ShuChun – *Non-Independent Non-Executive Director*

Representatives from Messrs Baker Tilly Monteiro Heng PLT – External Auditors

Ms Teresa Chin
Mr Robert Yee Chang Wai

Representatives from Workshire Corporate Services Sdn Bhd – Company Secretary

Ms Casey Liong Xin Ling

Attendance of Shareholders

The attendance of members/corporate representatives/proxies is as per the Summary of Attendance List via the Remote Participation and Voting (“RPV”) facilities operated by Mlabs Research Sdn Bhd (“Mlabs”) in Malaysia via <https://rebrand.ly/JADI-AGM>.

CHAIRMAN

On behalf of the Board of Directors of Jadi Imaging Holdings Berhad (“JADI” or “the Company”), Mr Leow Wey Seng, the Independent Non-Executive Director of the Company and the appointed Chairperson of the meeting (“Chairperson”), welcomed the members and attendees to the Company’s 21st Annual General Meeting (“21st AGM”). Chairperson informed that as part of the Company’s safety measures to curb the spread of the Covid-19 pandemic, the 21st AGM was convened on a fully virtual basis through live streaming from the Broadcast Venue.

Chairperson introduced the Board members, the Company Secretary and the External Auditors to the members.

NOTICE

The notice convening the meeting dated 28 July 2022, having been circulated earlier to all the members of the Company within the statutory period, was taken as read.

QUORUM

Chairperson informed the meeting that the Constitution of the Company required the presence of at least two members or proxies or corporate representatives to form a quorum. For a fully virtual general meeting, the quorum shall be determined by the number of members who logged-in at the commencement of the meeting.

Upon confirming the presence of the requisite quorum pursuant to the Company's Constitution as confirmed by the Company Secretary, the Chairperson called the meeting to order at 2:00 p.m.

POLLING AND ADMINISTRATIVE MATTERS

Chairperson informed that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of a general meeting must be voted by poll.

Pursuant to the Company's Constitution, Chairperson declared that all resolutions set out in the Notice of the 21st AGM shall be voted by poll. The poll would be conducted after all items on the agenda were dealt with.

Chairperson then briefed the members on the flow of the meeting as follows:-

- (1) The meeting to go through all the nine (9) Ordinary Resolutions of the Company as set out in the Notice of the 21st AGM.
- (2) Questions and Answers ("Q&A") session whereby the Board addressed the questions submitted by the members using Q&A panel via the RPV facilities.
- (3) After having dealt with the Q&A, all the nine Ordinary Resolutions shall be put to vote electronically via RPV application operated by Mlabs.

The members were informed that the Company had appointed Aldpro Corporate Services Sdn Bhd as the poll administrator to conduct the polling process and CSC Securities Services Sdn Bhd as the independent scrutineer to verify the poll results.

The guide on the remote voting procedures and the manner to navigate through the RPV application were then shared to the members.

Chairperson informed that the online voting on all the Ordinary Resolutions would remain open until the closure of voting session to be declared by himself.

LETTER FROM THE MINORITY SHAREHOLDERS WATCH GROUP

Chairperson informed the meeting that the Company received a letter dated 5 September 2022 from the Minority Shareholders Watch Group (“MSWG”) and the Company had prepared a letter of reply accordingly.

Chairperson then invited Mr Desmond Ong, the Executive Director of the Company, to share the questions raised by MSWG as per the letter and present the Company’s reply to MSWG.

The letter dated 5 September 2022 from the MSWG together with the Company’s letter of reply marked as “Appendix A1” and “Appendix A2” respectively are attached hereto, shall formed part of these minutes.

Chairperson then proceeded with the business of the agenda of the 21st AGM.

1. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022 AND THE REPORTS OF THE DIRECTORS AND AUDITORS

The Audited Financial Statements for the financial year ended 31 March 2022 (“AFS FYE 2022”) together with the Reports of the Directors and Auditors, having been circulated to all the members of the Company within the statutory period, were tabled to the meeting.

Chairperson informed that the AFS FYE 2022 was meant for discussion only as pursuant to the Companies Act 2016, the AFS does not require a formal approval of the members. Therefore, it was not put forward for voting.

Chairperson declared that the AFS FYE 2022 together with the Reports of the Directors and Auditors thereon be received.

