

TOMEI CONSOLIDATED BERHAD

(200501015912)(692959-W)

(Incorporated in Malaysia)

SIXTEENTH ANNUAL GENERAL MEETING

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

TUESDAY, 4 MAY 2021 AT 10.00 A.M.

SUMMARY OF KEY MATTERS DISCUSSED

ATTENDEES:

- i. All members of the Board of Directors
- 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 others as per the attendance list

CHAIRMAN

Raja Tan Sri Dato' Seri Aman Bin Raja Haji Ahmad

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 2020 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 Statements of the Company for the financial year ended 31 December 2020 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 declare a First and Final Single Tier Dividend of 2.0 sen per ordinary share in respect of the financial year ended 31 December 2020

The declaration of First and Final Single Tier Dividend of 2.0 sen per ordinary share in respect of the financial year ended 31 December 2020 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' Fees amounting to RM292,500.00 in respect of the Financial Year Ended 31 December 2020

The payment of Directors' Fees amounting to RM292,500.00 in respect of the financial year ended 31 December 2020 was approved by the shareholders of the Company.

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

AGENDA 4 (Resolution 3)

To approve the payment of Directors' Benefits (excluding Directors' Fees) amounting to RM9,000.00 from 5 May 2021 until the next Annual General Meeting of the Company

The payment of Directors' Benefits (excluding Directors' Fees) amounting to RM9,000.00 from 5 May 2021 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 5

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

(i) Datuk Ng Yih Pyng (Resolution 4)

The re-election of Datuk Ng Yih Pyng 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) Datuk M Chareon Sae Tang @ Tan Whye Aun (Resolution 5)

The re-election of Datuk M Chareon Sae Tang @ Tan Whye Aun 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) Yang Mulia Raja Tan Sri Dato' Seri Aman Bin Raja Haji Ahmad (Resolution 6)

The re-election of Yang Mulia Raja Tan Sri Dato' Seri Aman Bin Raja Haji Ahmad 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 6 (Resolution 7)

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 7 (Resolution 8)

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

The renewal of the mandate pursuant to Section 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 in any one financial year of the Company does not exceed ten per centum (10%) 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 for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad and that such authority shall continue 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 8 (Resolution 9)

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 6 April 2021, was approved by shareholders of the Company.

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

AGENDA 9 (Resolution 10)

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 10 (Resolution 11)

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 11 (Resolution 12)

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 12 (Resolution 13)

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 13 (Resolution 14)

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 11, 12, 13 and 14.

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.	Declaration of Dividend	86,185,238	100	0	0	Passed
2.	Approval for the payment of Directors' Fees	86,185,238	100	0	0	Passed
3.	Approval for the payment of Directors' Benefits	86,185,238	100	0	0	Passed
4.	Re-election of Datuk Ng Yih Pyng as Director	86,185,238	100	0	0	Passed
5.	Re-election of Datuk M Chareon Sae Tang @ Tan Whye Aun as Director	86,185,238	100	0	0	Passed
6.	Re-election of Yang Mulia Raja Tan Sri Dato' Seri Aman Bin Raja Haji Ahmad as Director	86,185,238	100	0	0	Passed
7.	Re-appointment of BDO PLT as Auditors	86,185,238	100	0	0	Passed

Special Business

No	Resolutions	For		Against		Resolution (Passed / Not Passed)
		No. of shares	%	No. of shares	%	
8.	Ordinary Resolution 1 Authority to Allot & Issue Shares	86,185,238	100	0	0	Passed
9.	Ordinary Resolution 2 Proposed Shareholders' Mandate for Recurrent Related Party Transactions	87,000	100	0	0	Passed
10.	Ordinary Resolution 3 Proposed Renewal of Authority for Shares Buy-Back	86,185,238	100	0	0	Passed
11.	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
12.	Ordinary Resolution 5 Continuing in Office as Independent Non-Executive Director	Tier 2				
		23,053,061	100	0	0	Passed
12.	Ordinary Resolution 5 Continuing in Office as Independent Non-Executive Director	Tier 1				
		63,132,177	100	0	0	Passed
		Tier 2				

	- Datin Nonadiah Binti Abdullah	23,053,061	100	0	0	Passed
13.	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				
		23,053,061	100	0	0	Passed
14.	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				
		23,053,061	100	0	0	Passed

CLOSURE

There were no further business and the meeting was closed at 10.50 a.m. with vote of thanks to the Chair.