

TOMEI CONSOLIDATED BERHAD
(200501015912)(692959-W)
(Incorporated in Malaysia)

FIFTEENTH ANNUAL GENERAL MEETING

DEWAN BERJAYA, BUKIT KIARA RESORT BERHAD, JALAN BUKIT KIARA,
OFF JALAN DAMANSARA, 60000 KUALA LUMPUR

MONDAY, 24 AUGUST 2020 AT 2.30 P.M.

SUMMARY OF KEY MATTERS DISCUSSED

ATTENDEES:

- i. All members of the Board of Directors except for Tan Sri Datuk Dr Ng Teck Fong
- ii. Group Financial Controller
- iii. Company Secretary
- iv. Representatives of Lawco Corporate Services Sdn Bhd
- v. Representatives of Bina Management Sdn Bhd
- vi. Shareholders / Proxies / Authorised Representatives / Invitees and other as per the attendance list

CHAIRMAN

Mr Lau Tiang Hua

NOTICE OF MEETING

The notice convening the Meeting, having been circulated within the prescribed period was taken as read.

Before proceeding with the items on the Agenda, the Chairman explained that Bursa Malaysia Listing Requirement requires all resolutions in the Notice of General Meeting be voted by poll. In view of this, all the resolutions in this meeting are to be put to vote by poll and all votes are to be validated by an appointed scrutineer. The poll administrator is Bina Management Sdn Bhd and the appointed scrutineer is Lawco Corporate Services Sdn Bhd.

AGENDA 1

To receive the Audited Financial Statements for the Financial Year Ended 31 December 2019 and the Reports of Directors' and Auditors thereon.

This agenda item was meant for discussion only as the provision of Section 340(1)(a) of the Companies Act, 2016 does not require formal approval of the shareholders and hence, this agenda item was not put forward for voting.

The Audited Financial Statement of the Company for the financial year ended 31 December 2019 and the Reports of the Directors and Auditors thereon were received and noted by the shareholders.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 2 (Resolution 1)

To approve the payment of Directors' Fees amounting to RM248,625.00 in respect of the Financial Year Ended 31 December 2019

The payment of Directors' Fees amounting to RM248,625.00 in respect of the financial year ended 31 December 2019 was approved by the shareholders of the Company.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 3 (Resolution 2)

To approve the payment of Directors' Benefits (excluding Directors' Fees) amounting to RM9,000.00 from 25 August 2020 until the next Annual General Meeting of the Company

The payment of Directors' Benefits (excluding Directors' Fees) amounting to RM9,000.00 from 25 August 2020 until the next Annual General Meeting of the Company was approved by the shareholders of the Company.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 4

Re-Election of Directors who retire pursuant to Article 83.1 of the Company's Constitution

(i) Datin Choong Chow Mooi (Resolution 3)

The re-election of Datin Choong Chow Mooi as Director of the Company pursuant to Article 83.1 of the Company's Constitution was approved by the shareholders of the Company.

No matter was raised by shareholders of the Company on this agenda.

(ii) Ms Ng Sheau Chyn (Resolution 4)

The re-election of Ms Ng Sheau Chyn as Director of the Company pursuant to Article 83.1 of the Company's Constitution was approved by the shareholders of the Company.

No matter was raised by shareholders of the Company on this agenda.

(iii) Ms Ng Sheau Yuen (Resolution 5)

The re-election of Ms Ng Sheau Yuen as Director of the Company pursuant to Article 83.1 of the Company's Constitution was approved by the shareholders of the Company.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 5 (Resolution 6)

To re-appoint BDO PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration

The re-appointment of BDO PLT as Auditors of the Company for the ensuing year at a fee to be determined by the Board of Directors was approved by the shareholders.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 6 (Resolution 7)

Authority to Allot and Issue Shares pursuant to Section 76 of the Companies Act, 2016

The renewal of the mandate pursuant to Section 75 and 76 of the Companies Act 2016 and subject to the approvals of the relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered to issue shares in the Company at any time and upon such terms and conditions, for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed twenty per centum (20%) of the total number of issued shares of the Company for the time being and that the Directors be and are hereby also empowered to obtain approval from the Bursa Malaysia Securities Berhad ("Bursa Securities") for the listing of and quotation for the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company, was approved by shareholders of the Company.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 7 (Resolution 8)

Proposed renewal of Shareholders' Mandate for Recurrent related party transactions ("RRPT") of a revenue or trading nature with related party ("Proposed Shareholders' Mandate")

The renewal of the Shareholders' Mandate for RRPT subject to provisions of the Companies Act 2016 ("Act"), the Constitution of the Company, Bursa Malaysia Securities Berhad Main Market Listing Requirements or other regulatory authorities, approval be and is hereby given to the Company and/or its subsidiaries to enter into category of RRPT as set out in Section 2.1 of the Circular to Shareholders dated 23 July 2020, was approved by shareholders of the Company.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 8 (Resolution 9)