2. RESOLUTION 1 – DIRECTORS’ FEES OF RM606,000 FOR THE PERIOD FROM 1 APRIL 2022 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

Chairperson proceeded to Resolution 1 on the payment of the Directors’ Fees of RM606,000 for the period from 1 April 2022 until the next Annual General Meeting of the Company. The following resolution was put to the meeting for consideration and voting:-

“THAT the payment of the Directors’ Fees of RM606,000 for the period from 1 April 2022 until the next Annual General Meeting of the Company be approved.”

3. RESOLUTION 2 – DIRECTORS’ BENEFITS UP TO AN AMOUNT OF RM32,500 FOR THE PERIOD FROM THIS 21ST ANNUAL GENERAL MEETING UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY

Chairperson moved on to Resolution 2 on the payment of the Directors’ Benefits up to an amount of RM32,500 for the period from this 21st Annual General Meeting until the next Annual General Meeting of the Company. The following resolution was put to the meeting for consideration and voting:-

“THAT the payment of the Directors’ Benefits up to an amount of RM32,500 for the period from this 21st Annual General Meeting until the next Annual General Meeting of the Company be approved.”

4. RESOLUTION 3 – RE-ELECTION OF MR ONG GIM HAI WHO RETIRES PURSUANT TO CLAUSE 78 OF THE COMPANY’S CONSTITUTION

Chairperson then moved on to Resolution 3 on the re-election of Mr Ong Gim Hai. The following resolution was put to the meeting for consideration and voting:-

“THAT Mr Ong Gim Hai retiring pursuant to Clause 78 of the Company’s Constitution and being eligible, be re-elected as Director of the Company.”

5. RESOLUTION 4 – RE-ELECTION OF MR LEOW WEY SENG WHO RETIRES PURSUANT TO CLAUSE 78 OF THE COMPANY’S CONSTITUTION

As Resolution 4 was concerning the re-election of Mr Leow Wey Seng, Chairperson passed the chair to Mr Desmond Ong to proceed with Resolution 4.

Mr Desmond Ong took over the chairmanship of the meeting and put the following resolution to the meeting for consideration and voting:-

“THAT Mr Leow Wey Seng retiring pursuant to Clause 78 of the Company’s Constitution and being eligible, be re-elected as Director of the Company.”

Mr Desmond Ong then passed the chair back to the Chairperson to continue the proceedings of the meeting.

6. RESOLUTION 5 – RE-ELECTION OF MR LING CHI HOONG WHO RETIRES PURSUANT TO CLAUSE 78 OF THE COMPANY’S CONSTITUTION

Chairperson moved on to Resolution 5 on the re-election of Mr Ling Chi Hoong. The following resolution was put to the meeting for consideration and voting:-

“THAT Mr Ling Chi Hoong retiring pursuant to Clause 78 of the Company’s Constitution and being eligible, be re-elected as Director of the Company.”

7. RESOLUTION 6 – RE-ELECTION OF MS TAN SU NING WHO RETIRES PURSUANT TO CLAUSE 78 OF THE COMPANY’S CONSTITUTION

Chairperson then moved on to Resolution 6 on the re-election of Ms Tan Su Ning. The following resolution was put to the meeting for consideration and voting:-

“THAT Ms Tan Su Ning retiring pursuant to Clause 78 of the Company’s Constitution and being eligible, be re-elected as Director of the Company.”

8. RETIREMENT OF MR DAI SHUCHUN AS NON-INDEPENDENT NON-EXECUTIVE DIRECTOR

The item 5 of the Agenda was in relation to Mr Dai ShuChun's retirement as Non-Independent Non-Executive Director of the Company.

Chairperson informed that Mr Dai ShuChun, who is retiring by rotation pursuant to Clause 76 of the Company's Constitution, had expressed his intention not to seek for re-election and that he would retain office until the conclusion of the Annual General Meeting.

Chairperson further informed that the retirement of Mr Dai ShuChun was meant for notation only and does not require a formal approval of the members. Therefore, it was not put forward for voting.

The Board put on record of appreciation to Mr Dai ShuChun for his support, commitment and invaluable contributions rendered to the Group during his tenure of appointment.

Chairperson declared that the retirement of Mr Dai ShuChun as Non-Independent Non-Executive Director of the Company upon the conclusion of the 21st Annual General Meeting be hereby noted.

