

# **JAYA TIASA HOLDINGS BERHAD**

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

**SUMMARY OF PROCEEDINGS OF THE 58<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY HELD AT THE AUDITORIUM, GROUND FLOOR, NO. 62, LORONG UPPER LANANG 10A, 96000 SIBU, SARAWAK ON WEDNESDAY, 28 NOVEMBER 2018 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**

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

**1 ADMINISTRATIVE**

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 58<sup>th</sup> Annual General Meeting (AGM) would be voted by poll. The Chairman exercised the right to demand pursuant to Article 61 of the Company's Articles of Association that poll be taken on all the ordinary resolutions set out in the Notice of the AGM. The Chairman further informed that pursuant to Article 64 of the Company's Articles of Association, on a poll, every member shall have (1) vote for every share he holds.

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

The poll results of all the resolutions would be announced at the end of the meeting after every resolution have been voted upon.

**2 SUMMARY OF KEY MATTERS DISCUSSED**

**Laying of the Audited Financial Statements for the Financial Year Ended 30 June 2018 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 2018 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 22 November 2018 submitted their questions to the Company relating to (i) Strategy &

Financial Matters of the Group; and (ii) Corporate Governance issues. Details of the questions and answers were presented to the members present at the meeting via power point.

Issues raised by other shareholders and/or proxy and corporate representatives present at the AGM were explained and clarified by the external Auditor and the management.

Following the conclusion of the questions-and-answers session, the Chairman announced that the Audited Financial Statements for the year ended 30 June 2018 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

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

	For		Against		Abstained
	No. of Shares	%	No. of Shares	%	No. of Shares
<b>ORDINARY BUSINESS</b>					
<b><u>Resolution 1</u></b>					
Declaration of Final Dividend	355,389,965	100.00	0	0	0
<b><u>Resolution 2</u></b>					
Re-election of Dato' Sri Dr Tiong Ik King as Director	355,367,565	99.99	22,400	0.01	0
<b><u>Resolution 3</u></b>					
Re-election of Mdm Tiong Choon as Director	355,367,565	99.99	22,400	0.01	0
<b><u>Resolution 4</u></b>					
Approval of Directors' Fees	355,344,029	100.00	0	0	45,936
<b><u>Resolution 5</u></b>					
Approval of Directors' Benefits	355,318,629	99.99	25,400	0.01	45,936
<b><u>Resolution 6</u></b>					
Re-appointment of Messrs. Ernst & Young as Auditors	355,389,965	100.00	0	0	0

	For		Against		Abstained
	No. of Shares	%	No. of Shares	%	No. of Shares
<b>SPECIAL BUSINESS</b>					
<b><u>Resolution 7</u></b>					
Continuing in office of Gen Tan Sri Abdul Rahman Bin Abdul Hamid (Rtd) as Independent Director	355,364,250	99.99	25,715	0.01	0
<b><u>Resolution 8</u></b>					
Continuing in office of Mr John Leong Chung Loong as Independent Director	355,367,250	99.99	22,715	0.01	0
<b><u>Resolution 9</u></b>					
Continuing in office of Dato' Wong Lee Yun as Independent Director	355,367,250	99.99	22,715	0.01	0
<b><u>Resolution 10</u></b>					
Authority for the Company to purchase its own shares	355,389,965	100.00	0	0	0
<b><u>Resolution 11</u></b>					
Shareholders' Mandate for Recurrent Related Party Transaction	249,895,280	99.99	315	0.01	105,494,370

## 5 CONCLUSION

The Meeting concluded at 10.50 a.m. with a vote of thanks to the Chair.