

TA WIN HOLDINGS BERHAD

(Company No. 291592-U)
(Incorporated in Malaysia)
Registered Office
No. 308, Block A (3rd Floor),
Kelana Business Centre,
97, Jalan SS7/2, Kelana Jaya,
47301 Petaling Jaya,
Selangor Darul Ehsan.

EXTRACT OF THE MINUTES OF TWENTY-FOURTH ANNUAL GENERAL MEETING HELD ON 29TH DAY OF JUNE, 2018

PRESENT : **Members**

As per Attendance List

Directors

Dato' Yeo Boon Leong, JP - Chairman of Meeting
Mr. Chen, Hsi-Tao
Mr. Chen, Hung-Lin
Mr. Tan Poo Chuan
Mr. Lai Kian Huat
Datin Azreen Binti Abu Noh
Dato' Paduka Dr. Hii King Hiong

BY INVITATION : As per Attendance List

IN ATTENDANCE : Mr. Ho Meng Chan) Joint-Secretaries
Ms. Wu Siew Hong)

PRELIMINARY

The Chairman, Dato' Yeo Boon Leong, JP called the meeting to order upon the confirmation of the presence of a quorum by the Company Secretary. He extended a warm welcome to all present and introduced the Board of Directors and the newly appointed chief financial officer to the members.

The Chairman informed that all resolutions tabled at the meeting shall be voted upon by way of a poll and the poll results will be verified by the Scrutineers, Messrs Ivan Law & Co. The polling process for the resolutions will commence upon the completion of the deliberation of all items to be transacted at this meeting.

1. NOTICE OF MEETING

The notice convening the meeting, having been circulated, was taken as read with the consent from the members.

2. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2017

The audited financial statements of the Company and of the Group for the year ended 31st December, 2017 together with the Directors' and Auditors' Reports were tabled at the meeting.

Chairman invited questions from the floor and being no question raised, the audited financial statements of the Company and of the Group for the year ended 31st December, 2017 together with the Directors' and Auditors' Reports thereon were received by the meeting.

3. RESOLUTIONS OF THE MEETING

The Chairman informed that Encik Mohd Khasan Bin Ahmad has resigned as a Director of the Company on 3rd May, 2018. Therefore, Resolutions 3 and 11 would be dropped.

The Chairman also informed that Mr. Lai Kian Huat has notified that he does not wish to seek for re-election as the Director of the Company. As such, the Resolution 5 would be dropped.

The following resolutions were tabled for consideration :-

i) **Resolution 1- Directors' Fees**

"THAT the aggregate Directors' Fees payable to the Directors of the Company for an amount not exceeding RM304,000.00 for the financial year ending 31st December, 2018 be and is hereby approved."

ii) **Resolution 2- Directors' Benefits**

"THAT the aggregate Directors' benefits (excluding Directors' fees) payable to the Directors of the Company up to an amount of RM200,000.00 for the period commencing from 30th June, 2018 until the next Annual General Meeting of the Company be and is hereby approved."

iii) **Resolution 4 – Re-election of Dato' Yeo Boon Leong, JP as Director**

"THAT Dato' Yeo Boon Leong, JP, the Director retiring pursuant to Article 98 of the Company's Articles of Association, be and is hereby re-elected as Director of the Company."

iv) **Resolution 6 - Re-election of Tan Poo Chuan as Director**

"THAT Mr. Tan Poo Chuan, the Director retiring pursuant to Article 98 of the Company's Articles of Association, be and is hereby re-elected as Director of the Company."

v) **Resolution 7 - Re-election of Datin Azreen Binti Abu Noh as Director**

"THAT Datin Azreen Binti Abu Noh, the Director retiring pursuant to Article 98 of the Company's Articles of Association, be and is hereby re-elected as Director of the Company."

vi) **Resolution 8 - Re-election of Dato' Paduka Dr. Hii King Hiong as Director**

"THAT Dato' Paduka Dr. Hii King Hiong, the Director retiring pursuant to Article 98 of the Company's Articles of Association, be and is hereby re-elected as Director of the Company."