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

Chairperson moved on to Resolution 7 on the re-appointment of Auditors. The Chairperson informed that Messrs Baker Tilly Monteiro Heng PLT had indicated their willingness to continue in office. He then put the following resolution to the meeting for consideration and voting:-

“THAT Messrs Baker Tilly Monteiro Heng PLT be hereby 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 AND THAT the Directors be authorised to fix their remuneration.”

10. RESOLUTION 8 – AUTHORITY TO ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

Chairperson then moved on to Resolution 8 on the authority for the Directors to allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.

Chairperson informed the meeting that the Company had on 15 September 2022, issued an Addendum to the Notice of 21st AGM, to include waiver of pre-emption rights in compliance with Section 85 of the Companies Act 2016 read together with Clause 12(3) of the Constitution of the Company.

Chairperson declared that the full text of the proposed resolution read together with the amendment made thereof be taken as read.

He further informed that the Resolution 8, if passed, will give the Directors of the Company, from the date of this Annual General Meeting, an authority to allot ordinary shares of not more than 20% of the total number of issued shares of the Company for the time being to be utilised until 31 December 2022 and thereafter not more than 10% of the total number of issued shares of the Company, for such purposes as the Directors consider would be in the interest of the Company. This authority shall, unless be revoked or varied by the Company at a General Meeting, expires at the next Annual General Meeting.

The following resolution was put to the meeting for consideration and voting:-

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Directors of the Company be and are hereby authorised to allot shares in the Company at any time 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 allotted pursuant to this resolution does not exceed twenty per centum (20%) of the total number of issued shares (excluding treasury shares) of the Company for the time being and shall continue to be utilised until 31 December 2022 as empowered by Bursa Malaysia Securities Berhad’s (“Bursa Securities”) letter dated 23 December 2021 to grant an extension for the additional temporary relief measures to listed issuers and thereafter does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company at the time of issuance and that the Directors be and are hereby empowered to obtain approval for the listing of and quotation for the additional shares so issued from Bursa Securities.

THAT the existing shareholders of the Company hereby waive their pre-emptive rights to be offered new shares ranking equally to the existing issued shares in the Company pursuant to Section 85 of the Companies Act 2016 read together with Clause 12(3) of the Constitution of the Company arising from any issuance of new shares of the Company pursuant to Sections 75 and 76 of the Companies Act 2016.

AND THAT such authority under this resolution shall continue to be in force until the conclusion of the next Annual General Meeting of the Company after the approval was given or at the expiry of the period within which the next Annual General Meeting is required to be held after the approval was given, whichever is earlier, unless such approval is revoked or varied by the Company at a general meeting.”

11. RESOLUTION 9 – PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE FOR THE AUTHORITY TO THE COMPANY TO PURCHASE ITS OWN SHARES UP TO TEN PER CENTUM (10%) OF THE TOTAL NUMBER OF ISSUED SHARES (“PROPOSED RENEWAL OF SHARE BUY-BACK MANDATE”)

Chairperson informed that Resolution 9 was on Proposed Renewal of Share Buy-Back Mandate. He informed that the details of the Proposed Renewal of Share Buy-Back Mandate were set out in the Statement to Shareholders as contained in the Annual Report 2022, announced and published by the Company on 28 July 2022.

He then put the following resolution to the meeting for consideration and voting:-

“THAT subject always to the Companies Act 2016 (“the Act”), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) 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:

- (i) 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*
- (ii) 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 the general meeting at which such resolution is passed, 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 charged with responsibility for companies 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."

12. ANY OTHER BUSINESS

Chairperson informed that the Company had not received notice for any other business pursuant to the Companies Act 2016.

Q&A SESSION

After tabling all resolutions, the Chairperson addressed the questions and comments posed by the members during the meeting.

The summary of the questions or comments posed by the members and the responses from the Board marked as Appendix B and attached hereto, shall formed part of these minutes.

CONDUCT OF VOTING BY POLL

After having dealt with all the items on the agenda and the Q&A session, the meeting continued for another 5 minutes to allow shareholders, corporate representatives and proxies to complete their voting on Resolutions 1 to 9 by poll via RPV.

After 5 minutes, the Chairperson announced the closing of the voting session, the meeting was adjourned at 3:10 p.m. for approximately 17 minutes, to facilitate the counting of votes by the poll administrator and verification of poll results by the scrutineer.

ANNOUNCEMENT OF POLL RESULTS

Upon the availability of the poll results, Chairperson called the meeting to resume at 3:27 p.m.