Proposed Renewal of Authority for Shares buy back

The renewal of the mandate for Authority for Shares buy back pursuant to provisions of the Companies Act 2016 ("Act"), the Constitution of the Company, Bursa Malaysia Securities Berhad ("Bursa Securities") Main Market Listing Requirements or other regulatory authorities, the Company be authorised, to the fullest extent permitted by law, to buy-back such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time, through Bursa Securities, upon such terms and conditions as the Directors may deem fit and expedient in the interests of the Company, was approved by shareholders of the Company.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 9 (Resolution 10)

Continuing in Office as Independent Non-Executive Director

- Yang Mulia Raja Tan Sri Dato' Seri Aman Bin Raja Haji Ahmad

The continuity of Yang Mulia Raja Tan Sri Dato' Seri Aman Bin Raja Haji Ahmad to act as an Independent Non-Executive Director was approved by the shareholders.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 10 (Resolution 11)
Continuing in Office as Independent Non-Executive Director
- **Datin Nonadiah Binti Abdullah**

The continuity of Datin Nondiah Binti Abdullah to act as an Independent Non-Executive Director was approved by the shareholders.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 11 (Resolution 12)
Continuing in Office as Independent Non-Executive Director
- **Datuk M. Chareon Sae Tang @ Tan Whye Aun**

The continuity of Datuk M. Chareon Sae Tang @ Tan Whye Aun to act as an Independent Non-Executive Director was approved by the shareholders.

No matter was raised by shareholders of the Company on this agenda.

AGENDA 12 (Resolution 13)
Continuing in Office as Independent Non-Executive Director
- **Mr. Lau Tiang Hua**

The continuity of Mr Lau Tiang Hua to act as an Independent Non-Executive Director was approved by the shareholders.

No matter was raised by shareholders of the Company on this agenda.

The Chairman informed that the Company would use the two-tier voting process in seeking the shareholders' approval for retaining the Independent Director who has served for more than 12 years as Independent Director as Resolution 10, 11, 12 and 13.

POLLING PROCESS

Before commencement of poll voting, the Company Secretary was instructed to brief the shareholders on the poll procedures. The meeting then proceeded to poll voting.

The meeting was adjourned for 30 minutes for the counting of votes.

Upon completion of the counting of votes, the Chairman called the meeting to order and the scrutineer announced the results of the poll as follows:

No	Resolutions	For		Against		Resolution (Passed / Not Passed)
		No. of shares	%	No. of shares	%	
1.	Approval for the payment of Directors' Fees	87,234,438	99.9989	950	0.0011	Passed
2.	Approval for the payment of Directors' Benefits	87,234,438	99.9989	950	0.0022	Passed
3.	Re-election of Datin Choong Chow Mooi as Director	87,235,388	100	0	0	Passed

4.	Re-election of Ms Ng Sheau Chyn as Director	87,235,388	100	0	0	Passed
5.	Re-election of Ms Ng Sheau Yuen as Director	87,235,388	100	0	0	Passed
6.	Re-appointment of BDO PLT as Auditors	87,235,388	100	0	0	Passed

Special Business

No	Resolutions	For		Against		Resolution (Passed / Not Passed)
		No. of shares	%	No. of shares	%	
7.	Ordinary Resolution 1 Authority to Allot & Issue Shares	87,234,438	99.9989	950	0.0011	Passed
8.	Ordinary Resolution 2 Proposed Shareholders' Mandate for Recurrent Related Party Transactions	21,300	95.7303	950	4.2697	Passed
9.	Ordinary Resolution 3 Proposed Renewal of Authority for Shares Buy-Back	87,234,438	99.9989	950	0.0011	Passed
10.	Ordinary Resolution 4 Continuing in Office as Independent Non-Executive Director - Yang Mulia Raja Tan Sri Dato' Seri Aman Bin Raja Haji Ahmad	Tier 1				
		63,132,177	100	0	0	Passed
		Tier 2				
		24,102,261	99.9961	950	0.0039	Passed
11.	Ordinary Resolution 5 Continuing in Office as Independent Non-Executive Director - Datin Nonadiah Binti Abdullah	Tier 1				
		63,132,177	100	0	0	Passed
		Tier 2				
		24,102,261	99.9961	950	0.0039	Passed
12.	Ordinary Resolution 6 Continuing in Office as Independent Non-Executive Director - Datuk M.Chareon Sae Tang @ Tan Whye Aun	Tier 1				
		63,132,177	100	0	0	Passed
		Tier 2				
		24,102,261	99.9961	950	0.0039	Passed

13.	Ordinary Resolution 7 Continuing in Office as Independent Non- Executive Director - Mr Lau Tiang Hua	Tier 1				
		63,132,177	100	0	0	Passed
		Tier 2				
		24,102,261	99.9961	950	0.0039	Passed

CLOSURE

There were no further business and the meeting was closed at 3.10 p.m. with vote of thanks to the Chair.