vii) **Resolution 9 – Appointment of Auditors**

"THAT Messrs Ecovis AHL PLT (AF 1825), be and are hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting at a fee to be determined by the Directors."

viii) **Resolution 10 – Authority to Directors To Issue Shares**

“THAT pursuant to Sections 75 and 76 of the Companies Act, 2016, the Directors be and are hereby empowered to issue shares in the Company, at any time and upon such terms and conditions and 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 in any one financial year does not exceed 10% of the issued capital of the Company for the time being and that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or at the expiry of the period within which the next Annual General Meeting is required to be held in accordance to the provisions of the Companies Act, 2016, whichever is the earlier.”

There were no questions raised by the shareholders/proxies and all resolutions tabled for consideration were proposed and seconded by the shareholders/proxies.

Upon confirmation that no notice has been received to transact any other business from the shareholders, the Chairman declared that the registration for attendance at the meeting close for proper and orderly conduct of the poll at 10.10 a.m. Mr. Ho Meng Chan, the Secretary then briefed the meeting on the procedures with respect to the polling.

The proceedings of the poll were administered by the representatives from the Registrars, Securities Services (Holdings) Sdn. Bhd. and the poll took place at 10.15 a.m. While waiting for the poll results to be announced, the members/proxies were interacting with the Board and chief financial officer and sought clarifications on Company’s financial results ended 31st December, 2017.

The results of the poll for the Proposed Resolutions as per “Appendix A” were announced by the Chairman at 10.30 a.m.

The Chairman then declared that the following resolutions carried :-

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4. CLOSE OF MEETING

There being no other business, the Chairman declared the meeting closed after a vote of thanks had been accorded to him.

Company Name : **TA WIN HOLDINGS BERHAD**
(291592-U)

Type Of Meeting : **TWENTY-FOURTH ANNUAL GENERAL MEETING**

Venue Of Meeting : **BILIK BUNGA TERATAI, 7TH FLOOR, RAMADA PLAZA MELAKA, JALAN BENDAHARA, 75100 MELAKA**

Date & Time of Meeting : **29 JUNE 2018 AT 10.00 A.M.**

Votes Summary Report

Resolution (s)

	Total Securities	Total Percentage
<i>Resolution 1</i>		
To approve the aggregate Directors' Fees payable to the Directors of the Company for an amount not exceeding RM304,000 for the financial year ending 31 December 2018	26,955,238	95.75
	1,197,200	4.25
	Total	28,152,438
		100.00

<i>Resolution 2</i>		
To approve the aggregate Directors' benefits (excluding Directors' fees) to the Directors of the Company up to an amount of RM200,000 for the period commencing from 30 June 2018 until the next Annual General Meeting of the Company	26,955,238	95.75
	1,197,200	4.25
	Total	28,152,438
		100.00

<i>Resolution 4</i>		
To re-elect Dato' Yeo Boon Leong, JP as Director	28,070,338	99.71
	82,100	0.29
	Total	28,152,438
		100.00

<i>Resolution 6</i>		
To re-elect Mr. Tan Poo Chuan as Director	28,070,338	99.71
	82,100	0.29
	Total	28,152,438
		100.00

<i>Resolution 7</i>		
To re-elect Datin Azreen Binti Abu Noh as Director	28,070,338	99.71
	82,100	0.29
	Total	28,152,438
		100.00

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Date & Time of Meeting : **29 JUNE 2018 AT 10.00 A.M.**

Votes Summary Report

Resolution (s)	Total Securities	Total Percentage
<i>Resolution 8</i>		
To re-elect Dato' Paduka Dr. Hii King Hiong as Director		
For	28,070,338	99.71
Against	82,100	0.29
Total	28,152,438	100.00
<i>Resolution 9</i>		
To re-appoint Messrs Ecovis AHL PLT as Auditors and to authorise the Directors to fix their remuneration		
For	28,070,338	99.71
Against	82,100	0.29
Total	28,152,438	100.00
<i>Resolution 10</i>		
To empower the Directors of the Company to issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016		
For	28,070,338	99.71
Against	82,100	0.29
Total	28,152,438	100.00