

JAYA TIASA HOLDINGS BERHAD

(Company No. 3751-V)
(Incorporated in Malaysia)

SUMMARY OF PROCEEDINGS OF THE 57TH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT THE AUDITORIUM, GROUND FLOOR, NO. 62, LORONG UPPER LANANG 10A, 96000 SIBU, SARAWAK ON WEDNESDAY, 29 NOVEMBER 2017 AT 9.00 A.M.

PRESENT : BOARD OF DIRECTORS

Gen Tan Sri Abdul Rahman bin Abdul Hamid (Rtd) - Chairman
Dato' Sri Tiong Chiong Hoo – Deputy Executive Chairman
Dato' Wong Sie Young – Chief Executive Officer
Dato' Sri Dr. Tiong Ik King
Mdm Tiong Choon
Mr. Tiong Chiong Hee
John Leong Chung Loong - Chairman of the Remuneration Committee
Dato' Wong Lee Yun - Chairman of the Audit and Nominating Committees

OTHERS

As per attendance lists

1. CHAIRMAN'S ADDRESS

Gen Tan Sri Abdul Rahman bin Abdul Hamid (Rtd) (the "Chairman") welcomed the members, proxies and attendees to the Company's 57th AGM.

2. QUORUM

The Chairman called the meeting to order at 9.00 a.m. upon confirmation by the Secretary of the presence of a quorum.

3. VOTING

The Chairman briefed the members that pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia, all resolutions set out in the notice of this Meeting would be voted by poll. He further informed that polling on all resolutions would be taken upon completion of deliberation of all the business agenda laid before the Meeting.

The Company had appointed Anna Lu & Co as the Scrutineer to verify and validate the poll results.

4. NOTICE OF MEETING

The Chairman informed that the notice of the Meeting was sent to all the members of the Company and advertised in the New Straits Times on 27 October 2017.

It was unanimously agreed that the notice convening the Meeting, having been circulated, be taken as read.

5. QUESTIONS AND ANSWERS SESSION

Prior to the Meeting, the Minority Shareholder Watchdog Group (MSWG) had via its letter dated 22 November 2017 submitted their questions to the Company relating to Strategic & Financial Matters of the Group and Corporate Governance issues. Details of the questions and answers were presented to the members present at the Meeting via power point.

The representative from MSWG commented that he was satisfied with the replies given by the Company. Further issues raised by him were clarified and explained by the management.

6. ORDINARY AND SPECIAL BUSINESS

Ordinary Business - Agenda 1

Audited Financial Statements for the Financial Year Ended 30 June 2017 together with the Directors' and Auditors' Reports Thereon

The Chairman informed that Agenda 1 on the Audited Financial Statements for the year ended 30 June 2017 together with the Directors' and Auditors' Reports thereon were tabled at the Meeting for discussion only and no voting were required under Section 340 of the Companies Act 2016.

The Chairman announced that the Audited Financial Statements for the year ended 30 June 2017 together with the Directors' and Auditors' Reports thereon laid before the Meeting in compliance with Section 244(2)(a) of the Companies Act 2016 were duly received.

Ordinary Business (Resolutions 1-8) and Special Business (Resolutions 9-13)

The Chairman asked for questions from the floor in respect of the motions for each of the ordinary business (Resolutions 1-8) and the special business (Resolutions 9-13) as set out in the Notice of the 57th AGM.

There was no query raised.

7. OTHER BUSINESS

The Company had not received any notice for transacting any other business.

The Meeting then proceeded to poll voting.

8. DECLARATION OF POLL RESULTS

Based on the poll results verified and validated by the Scrutineer, the Chairman declared that all the Resolutions tabled at the Meeting were **CARRIED** as follows:-

	For		Against		Abstained
	No. of Shares	%	No. of Shares	%	No. of Shares
ORDINARY BUSINESS					
<u>Resolution 1</u>					
Declaration of Final Dividend	417,937,929	100.0000	0	0	0

	For		Against		Abstained
	No. of Shares	%	No. of Shares	%	
ORDINARY BUSINESS					
<u>Resolution 2</u>					
Re-election of Dato' Sri Tiong Chiong Hoo as Director	417,759,593	99.9683	132,400	0.0317	45,936
<u>Resolution 3</u>					
Re-election of Tiong Chiong Hee as Director	417,767,130	99.9591	170,799	0.0409	0
<u>Resolution 4</u>					
Re-election of John Leong Chung Loong as Director	417,269,069	99.8400	668,860	0.1600	0
<u>Resolution 5</u>					
Re-appointment of Gen Tan Sri Abdul Rahman Bin Abdul Hamid (Rtd) as Director	417,451,669	99.8837	486,260	0.1163	0
<u>Resolution 6</u>					
Approval of Directors' Fees	417,937,929	100.0000	0	0.0000	0
<u>Resolution 7</u>					
Approval of Directors' Benefits	417,755,329	99.9563	182,600	0.0437	0
<u>Resolution 8</u>					
Re-appointment of Messrs. Ernst & Young as Auditors	417,937,929	100.0000	0	0.0000	0
SPECIAL BUSINESS					
<u>Resolution 9</u>					
Continuation in office of Gen Tan Sri Abdul Rahman Bin Abdul Hamid (Rtd) as Independent Director	417,451,669	99.8837	486,260	0.1163	0
<u>Resolution 10</u>					
Continuation in office of Mr John Leong Chung Loong as Independent Director	417,451,669	99.8837	486,260	0.1163	0

	For		Against		Abstained
	No. of Shares	%	No. of Shares		No. of Shares
SPECIAL BUSINESS					
<u>Resolution 11</u>					
Continuation in office of Dato' Wong Lee Yun as Independent Director	417,490,068	99.8929	447,546	0.1071	315
<u>Resolution 12</u>					
Authority for the Company to purchase its own shares	417,937,929	100.0000	0	0.0000	0
<u>Resolution 13</u>					
Shareholders' Mandate for Recurrent Related Party Transaction	177,342,189	100.0000	0	0.0000	240,595,740

8. CONCLUSION

The Meeting concluded at 10.35 a.m. with a vote of thanks to the Chair.