

TECHFAST HOLDINGS BERHAD

Company No. 647820-D
(Incorporated in Malaysia)

SUMMARY OF KEY MATTERS DISCUSSED AT THE FIFTEENTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT ROOM ALHAMBRA I & II, LEVEL M1, MELIA KUALA LUMPUR, 16 JALAN IMBI, 55100 KUALA LUMPUR ON FRIDAY, 24 MAY 2019 AT 10.00 A.M.

ATTENDANCE

1. All members of the Board of Directors
2. Company Secretaries
3. Management Team of Techfast Holdings Berhad
4. Representatives from Messrs Tai Yapp & Co, External Auditors
5. Representative from Messrs Kloo Point Risk Management Services, Internal Auditors
6. Representative from Tricor Investor & Issuing House Services Sdn Bhd, Registrar
7. Representative from Scrutineer Solutions Sdn Bhd, appointed Independent Scrutineer
8. Shareholders, proxies and others as per Attendance List

CHAIRMAN

Mr. Lim Tock Ooi

QUORUM

There was a quorum for the Meeting.

NOTICE OF MEETING

The notice of Meeting having been circulated and was taken as read.

Before proceeding with the items on the Agenda, the Chairman, Mr. Lim Tock Ooi explained that Bursa Malaysia Listing Requirements required that all resolutions set out in the Notice of general meeting be voted by poll. In view of this, all the resolutions in this meeting would be put to vote by poll and all the votes casted would be validated by the appointed independent scrutineer, Scrutineer Solutions Sdn Bhd.

AGENDA 1

TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

This Agenda was meant for discussion only. This Agenda item was not a business which required a resolution to be put to the shareholders' votes.

The Audited Financial Statements for the financial year ended 31 December 2018 together with the Reports of Directors and Auditors were received and noted by the shareholders.

The shareholders agreed that the Q&A session on the Audited Financial Statements would be carried out during the vote counting process after the deliberation of remaining items on the Agenda in order to efficiently use the time while the vote counting by the scrutineer took place.

AGENDA 2, RESOLUTION 1

TO APPROVE THE PAYMENT OF FINAL SINGLE TIER DIVIDEND OF 0.5 SEN PER ORDINARY SHARE FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

Agenda 2, Resolution 1 on the approval of the payment of the Final Single Tier Dividend of 0.5 sen for the financial year ended 31 December 2018 was approved by the shareholders.

No matters were raised by the shareholders on this Agenda.

AGENDA 3, RESOLUTION 2

TO APPROVE THE PAYMENT OF DIRECTORS' FEES OF RM138,000 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

Agenda 3, Resolution 2 on the payment of Directors' Fees of RM138,000 for the financial year ended 31 December 2018 was approved by the Shareholders.

No matters were raised by the shareholders on this Agenda.

AGENDA 4, RESOLUTION 3

TO APPROVE THE PAYMENT OF DIRECTORS' REMUNERATION OF RM15,600 (EXCLUDING DIRECTORS' FEES) TO THE NON-EXECUTIVE DIRECTORS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

Agenda 4, Resolution 3 on the payment of Directors' remuneration of RM15,600 (excluding Directors' fees) to the Non-Executive Directors for the financial year ended 31 December 2018 was approved by the Shareholders.

No matters were raised by the shareholders on this Agenda.

AGENDA 5, RESOLUTION 4

TO APPROVE THE PAYMENT OF DIRECTORS' FEES NOT EXCEEDING RM160,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2019 AND RM80,000 FOR THE PERIOD FROM 1 JANUARY 2020 UNTIL THE 16TH AGM TO NON-EXECUTIVE DIRECTORS.

Agenda 5, Resolution 4 on the payment of Directors' fees not exceeding RM160,000 for the financial year ending 31 December 2019 and RM80,000 for the period from 1 January 2020 until the 16th AGM to Non-Executive Directors was approved by the Shareholders.

No matters were raised by the shareholders on this Agenda.

AGENDA 6, RESOLUTION 5

TO APPROVE THE PAYMENT OF DIRECTORS' REMUNERATION (EXCLUDING DIRECTORS' FEES) NOT EXCEEDING RM20,000 FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2019 AND RM10,000 FOR THE PERIOD FROM 1 JANUARY 2020 UNTIL THE 16TH AGM TO NON-EXECUTIVE DIRECTORS.

Agenda 6, Resolution 5 on the payment of Directors' remuneration (excluding Directors' fees) not exceeding RM20,000 for the financial year ending 31 December 2019 and RM10,000 for the period from 1 January 2020 until the 16th AGM to Non-Executive Directors was approved by the Shareholders.

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Summary of Key Matters Discussed at the 15th Annual General Meeting of the Company held on 24 May 2019

No matters were raised by the shareholders on this Agenda.

AGENDA 7, RESOLUTION 6

TO RE-ELECT MR. YAP YOON SING AS DIRECTOR OF THE COMPANY

Agenda 7, Resolution 6, on the re-election of Mr. Yap Yoon Sing as Director of the Company pursuant to Article 74 of the Company's Constitution was approved by the shareholders.

No matters were raised by the shareholders on this Agenda.

AGENDA 7, RESOLUTION 7

TO RE-ELECT MS. LAI HUI YEEN AS DIRECTOR OF THE COMPANY

Agenda 7, Resolution 7, on the re-election of Ms. Lai Hui Yeen as Director of the Company pursuant to Article 81 of the Company's Constitution was approved by the shareholders.

No matters were raised by the shareholders on this Agenda.

