

5. **AGENDA 1**
RECEIPT OF AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2018 TOGETHER WITH THE REPORTS OF THE DIRECTORS' AND AUDITORS' THEREON

Noted : The motion was put for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 (or "the Act") and the Articles of Association of the Company (or "Articles") do not require a formal approval of the shareholders, and hence was not put forth for voting.

Resolved : "THAT the Audited Financial Statements of the Company for the financial year ended 31 August 2018 together with the Reports of the Directors' and Auditors' thereon be and were hereby received."

6. **AGENDA 2 (ORDINARY RESOLUTION NO. 1)**
DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31 AUGUST 2018

Noted : The motion to approve the payment of Directors' fees of RM133,056 for the financial year ended 31 August 2018 was put forth for voting.

Proposer and Secunder : The motion was proposed by Ms Ng Sek Eng, a proxy representing 100% shareholding for the shareholder, Mr Quek Wee Seng and seconded by Ms Wong Seah Wei, a proxy representing 100% shareholding for the shareholders, Mr Lee Chau Ping and Mr Tay Ming Siong.

7. **AGENDA 3 (ORDINARY RESOLUTION NO. 2)**
DECLARATION OF A FINAL SINGLE-TIER TAX-EXEMPT DIVIDEND OF 1.5 SEN PER ORDINARY SHARE IN RESPECT OF THE FINANCIAL YEAR ENDED 31 AUGUST 2018

Proposer and Secunder : The motion was proposed by Mr So Kai Yang, a proxy representing 100% shareholding for the shareholder, Mr Chua Fen Fatt and seconded by Ms Yong Chiow Yin, a proxy representing 100% shareholding for the shareholder, Ms Tee Hwee Ing.

8. **AGENDA 4 (ORDINARY RESOLUTIONS NO. 3 AND 4)**
RE-ELECTION OF MR CHUA FEN FATT AND DATUK TAY PUAY CHUAN AS DIRECTORS, RETIRING IN ACCORDANCE WITH ARTICLE 81 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY

Noted : The Chairman highlighted that the next two items of the Agenda were related to the re-election of Mr Chua Fen Fatt and Datuk Tay Puay Chuan, the Directors retiring at the Meeting pursuant to Article 81 of the Articles. The retiring Directors, being eligible pursuant to the Articles, had offered themselves for re-election.

8.1 **ORDINARY RESOLUTION NO. 3**
RE-ELECTION OF MR CHUA FEN FATT AS DIRECTOR, RETIRING IN ACCORDANCE WITH ARTICLE 81 OF THE ARTICLES OF ASSOCIATION OF THE COMPANY

Proposer and Secunder : The motion was proposed by Ms Er Shing Ni, a proxy representing 100% shareholding for the shareholders, Mr Er Tzer Nam and Mr Lee Chau Yih and seconded by Ms Wee See Yee, a proxy representing 100% shareholding for the shareholder, Ms Tee Hui Chein.

**8.2 ORDINARY RESOLUTION NO. 4
RE-ELECTION OF DATUK TAY PUAY CHUAN AS DIRECTOR, RETIRING IN
ACCORDANCE WITH ARTICLE 81 OF THE ARTICLES OF ASSOCIATION OF THE
COMPANY**

Proposer and
Seconder : The motion was proposed by Ms Chua Fen Lee, a shareholder and
seconded by Mr So Kai Yang, a proxy representing 100% shareholding
for the shareholder, Mr Chua Fen Fatt.

**9. AGENDA 5 (ORDINARY RESOLUTION NO. 5)
RE-APPOINTMENT OF MESSRS CROWE MALAYSIA PLT (CONVERTED FROM CROWE
MALAYSIA WHICH WAS FORMERLY KNOWN AS CROWE HORWATH) AS AUDITORS
AND AUTHORITY TO THE DIRECTORS TO FIX THEIR REMUNERATION**

Noted : Based on the Audit Committee's assessment on the performance and
independence of Messrs. Crowe Malaysia PLT (converted from Crowe
Malaysia which was formerly known as Crowe Horwath) in the
performance of their obligations as External Auditors for the financial
year ended 31 August 2018, the Board recommended their re-
appointment for 2019. The retiring Auditors, Messrs Crowe Malaysia PLT
(converted from Crowe Malaysia which was formerly known as Crowe
Horwath) had earlier indicated their willingness to continue in office.

Proposer and
Seconder : The motion was proposed by Ms Wong Seah Wei, a proxy representing
100% shareholding for the shareholders, Mr Lee Chaiu Ping and Mr Tay
Ming Siong, and seconded by Ms Ng Sek Eng, a proxy representing
100% shareholding for the shareholder, Mr Quek Wee Seng.

**10. AGENDA 6 (ORDINARY RESOLUTION NO. 6 AND 7 - SPECIAL BUSINESS)
RETENTION OF ENCIK MOHD KHASAN BIN AHMAD AND DATUK TAY PUAY CHUAN AS
INDEPENDENT NON-EXECUTIVE DIRECTORS IN ACCORDANCE WITH THE MALAYSIAN
CODE ON CORPORATE GOVERNANCE 2017**

Noted : Based on the justifications stated in the Company's Annual Report 2018
and the Board's assessment of the independence of both Encik Mohd
Khasan Bin Ahmad and Datuk Tay Puay Chuan, who have served for a
cumulative term of more than 9 years, the Board hereby recommended
their retention as Independent Non-Executive Directors of the Company
until the conclusion of the next Annual General Meeting ("AGM").

