

JAYA TIASA HOLDINGS BERHAD

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

SUMMARY OF PROCEEDINGS OF THE 59th ANNUAL GENERAL MEETING OF THE COMPANY HELD AT THE AUDITORIUM, GROUND FLOOR, NO. 62, LORONG UPPER LANANG 10A, 96000 SIBU, SARAWAK ON THURSDAY, 28 NOVEMBER 2019 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
John Leong Chung Loong - Chairman of the Remuneration Committee
Dato' Wong Lee Yun - Chairperson of the Audit and Nominating Committees

OTHERS

Senior management, company secretary, external auditors, independent scrutineer, members, proxies and corporate representatives.

1 PRELIMINARIES

The Chairman informed 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 the 59th Annual General Meeting (AGM) would be voted by poll. Polling would take place after completion of deliberation of all items transacted at the AGM.

The Chairman, having satisfied that a quorum as prescribed by Article 57 of the Company's Articles of Association was present, declared the meeting duly convened.

With the unanimous consent of all members present, the Chairman declared that the Notice convening the meeting was taken as read.

KSK Corporate Services Sdn Bhd was appointed as the Independent Scrutineer to verify and validate the poll results.

2 SUMMARY OF KEY MATTERS DISCUSSED

Laying of the Audited Financial Statements for the Financial Year Ended 30 June 2019 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 2019 together with the Directors' and Auditors' Reports thereon were tabled at the Meeting for discussion only and voting was not required under Section 340 of the Companies Act 2016.

Prior to the meeting, the Minority Shareholders Watch Group (MSWG) had via its letter dated 14 November 2019 submitted their questions to the Company relating to Strategy & Financial Matters of the Group, and Corporate Governance issues. The replies to MSWG were presented

by the Chief Executive Officer (CEO) via PowerPoint for the benefits of the shareholders present at the meeting.

Issues raised by other shareholders present at the AGM were clarified and explained by the management.

Following the conclusion of the questions-and-answers session, the Chairman declared that the Audited Financial Statements for the year ended 30 June 2019 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.

3 OTHER BUSINESS

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

4 POLL RESULTS

The poll results of all the resolutions were announced at the end of the meeting after all the resolutions had been voted upon.

Based on the poll results verified and validated by the Independent Scrutineer, the Chairman declared that all the Resolutions tabled at the Meeting were duly **CARRIED**.

Details of the poll results were in Appendix I attached.

5 CONCLUSION

The Meeting concluded at 10.45 a.m. with a vote of thanks to the Chair.

Poll Results – 59th AGM held on 28 November 2019

	Vote in Favour		Vote Against		Abstain
	No. of Shares	%	No. of Shares	%	No. of Shares
ORDINARY BUSINESS					
<u>Ordinary Resolution 1</u>					
Re-election of Dato' Wong Sie Young as Director	297,171,248	100.0000	0	0	554,271
<u>Ordinary Resolution 2</u>					
Re-election of Dato' Lee Yun as Director	297,528,223	99.9674	97,000	0.0326	100,296
<u>Ordinary Resolution 3</u>					
Approval of payment of Directors' Fees	297,583,002	99.9990	3,000	0.0010	139,517
<u>Ordinary Resolution 4</u>					
Approval of payment of Directors' Benefits	297,486,002	99.9664	100,000	0.0336	139,517
<u>Ordinary Resolution 5</u>					
Re-appointment of Auditors	297,625,223	100.0000	0	0	100,296
SPECIAL BUSINESS					
<u>Ordinary Resolution 6</u>					
Continuing in office of Gen Tan Sri Abdul Rahman Bin Abdul Hamid (Rtd) as Independent Director	297,528,223	99.9674	97,000	0.0326	100,296
<u>Ordinary Resolution 7</u>					
Continuing in office of Mr John Leong Chung Loong as Independent Director	297,528,223	99.9674	97,000	0.0326	100,296
<u>Ordinary Resolution 8</u>					
Continuing in office of Dato' Wong Lee Yun as Independent Director	297,528,223	99.9674	97,000	0.0326	100,296

	Vote in Favour		Vote Against		Abstain
	No. of Shares	%	No. of Shares	%	No. of Shares
<u>Ordinary Resolution 9</u> Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions	176,975,348	100.0000	0	0	120,750,171
<u>Ordinary Resolution 10</u> Proposed Renewal of Authority for the Company to purchase its own shares	297,625,223	100.0000	0	0	100,296
<u>Special Resolution</u> Proposed Adoption of New Constitution of the Company	297,586,002	100.0000	0	0	139,517