AGENDA 7, RESOLUTION 8

TO RE-ELECT MS. KHOR JOE ANN AS DIRECTOR OF THE COMPANY

Agenda 7, Resolution 8, on the re-election of Ms. Khor Joe Ann as Director of the Company pursuant to Article 81 of the Company's Constitution was approved by the shareholders.

No matters were raised by the shareholders on this Agenda.

AGENDA 8, RESOLUTION 9

TO APPOINT AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

Agenda 8, Resolution 9, on the re-appointment of Messrs Tai, Yapp & Co., as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration was approved by the shareholders.

No matters were raised by the shareholders on this Agenda.

AGENDA 9, RESOLUTION 10

AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTION 76 OF THE COMPANIES ACT, 2016

Agenda 9, Resolution 10 on the authority for the Directors to issue and allot shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may in their absolute discretion, deem fit provided that aggregate number of shares issued pursuant to this resolution does not exceed ten percent (10%) of the total issued share capital of the Company for the time being, was approved by the shareholders.

No matters were raised by the shareholders on this Agenda.

AGENDA 10, RESOLUTION 11**PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE OF ITS OWN SHARES (“PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY”)**

Agenda 10, Resolution 11 on the renewal of Proposed Share Buy-Back which will empower the Directors of the Company to buy back its shares from Bursa Malaysia Securities Berhad and/or hold from time to time shares of the Company not exceeding ten percent (10%) of the total issued share capital of the Company and this authority will, unless revoked or varied by the Company at a General Meeting, expire at the next annual general meeting was approved by the shareholders.

No matters were raised by the shareholders on this Agenda.

AGENDA 11, RESOLUTION 12**PROPOSED ADOPTION OF THE NEW CONSTITUTION OF THE COMPANY.**

Agenda 11, Resolution 12 on the Proposed Adoption of the New Constitution of the Company will bring the Company’s Constitution in line with the enforcement of the Companies Act, 2016, the updated provisions of the ACE Market Listing Requirements of Bursa Malaysia and enhance administrative efficiency was approved by the shareholders.

No matters were raised by the shareholders on this Agenda.

POLLING PROCESS

Before commencement of poll voting, the Chairman explained the procedure for the conduct of the poll and use of the poll voting forms that were given to each shareholder/proxy during their registration for this AGM.

The results of the poll were then counted and verified by the appointed scrutineer, Scrutineer Solutions Sdn Bhd.

Q&A SESSION ON THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018

The Chairman then invited the questions from the floor on the Audited Financial Statements for the financial year ended 31 December 2018.

There were no questions from the shareholders on the Audited Financial Statements of the Company for the financial year ended 31 December 2018.

ANNOUNCEMENT OF POLL RESULTS

The Chairman announced that the resolutions were duly carried with the poll results as follows:

No.	Resolution	Vote For		Vote Against		Results
		No. of Shares	%	No. of Shares	%	
1	Ordinary Resolution 1 <ul style="list-style-type: none"> To approve the payment of final single tier dividend of 0.5 sen per ordinary share for the financial year ended 31 December 2018. 	109,522,587	100	0	0	Carried

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2	Ordinary Resolution 2 <ul style="list-style-type: none"> To approve the payment of Directors' Fees of RM138,000 for the financial year ended 31 December 2018. 	109,522,587	100	0	0	Carried
3.	Ordinary Resolution 3 <ul style="list-style-type: none"> To approve the payment of Directors' remuneration of RM15,600 (excluding Directors' fees) to Non-Executive Directors for the financial year ended 31 December 2018. 	109,522,587	100	0	0	Carried
4.	Ordinary Resolution 4 <ul style="list-style-type: none"> To approve the payment of Directors' Fees not exceeding RM160,000 for the financial year ending 31 December 2019 and RM80,000 for the period from 1 January 2020 until the 16th AGM to Non-Executive Directors. 	109,522,587	100	0	0	Carried
5.	Ordinary Resolution 5 <ul style="list-style-type: none"> To approve the payment of Directors' remuneration (excluding Directors' fees) not exceeding RM20,000 for the financial year ending 31 December 2019 and RM10,000 for the period from 1 January 2020 until the 16th AGM to Non-Executive Directors. 	109,522,587	100	0	0	Carried
6.	Ordinary Resolution 6 <ul style="list-style-type: none"> To re-elect Yap Yoon Sing 	109,522,587	100	0	0	Carried
7.	Ordinary Resolution 7 <ul style="list-style-type: none"> To re-elect Lai Hui Yeen 	109,522,587	100	0	0	Carried
8	Ordinary Resolution 8 <ul style="list-style-type: none"> To re-elect Khor Joe Ann 	109,522,587	100	0	0	Carried
9	Ordinary Resolution 9 <ul style="list-style-type: none"> To re-appoint Auditors and to authorize the Directors to fix their remuneration 	109,522,587	100	0	0	Carried
10	Ordinary Resolution 10 <ul style="list-style-type: none"> Authority to allot and issue shares pursuant to Section 76 of the Companies Act, 2016. 	109,522,587	100	0	0	Carried

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11	Ordinary Resolution 11 • Proposed renewal of authority for the Company to purchase up to 10% of its own shares in the total number of issued share of the Company	109,522,587	100	0	0	Carried
12	Ordinary Resolution 12 • Proposed adoption of new Constitution of the Company.	109,522,587	100	0	0	Carried

Closed of Meeting

There were no other matters raised by the shareholders and no other business to be transacted and the Meeting closed at 11.05 a.m. with a vote of thanks to the Chair.