**10.1 ORDINARY RESOLUTION NO. 6
RETENTION OF ENCIK MOHD KHASAN BIN AHMAD AS INDEPENDENT NON-
EXECUTIVE DIRECTOR IN ACCORDANCE WITH THE MALAYSIAN CODE ON
CORPORATE GOVERNANCE 2017**

Proposer and
Seconder : The motion was proposed by Mr So Kai Yang, a proxy representing
100% shareholding for the shareholder, Mr Chua Fen Fatt and
seconded by Ms Yong Chiow Yin, a proxy representing 100%
shareholding for the shareholder, Ms Tee Hwee Ing.

**10.2 ORDINARY RESOLUTION NO. 7
RETENTION OF DATUK TAY PUAY CHUAN AS INDEPENDENT NON-EXECUTIVE
DIRECTOR IN ACCORDANCE WITH THE MALAYSIAN CODE ON CORPORATE
GOVERNANCE**

Proposer and
Seconder : The motion was proposed by Ms Er Shing Ni, a proxy representing
100% shareholding for the shareholders, Mr Er Tzer Nam and Mr Lee
Chau Yih and seconded by Ms Chua Fen Lee, a shareholder .

11. **AGENDA 7 (ORDINARY RESOLUTION NO. 8 - SPECIAL BUSINESS)**
AUTHORITY TO DIRECTORS TO ALLOT AND ISSUE SHARES NOT EXCEEDING 10% OF THE ISSUED AND PAID-UP SHARE CAPITAL OF THE COMPANY PURSUANT TO SECTION 75 OF THE COMPANIES ACT 2016

Noted : 1) The mandate now sought was a renewal from the previous mandate obtained at the last AGM held on 25 January 2018 which would expire at the conclusion of this Meeting.
2) No new shares were issued by the Company pursuant to the previous mandate since the last AGM.
3) After taking into consideration various aspects thereof, the Board unanimously recommended that the shareholders vote in favour of this resolution.

Proposer and Seconder : The motion was proposed by Ms Wong Seah Wei, a proxy representing 100% shareholding for the shareholders, Mr Lee Chai Ping and Mr Tay Ming Siong, and seconded by Ms Chua Fen Lee, a shareholder.

12. **AGENDA 8 (ORDINARY RESOLUTION NO. 9 - SPECIAL BUSINESS)**
PROPOSED AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES

Noted : 1) This resolution, if passed, would allow the Directors of the Company to exercise the power of the Company to purchase not more than ten percent (10%) of the total number of issued shares of the Company.
2) This authority, unless revoked or varied by the Company at a general meeting, shall continue to be in full force until the conclusion of the next AGM of the Company.

Proposer and Seconder : The motion was proposed by Ms Yong Chiow Yin, a proxy representing 100% shareholding for the shareholder, Ms Tee Hwee Ing and seconded by Ms Er Shing Ni, a proxy representing 100% shareholding for the shareholders, Mr Er Tzer Nam and Mr Lee Chau Yih.

13. **OTHER BUSINESS**

13.1 The Chairman sought confirmation from the Company Secretary that the Company had not received any notice for transaction of any other business which had been given in accordance with the Act and Articles of Association of the Company.

13.2 The Chairman informed that the poll voting would commence soon. The Poll Administrator was invited to brief the Meeting on the procedures for the conduct of poll and time required for counting and validation of votes casted.

13.3 The polling slips from the floor were duly collected by the Poll Administrator personnel. The Chairman opened to the floor for questions pertaining to the Company's accounts and prospects. Upon the conclusion of the Q&A session, the Meeting was adjourned for poll counting and validation of votes.

14. **ANNOUNCEMENT OF POLL RESULTS**

The Chairman called the Meeting to order and the poll results (as per the enclosed "Result on Voting by Poll") were read out as follows:

14.1 Ordinary resolution 1

	No. and Percentage of Shares
For	187,442,151 (99.99%)
Against	1,800 (0.001%)
Total	187,443,951 (100%)
	No. of Shares
Abstained	0
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 1 was carried as follows:

Resolved : "THAT the payment of Directors' fees amounting to RM133,056-00 for the financial year ended 31 August 2018 is hereby approved."

14.2 Ordinary resolution 2

	No. and Percentage of Shares
For	187,443,951 (100%)
Against	0
Total	187,443,951 (100%)
	No. of Shares
Abstained	0
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 2 was carried as follows:

Resolved : "THAT the declaration of a Final Single-Tier Tax-Exempt Dividend of 1.5 sen per ordinary share in respect of the financial year ended 31 August 2018 is hereby approved."

14.3 Ordinary resolution 3

	No. and Percentage of Shares
For	187,442,151 (99.99%)
Against	1,800 (0.001%)
Total	187,443,951 (100%)
	No. of Shares
Abstained	0
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 3 was carried as follows:

Resolved : "THAT Mr Chua Fen Fatt retiring pursuant to Article 81 of the Articles of Association of the Company, is hereby re-elected as a Director of the Company."