The results of the poll which had been verified by the scrutineer was projected on the screen for the members' information (Please refer to Appendix C attached).

Based on the results of the poll attached, Chairperson declared that the Resolutions 1 to 9 were carried as follows:-

ORDINARY RESOLUTION 1

“THAT the payment of the Directors' Fees of RM606,000 for the period from 1 April 2022 until the next Annual General Meeting of the Company be approved.”

Votes in Favour			Votes Against			Results
No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	
35	346,968,642	99.856496	26	498,629	0.143504	Accepted

ORDINARY RESOLUTION 2

“THAT the payment of the Directors' Benefits up to an amount of RM32,500 for the period from this 21st Annual General Meeting until the next Annual General Meeting of the Company be approved.”

Votes in Favour			Votes Against			Results
No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	
36	346,980,386	99.859933	23	486,685	0.140067	Accepted

ORDINARY RESOLUTION 3

“THAT Mr Ong Gim Hai retiring pursuant to Clause 78 of the Company's Constitution and being eligible, be re-elected as Director of the Company.”

Votes in Favour			Votes Against			Results
No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	
42	347,416,640	99.985486	16	50,430	0.014514	Accepted

ORDINARY RESOLUTION 4

“THAT Mr Leow Wey Seng retiring pursuant to Clause 78 of the Company’s Constitution and being eligible, be re-elected as Director of the Company.”

Votes in Favour			Votes Against			Results
No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	
45	347,416,841	99.986407	13	47,230	0.013593	Accepted

ORDINARY RESOLUTION 5

“THAT Mr Ling Chi Hoong retiring pursuant to Clause 78 of the Company’s Constitution and being eligible, be re-elected as Director of the Company.”

Votes in Favour			Votes Against			Results
No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	
46	347,416,941	99.985573	13	50,130	0.014427	Accepted

ORDINARY RESOLUTION 6

“THAT Ms Tan Su Ning retiring pursuant to Clause 78 of the Company’s Constitution and being eligible, be re-elected as Director of the Company.”

Votes in Favour			Votes Against			Results
No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	
43	347,416,492	99.985592	15	50,063	0.014408	Accepted

ORDINARY RESOLUTION 7

“THAT Messrs Baker Tilly Monteiro Heng PLT be hereby 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 AND THAT the Directors be authorised to fix their remuneration.”

Votes in Favour			Votes Against			Results
No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	
45	347,416,829	99.985541	14	50,242	0.014459	Accepted

ORDINARY RESOLUTION 8

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Directors of the Company be and are hereby authorised to allot shares in the Company at any time 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 allotted pursuant to this resolution does not exceed twenty per centum (20%) of the total number of issued shares (excluding treasury shares) of the Company for the time being and shall continue to be utilised until 31 December 2022 as empowered by Bursa Malaysia Securities Berhad’s (“Bursa Securities”) letter dated 23 December 2021 to grant an extension for the additional temporary relief measures to listed issuers and thereafter does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company at the time of issuance and that the Directors be and are hereby empowered to obtain approval for the listing of and quotation for the additional shares so issued from Bursa Securities.

THAT the existing shareholders of the Company hereby waive their pre-emptive rights to be offered new shares ranking equally to the existing issued shares in the Company pursuant to Section 85 of the Companies Act 2016 read together with Clause 12(3) of the Constitution of the Company arising from any issuance of new shares of the Company pursuant to Sections 75 and 76 of the Companies Act 2016.

AND THAT such authority under this resolution shall continue to be in force until the conclusion of the next Annual General Meeting of the Company after the approval was given or at the expiry of the period within which the next Annual General Meeting is required to be held after the approval was given, whichever is earlier, unless such approval is revoked or varied by the Company at a general meeting.”

Votes in Favour			Votes Against			Results
No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	Accepted
41	347,413,508	99.984585	18	53,563	0.015415	

ORDINARY RESOLUTION 9

“THAT subject always to the Companies Act 2016 (“the Act”), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“Listing Requirements”) 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:

- (i) 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

- (ii) 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 the general meeting at which such resolution is passed, 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 charged with responsibility for companies 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.”

Votes in Favour			Votes Against			Results
No. of Shareholders	No. of Shares	%	No. of Shareholders	No. of Shares	%	Accepted
48	347,430,419	99.989600	10	36,136	0.010400	

CLOSURE OF MEETING

There being no further business, the meeting was closed at 3.30 p.m. with a vote of thanks to the Chair.