

# Mesiniaga

## MESINIAGA BERHAD

Company No. 198101013112 (79244-V)

(Incorporated in Malaysia)

Minutes of the 39<sup>th</sup> Annual General Meeting (“39th AGM”) of Mesiniaga Berhad (“the Company”) held via remote participation and electronic voting (Virtual AGM) through Online Meeting Platform of Lumi AGM via <https://web.lumiagm.com> provided by the Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia on Thursday, 15 July 2021 at 2.30 pm.

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**DIRECTORS** Datuk Wan Mohamed Fusil Bin Wan Mahmood (Chairman & Proxy)

**PRESENT** Fathil Sulaiman Ismail  
Voon Seng Chuan  
Wong Fook Hon  
Sim Hong Kee  
Datuk Noor Azian Shaari  
Dato’ Darawati Hussain  
Zaim Husni Omar

**IN ATTENDANCE** Jasni Abdul Jalil (Company Secretary)

**BY INVITATION** Ariffin Abd Majid (Chief Financial Officer)  
Nordin Mat Isa (Director, Products and Services)  
Subathra Ganesan (Partner, PricewaterhouseCoopers Malaysia)

**SHAREHOLDERS** 96 shareholders representing 13,270,446 shares  
**PRESENT** (21.97%) and 21 proxies representing 22,610,780  
shares (37.43%)

### QUORUM

Upon confirmation by the Company Secretary that a quorum was present, the Chairman called the Meeting to order.

### NOTICE OF MEETING

The Chairman informed that the Notice of the 39<sup>th</sup> AGM and Annual Report 2020 were announced to Bursa Malaysia on 28 April 2021, whilst the amended notice was issued on 1 July 2021 was taken as read.

### AGENDA 1 - TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2020 TOGETHER WITH THE REPORT OF DIRECTORS AND THE INDEPENDENT AUDITORS REPORT THEREON.

The Audited Accounts of the Company for the year ended 31 December 2020 together with the Reports of Directors and Auditors were duly tabled.

**AGENDA 2 - TO APPROVE DIRECTORS' REMUNERATION OF UP TO RM375,000 TO THE NON-EXECUTIVE DIRECTORS FOR THE YEAR ENDING 31 DECEMBER 2021 (RESOLUTION 1).**

The Chairman highlighted that the payment of Directors' Remuneration for the year ended 31 December 2020 amounting to RM375,000.00 was proposed to be approved.

**AGENDA 3 - TO RE-ELECT THE FOLLOWING DIRECTORS, WHO RETIRE BY ROTATION IN ACCORDANCE WITH ARTICLE 104 OF THE COMPANY'S ARTICLE OF ASSOCIATION, WHO BEING ELIGIBLE, OFFERED THEMSELVES FOR RE-ELECTION:-**

- a. Voon Seng Chuan (Resolution 2)
- b. Sim Hong Kee (Resolution 3)

The Chairman informed that in accordance with Article 104 of the Company's Article of Association, Voon Seng Chuan and Sim Hong Kee had indicated their willingness to be re-elected as Directors of the Company.

**AGENDA 4 - TO RE-ELECT THE FOLLOWING DIRECTORS WHO RETIRE IN ACCORDANCE WITH ARTICLE 108 OF THE COMPANY'S ARTICLE OF ASSOCIATION, WHO BEING ELIGIBLE, OFFERED THEMSELVES FOR RE-ELECTION: -**

- a. Dato' Darawati Hussain (Resolution 4)
- b. Zaim Husni Omar (Resolution 5)

The Chairman informed that in accordance with Article 108 of the Company's Article of Association, Dato' Darawati Hussain and Zaim Husni Omar who retired at their first Annual General Meeting had indicated their willingness to be re-elected as Directors of the Company.

**AGENDA 5 - TO RE-APPOINT MESSRS PRICEWATERHOUSECOOPERS PLT AS THE COMPANY'S AUDITORS AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION (RESOLUTION 6).**

Shareholders were informed that Messrs. PricewaterhouseCoopers PLT had indicated its willingness to continue to serve as the Company's auditors for the FYE 2021.

The Chairman then proceeded with the voting of all Resolutions tabled at the Meeting. Shareholders were informed that the casting and verification process may take approximately thirty (30) minutes to complete.

The Chairman called up the Meeting to order after the thirty (30) minutes time were up, and the Chairman announced the results of the e-polling as follows:

RESOLUTION	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
<b>RESOLUTION 1:</b> Approval Directors' remuneration for the year ending 31 December 2021	27,990,169	99.9107	25,030	0.0893

The Chairman declared the Resolution 1 is carried.

RESOLUTION	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
<b>RESOLUTION 2:</b> Re-election of Voon Seng Chuan as Director	35,750,373	99.9588	14,753	0.0412

The Chairman declared the Resolution 2 is carried.

RESOLUTION	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
<b>RESOLUTION 3:</b> Re-election of Sim Hong Kee as Director	36,058,873	99.9591	14,753	0.0409

The Chairman declared the Resolution 3 is carried.

RESOLUTION	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
<b>RESOLUTION 4:</b> Re-election of Dato' Darawati Hussain as Director	36,058,674	99.9586	14,952	0.0414

The Chairman declared the Resolution 4 is carried.

RESOLUTION	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
<b>RESOLUTION 5:</b> Re-election of Zaim Husni Omar as Director	36,058,674	99.9586	14,952	0.0414

The Chairman declared the Resolution 5 is carried.

RESOLUTION	FOR		AGAINST	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)
<b>RESOLUTION 6:</b> Re-appointment of Messrs PricewaterhouseCoopers as Auditors	36,059,514	99.9609	14,112	0.0391

The Chairman declared the Resolution 6 is carried.

#### TERMINATION

There being no further business, the meeting was terminated at 4.15pm with the vote of thanks to the chair.

Confirmed correct,



Chairman

**Mesiniaga Berhad**

39th Virtual Annual General Meeting

Thursday, 15 July 2021

**Polling Results**

RESOLUTION	Vote FOR			Vote AGAINST		
	REC	UNITS	%	REC	UNITS	%
Resolution 1	82	27,990,169	99.9107	34	25,030	0.0893
Resolution 2	102	35,750,373	99.9588	17	14,753	0.0412
Resolution 3	103	36,058,873	99.9591	17	14,753	0.0409
Resolution 4	103	36,058,674	99.9586	17	14,952	0.0414
Resolution 5	103	36,058,674	99.9586	17	14,952	0.0414
Resolution 6	110	36,059,514	99.9609	10	14,112	0.0391



15 July 2021