

KIA LIM BERHAD (342868-P)
(Incorporated in Malaysia)

MINUTES OF THE TWENTY-FOURTH ANNUAL GENERAL MEETING OF KIA LIM BERHAD HELD AT THE KATERINA HOTEL, 8, JALAN ZABEDAH, 83000 BATU PAHAT, JOHOR DARUL TAKZIM ON TUESDAY, 28 MAY 2019 AT 12.00 NOON

CHAIRMAN

Mr Loh Chee Kan took the Chair and welcomed all Members present at the Meeting.

QUORUM

The requisite quorum being present in accordance with Article 61, the Chairman declared the Meeting duly convened.

PROXY

The Secretary announced that twelve (12) proxy forms with a total of 31,567,298 ordinary shares equivalent to 50.97% in the capital of the Company were received during the prescribed period.

NOTICE

The Chairman informed the members present that the Notice convening the Twenty-Fourth Annual General Meeting (“AGM”) had been previously circulated to all members within the prescribed period and advertised in the newspaper.

He sought the members’ consent to take the Notice convening the Twenty-Fourth AGM as read. There being no objection, the Chairman declared that the Notice convening the Twenty-Fourth AGM dated 29 April 2019 be taken as read.

He briefed the members present of the procedure to be adhered to in tabling and approving the resolutions in this meeting. He added that all the resolutions would be voted on by poll at the end of the discussion of today’s agenda. He further added that ECOVIS AHL had been appointed as scrutineers for today’s polling.

AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018 TOGETHER WITH THE REPORTS OF DIRECTORS AND AUDITORS THEREON

The Chairman proceeded to the first item of the agenda, which was to receive the Audited Financial Statements for the financial year ended 31 December 2018 together with the Reports of the Directors and Auditors thereon.

He informed the members present that the Audited Financial Statements for the financial year ended 31 December 2018 together with the Reports of the Directors and Auditors thereon had been circulated to all members within the prescribed period, a copy of which was tabled at the Meeting. He then invited questions from the floor.

As there was no question raised, the Chairman proceeded to the next item of the agenda of the meeting.

DIRECTORS' FEES AND BENEFITS FOR THE FINANCIAL YEAR ENDING 31 DECEMBER 2019

The Chairman proceeded to table the second item of the agenda, to approve the payment of Directors' fees and benefits for the Company and its subsidiaries of RM121,800.00 for the financial year ending 31 December 2019.

Mr. Ng Cheng Yew proposed and Ms. Ng Chin seconded the motion. When there was no question raised, the Chairman put it to vote by poll to be taken later.

RE-ELECTION OF DIRECTORS

In accordance with Article 80 of the Company's Articles of Association, Mr. Ng Chin Kang and Mr. Chua Syer Cin shall retire from the Board at this Meeting and being eligible, have offered themselves for re-election to the Board.

The Chairman put to the meeting the motion to re-elect Mr. Ng Chin Kang to the Board. On the proposal of Ms. Er Lay Hong and seconded by Ms. Ng Wah Peh, as there was no question raised, the Chairman put the motion to vote by poll which would be conducted later today.

The Chairman put to the meeting the motion to re-elect Mr. Chua Syer Cin to the Board. On the proposal of Mr. Ong Yu Hock and seconded by Ms. Ching Lee Suan, as there was no question raised, the Chairman put the motion to vote by poll which would be conducted later today.

RE-APPOINTMENT OF AUDITORS

The Chairman informed the members present that the retiring auditors, Messrs Ernst & Young have indicated their willingness to continue in office.

The Chairman put this motion to the floor for discussion, however there was no question raised. Ms. Lim Ling Yee proposed and Ms. Gwee Bee Hoon seconded the motion. The Chairman put the motion to vote by poll to be conducted later today.

AUTHORITY TO ALLOT SHARES

The Chairman proceeded to the special business pertaining to the authority to the Directors to allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016 subject to the Articles of Association of the Company and approvals from the Bursa Malaysia Securities Berhad and other regulatory bodies.

The Chairman put this motion to the floor for discussion and there was no question raised. Ms. Ng Wah Peh proposed and Ms. Ng Cheng Yew seconded the motion. The Chairman put the motion to vote by poll to be conducted later today.

CONTINUATION OF TERMS OF OFFICE AS INDEPENDENT DIRECTOR

The Chairman, Mr. Loh Chee Kan informed the Members present that the Ordinary Resolutions 2 to 4 were tabled in compliance with the Malaysian Code on Corporate Governance as Mr. Loh Chee Kan, Mr. Chua Syer Cin and En. Mohd Salleh Bin Jantan had served the Company for more than 12 years. Justification to retain their service had been included in the Annual Report 2018 and the relevant procedure had been adhered to accordingly.

The Chairman proceeded to the next item of agenda of the meeting. As he was the Interested Directors in this next motion, he proposed to pass the Chair to Mr. Chua Syer Cin which was seconded by Ms. Yeo Ser Ser.

Mr. Chua Syer Cin took the Chair and put the motion to the floor for discussion. Datuk Ariss Bin Samsudin proposed and Ms. Ng Chin seconded the motion. As there was no question raised, the Chairman put it to be voted by poll later today. The Chair was subsequently passed back to Mr. Loh Chee Kan to continue with the rest of the agenda.

The Chairman put to the meeting the motion to approve the continuation of terms of office of Mr. Chua Syer Cin as an Independent Director. With the proposal from Mr. Ng Cheng Yew, which was seconded by Ms. Ng Soo Peng, the Chairman put the motion to the floor for discussion and there was no question raised. Subsequently, the Chairman put the motion to be voted by way of poll and it would be conducted later.

The Chairman put to the meeting the motion to approve the continuation of terms of office of En. Mohd Salleh Bin Jantan as an Independent Director. With the proposal from Datuk Ariss Bin Samsudin, and was duly seconded by Ms. Yeo Ser Ser, the Chairman put the motion to the floor for discussion. Thereafter, as there was no question raised, the Chairman put the motion to be voted by way of poll and it would be conducted later today.

PROPOSED ALTERATION OR AMENDMENT OF CONSTITUTION OF KIA LIM BERHAD

The Chairman proceeded to the special resolution pertaining to the Alteration or Amendment of Constitution of Kia Lim Berhad.

The Chairman put this motion to the floor for discussion and there was no question raised. Ms. Ching Lee Suan proposed and Ms. Er Lay Hong seconded the motion. The Chairman put the motion to vote by poll to be conducted later today.

The Chairman informed all members present that the polling would be conducted shortly simultaneously with all of the day's agendas. There would be a short break of 20 minutes to conduct the poll count.

After the short break, the meeting resumed where the results of polling was handed to the Chairman. The results of the polling were as follows:-

Resolutions	For		Against	
	No. of Shares	Percentage	No. of Shares	Percentage
1.	33,669,669	100%	0	0%
2.	33,669,669	100%	0	0%
3.	33,669,669	100%	0	0%
4.	33,669,669	100%	0	0%
5.	33,669,669	100%	0	0%
6. (Tier 1)	15,069,460	100%	0	0%
6. (Tier 2)	18,600,209	100%	0	0%
7. (Tier 1)	15,069,460	100%	0	0%
7. (Tier 2)	18,600,209	100%	0	0%
8. (Tier 1)	15,069,460	100%	0	0%
8. (Tier 2)	18,600,209	100%	0	0%
9.	33,669,669	100%	0	0%

The Chairman went on to announce the result of the poll, and on the basis of the result all the resolutions as set out in the day's agenda were declared duly carried.

TERMINATION

There being no further business, the Meeting terminated at 12.40 p.m. with a vote of thanks to the Chair.