14.4 Ordinary resolution 4

	No. and Percentage of Shares
For	187,442,151 (99.99%)
Against	1,800 (0.001%)
Total	187,443,951 (100%)
	No. of Shares
Abstained	0
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 4 was carried as follows:

Resolved : "THAT Datuk Tay Puay Chuan retiring pursuant to Article 81 of the Articles of Association of the Company, is hereby re-elected as a Director of the Company."

14.5 Ordinary resolution 5

	No. and Percentage of Shares
For	187,443,951 (100%)
Against	0
Total	187,443,951 (100%)
	No. of Shares
Abstained	0
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 5 was carried as follows:

Resolved : "THAT Messrs Crowe Malaysia PLT (converted from Crowe Malaysia which was formerly known as Crowe Horwath) is hereby re-appointed as the Company's Auditors for the ensuing year and the Directors are hereby authorised to fix the Auditors' remuneration."

14.6 Ordinary resolution 6

	No. and Percentage of Shares
For	187,442,151 (99.99%)
Against	1,800 (0.001%)
Total	187,443,951 (100%)
	No. of Shares
Abstained	0
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 6 was carried as follows:

Resolved : "THAT Encik Mohd Khasan Bin Ahmad is hereby retained as Independent Non-Executive Director of the Company until the conclusion of the next AGM."

14.7 Ordinary resolution 7

	No. and Percentage of Shares
For	187,442,151 (99.99%)
Against	1,800 (0.001%)
Total	187,443,951 (100%)
	No. of Shares
Abstained	0
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 7 was carried as follows:

Resolved : "THAT Datuk Tay Puay Chuan is hereby retained as Independent Non-Executive Director of the Company until the conclusion of the next AGM."

14.8 Ordinary resolution 8

	No. and Percentage of Shares
For	187,362,651 (99.957%)
Against	81,300 (0.043%)
Total	187,443,951 (100%)
	No. of Shares
Abstained	0
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 8 was carried as follows:

Resolved : "THAT subject always to the Act, the Articles of Association of the Company and the approvals of the Bursa Securities and all other applicable laws, regulations and guidelines, the Directors of the Company be and are hereby given full authority, pursuant to Section 75 of the Act, to issue and allot new shares in the capital of the Company at any time upon such terms and conditions and for such purposes as the Directors may, in their discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten percent (10%) of the issued and paid-up share capital of the Company for the time being and that such authority shall continue in force until the conclusion of the next AGM of the Company."

14.9 Ordinary resolution 9

	No. and Percentage of Shares
For	187,443,951 (100%)
Against	0
Total	187,443,951 (100%)
	No. of Shares
Abstained	0
Spoilt	0

In view thereof, the Chairman declared that Ordinary Resolution 9 was carried as follows:

Resolved : "THAT, subject to compliance with the Act, the Memorandum and Articles of Association of the Company, the Main Market Listing Requirements of Bursa Securities and all other applicable laws, regulations and guidelines and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby given full authority, to seek shareholders' approval for the authority for the Company to purchase and/or such amount of ordinary shares in the Company ("Shares") through Bursa Securities upon such terms and conditions as the Directors may deem fit in the interest of the Company provided that:

- i. the aggregate number of Shares so purchased and/or held pursuant to this ordinary resolution ("Purchased Shares") does not exceed ten percent (10%) of the total issued and paid-up capital of the Company; and
- ii. the maximum amount of funds to be allocated for the Purchased Shares shall not exceed the aggregate of the retained profits and/or share premium of the Company;

THAT the Directors be hereby authorised to decide at their discretion either to retain the Purchased Shares as treasury shares (as defined in Section 127 of the Act) and/ or to cancel the Purchased Shares and/or to retain the Purchased Shares as treasury shares for distribution as share dividends to the shareholders of the Company and/or be resold through Bursa Securities in accordance with the relevant rules of Bursa Securities and/or cancelled subsequently and/or to retain part of the Purchased Shares as treasury shares and/or cancel the remainder and to deal with the Purchased Shares in such other manner as may be permitted by the Act, rules, regulations, guidelines, requirements and/or orders of Bursa Securities and any other relevant authorities for the time being in force;

AND THAT such approval and authorisation shall only continue to be in force until:

- i. the conclusion of the next AGM of the Company following the general meeting at which such resolution was passed at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- ii. the expiration of the period within which the next AGM after that date is required by law to be held; or
- iii. revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever occurs first;

AND FURTHER THAT the Directors of the Company be authorised to do all such acts and things (including, without limitation executing all such documents as may be required) as they may consider expedient or necessary to give full effect to this mandate."

15. **CONCLUSION OF MEETING**

There being no further business, the Meeting ended at 11.45 a.m. with a vote of thanks to the Chairman.

The Chairman thanked the shareholders and proxies for their presence and continuous support.

Confirmed as correct records:

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DATUK TAY PUAY CHUAN
Chairman of the Meeting

Dated this 31 January 2019