

JOHAN HOLDINGS BERHAD

(Company No. 314-K)

Summary of Minutes of the Ninety-Fourth Annual General Meeting of the Company duly convened and held at George Kent Technology Centre, 1115 Jalan Puchong, Taman Meranti Jaya, 47120 Puchong, Selangor Darul Ehsan on Wednesday, 10 July 2019 at 11:00 a.m.

1. ADDRESSED BY CHAIRMAN

The Chairman, on behalf of the Board of Directors, welcomed the shareholders and proxies present to the Ninety-Fourth Annual General Meeting (“94th AGM”) of the Company.

The Chairman informed that the notice convening the 94th AGM of the Company had been circulated to all shareholders and advertised in New Straits Times on 31 May 2019. With the permission from the shareholders and proxies present, the notice convening the meeting was taken as read. As the requisite quorum being present, the Chairman called the meeting to order.

The Chairman informed that eight (8) proxy forms had been received from shareholders holding a total of 316,718,957 shares representing 50.84% of the total issued shares of the Company appointed the Chairman and proxies to vote in favour of all resolutions to be considered at this 94th AGM.

2. POLL VOTING

The Chairman informed the shareholders and proxies present that pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Listing Requirements”), all the resolutions set out in the Notice of 94th AGM were required to be passed by way of poll. The Company had appointed Propoll Solutions Sdn Bhd as Poll Administrator to conduct voting by electronic polling and Symphony Merchant Sdn Bhd as Scrutineers to verify the poll results.

The Chairman invited the representative of the Poll Administrator to explain to the shareholders and proxies present on the electronic polling process.

Having concluded on the briefing by the representative of the Poll Administrator, the Chairman next proceeded to deal with the business on hand.

3. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2019 AND THE REPORTS OF THE DIRECTORS AND AUDITORS

The audited financial statements of the Company for the financial year ended 31 January 2019 and the Reports of the Directors and Auditors were tabled for discussion.

As no questions were raised from the floor, it was recorded that the audited financial statements of the Company for the financial year ended 31 January 2019 and the Report of Directors and Auditors had been duly tabled and received by the Shareholders.

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4. POLL RESULTS

All the resolutions tabled at the 94th AGM of the Company were duly passed by the shareholders of the Company and the poll results of the resolutions as summarised below:-

	FOR		AGAINST	
	No. of shares	%	No. of shares	%
<u>Ordinary Resolution 1</u> To re-elect Puan Sri Datin Tan Swee Bee as a Director	316,941,757	99.999369	2,000	0.000631
<u>Ordinary Resolution 2</u> To re-elect Dato' Ahmad Khairummuzammil Bin Mohd Yusoff as a Director	316,941,757	99.999369	2,000	0.000631
<u>Ordinary Resolution 3</u> To approve the payment of Directors' fees and benefits to Non-Executive Directors for financial year ended 31 January 2019	316,740,657	99.994286	18,100	0.005714
<u>Ordinary Resolution 4</u> To re-appoint Deloitte PLT as the Company's Auditors for the financial year ending 31 January 2020 and to authorise the Board of Directors to fix their remuneration.	316,939,757	99.994321	18,000	0.005679
<u>Ordinary Resolution 5</u> Retention of Independent Non-Executive Director – Dato' Ahmad Khairummuzammil Bin Mohd Yusoff	316,921,757	99.994321	18,000	0.005679
<u>Ordinary Resolution 6</u> Retention of Independent Non-Executive Director – Mr Ooi Teng Chew	316,721,757	99.994317	18,000	0.005683
<u>Ordinary Resolution 7</u> Authority to Directors to allot shares	316,921,657	99.992396	24,100	0.007604

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	FOR		AGAINST	
	No. of shares	%	No. of shares	%
<u>Special Resolution</u> Proposed Adoption of the New Constitution of the Company	316,942,657	99.992397	24,100	0.007603

5. CLOSURE

There being no other business to transact, the Chairman thanked the shareholders and proxies present for their attendance and declared the meeting closed at 11.20 a.m.