## **TECHFAST HOLDINGS BERHAD**

Company No. 647820-D (Incorporated in Malaysia)

SUMMARY OF KEY MATTERS DISCUSSED AT THE FOURTEENTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT MELATI HALL, LEVEL 2, HOTEL ROYAL KUALA LUMPUR, JALAN WALTER GRENIER, 55100 KUALA LUMPUR ON FRIDAY, 25 MAY 2018 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 Tricor Investor & Issuing House Services Sdn Bhd, Registrar
- 6. Representative from Scrutineer Solutions Sdn Bhd, appointed Independent Scruitineer
- 7. 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 on 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 2017

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

The Audited Financial Statements for the financial year ended 31 December 2017 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 while vote counting took place, which would be after the deliberation of remaining items on the Agenda so as not to waste time.

#### **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 2017

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 2017 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 RM120,000 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2017

Agenda 3, Resolution 2 on the payment of Directors' Fees of RM120,000 for the financial year ended 31 December 2017 was approved by the Shareholders.

No matters were raised by the shareholders on this Agenda.

## **AGENDA 4, RESOLUTION 3**

TO RE-ELECT MR. YAP KOK CHING AS DIRECTOR OF THE COMPANY

Agenda 4, Resolution 3, on the re-election of Mr. Yap Kok Ching 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 4, RESOLUTION 4**

TO RE-ELECT DATUK CHAN CHONG CHOON AS DIRECTOR OF THE COMPANY

Agenda 4, Resolution 4, on the re-election of Datuk Chan Chong Choon 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 5, RESOLUTION 5**

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

Agenda 5, Resolution 5, 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 6, RESOLUTION 6**

RETENTION OF MR. YAP KOK CHING AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

Agenda 6, Resolution 6 on the retention of Mr. Yap Kok Ching, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than twelve (12) years, to continue to serve as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting was approved by the Shareholders.

No matters were raised by the shareholders on this Agenda.

#### **AGENDA 6. RESOLUTION 7**

RETENTION OF MR. AUN AH THIM AS INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE COMPANY

Agenda 6, Resolution 7 on the retention of Mr. Aun Ah Thim, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to serve as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting was approved by the Shareholders.

No matters were raised by the shareholders on this Agenda.

## **AGENDA 7, RESOLUTION 8**

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

Agenda 7, Resolution 8 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 8, RESOLUTION 9**

PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")

Agenda 8, Resolution 9 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.

## **POLLING PROCESS**

Before voting started, 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 2017**

The Chairman then invited questions from the floor on the Audited Financial Statements for the financial year ended 31 December 2017.

There were no questions from the shareholders on the Audited Financial Statements of the Company for the financial year ended 31 December 2017.

## **ANNOUNCEMENT OF POLL RESULTS**

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

No.	Resolution	Vote For		Vote Against		
		No. of Shares	%	No. of Shares	%	Results
1	Ordinary 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 2017	98,176,071	100	0	0	Carried
2	Ordinary Resolution 2  • To approve the payment of Directors' Fees of RM120,000 for the financial year ended 31 December 2017.	98,029,405	100	0	0	Carried
3	Ordinary Resolution 3  • To re-elect Yap Kok Ching	98,176,071	100	0	0	Carried
4	Ordinary Resolution 4 • To re-elect Datuk Chan Chong Choon	98,176,071	100	0	0	Carried
5	Ordinary Resolution 5  • To re-appoint Auditors and to authorize the Directors to fix their remuneration	98,176,071	100	0	0	Carried

6	Ordinary Resolution 6 • Retention of Mr. Yap Kok Ching as Independent Director					
	Tier 1 – Large Holders	68,750,493	100	0	0	
	<u>Tier 2- Other Holders</u>	29,425,578	100	0	0	Carried
7	Ordinary Resolution 7 • Retention of Mr. Aun Ah Thim as Independent Director	98,176,071	100	0	0	Carried
8	Ordinary Resolution 8  • Authority to allot and issue shares pursuant to Section 76 of the Companies Act, 2016.	98,176,071	100	0	0	Carried
9	Ordinary Resolution 9 • 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	98,176,071	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 11.00 a.m. with a vote of thanks to the Chair.