

PRIVATE & CONFIDENTIAL

Minutes of the Thirty-Fourth Annual General Meeting of the Company held at Rembau Room, Corus Paradise resort Port Dickson, 3.5km, Jalan Pantai, 71000 Port Dickson, Negeri Sembilan Darul Khusus on Thursday, 30 November 2017 at 4.30 p.m.

Present	: Dr Wong Hong Meng Mr Wong Nyen Faat  Pn Farizon binti Ibrahim	- Chairman of the Company - Non-Independent Non-Executive Director - Independent Non-Executive Director
Members	: As per Attendance List	
By Invitation	: Mr Fong Hoong Heng Cik Amy Syafiqah binti Anuar Cik Nuraini binti Mohamed Encik Mohd Rosdin Amar Mr Jimmy Ung Voon Huay Ms Audrey Chow Yeng Quan Mr Wong Chee Keen	} Representatives from Messrs H. H. Fong & Co. } Representatives from Messrs Crowe Horwath
In Attendance	: Madam Wong Shuk Fuen  Mr Lee Chik Siong	- Group Financial Controller The MUI Group - Joint Company Secretary

1/17

**Commencement of Meeting**

The Chairman, Dr Wong Hong Meng, called the Meeting to order at 4.30 p.m.

2/17

**Quorum**

The Joint Company Secretary confirmed that a quorum was present.

3/17

**Notice of Meeting**

The Joint Company Secretary also confirmed that Notice of the Meeting had been sent to all the members of the Company. A certificate from the Joint Company Secretary is attached to these minutes as "Appendix A".

The Notice of the Meeting was taken as read.

**Voting by Poll**

In accordance with Article 73 of the Company's Articles of Association, the Chairman announced his wish to exercise his right as Chairman to demand for a poll vote on each of the resolutions set out in the Notice.

After all the resolutions have been presented, the Chairman proceeded to conduct the poll.

The Chairman informed the members present that Messrs H. H. Fong & Co. had been appointed and will act as scrutineers for conduct of the poll.

Thereafter, the poll was conducted after the poll procedure was read out by the Joint Company Secretary.

At the conclusion of the poll vote, the Chairman announced to the members present that the poll results will be announced by the Company at Bursa Malaysia Securities Berhad's website in due course.

The voting results were thereafter announced by the Company at Bursa Malaysia Securities Berhad's website on 30 November 2017. A copy of the announcement attaching the confirmation by Messrs H. H. Fong & Co. of the poll results is attached to these minutes as "Appendix B".

5/17

**To receive the audited financial statements together with the Reports of the Directors and Auditors thereon for the financial year ended 30 June 2017**

---

There being no questions raised by the members present, the audited financial statements together with the Reports of the Directors and Auditors thereon for the financial year ended 30 June 2017 were received by the Meeting.

6/17

**Resolution 1**

**Approval of Directors' fees of RM100,572**

On a poll, with 642,703,583 ordinary shares representing 100% voted in favour on the said resolution, it was unanimously resolved that the Directors' fees of RM100,572 be and was thereby approved.

7/17

**Resolution 2**

**Approval of Directors' benefits (other than Directors' fees) of up to RM62,000**

On a poll, with 642,703,583 ordinary shares representing 100% voted in favour on the said resolution, it was unanimously resolved that the Directors' benefits (other than Directors' fees) of up to RM62,000 for the period from 1 February 2017 until the next Annual General Meeting be and was thereby approved.

8/17

**Resolution 3**

**Re-appointment of Dr Wong Hong Meng as Director of the Company**

---

Dr Wong Hong Meng retired in accordance with the resolution passed at previous Annual General Meeting 2016, and offered himself for re-appointment.

On a poll, with 642,703,583 ordinary shares representing 100% voted in favour on the said resolution, it was unanimously resolved that Dr Wong Hong Meng be and was thereby re-appointed as Director of the Company.

9/17

**Resolution 4**

**Re-election of Puan Farizon binti Ibrahim as Director of the Company pursuant to Article 111 of the Company's Articles of Association**

---

Puan Farizon binti Ibrahim retired in accordance with Article 111 of the Company's Articles of Association, and being eligible, offered herself for re-election.

On a poll, with 642,703,583 ordinary shares representing 100% voted in favour on the said resolution, it was unanimously resolved that Puan Farizon binti Ibrahim be and was thereby re-elected as Director of the Company.

10/17

**Resolution 5**

**Re-appointment of Messrs Crowe Horwath as auditors of the Company and to authorise the Directors to fix their remuneration**

---

The auditors, Messrs Crowe Horwath, have expressed their willingness to accept re-appointment as auditors of the Company.

On a poll, with 642,703,583 ordinary shares representing 100% voted in favour on the said resolution, it was unanimously resolved that Messrs Crowe Horwath be and were thereby re-appointed as auditors of the Company for the financial year ending 30 June 2018 AND THAT the Directors be and were thereby authorised to fix their remuneration.

**Special Business**

11/17

**Resolution 5**

**Ordinary Resolution – Proposed authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016**

---

On a poll, with 642,703,583 ordinary shares representing 100% voted in favour on the said resolution, it was unanimously resolved:-

THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 and subject to the approval of the relevant authorities, the Directors be and are hereby authorised to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting or until the expiration of the period within which the next Annual General Meeting is required by law to be held, whichever is the earlier and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided always that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the issued and paid-up share capital of the Company for the time being.

**Conclusion of Meeting**

There being no other business of which due notice had been received from members for discussion at the Meeting, the Thirty-Fourth Annual General Meeting of the Company was concluded at 4.40 p.m. with a vote of thanks to the Chair.

CHAIRMAN (of the Meeting)

Dated: 27 February 2018

[Minutes of the Thirty-Fourth Annual General Meeting of the Company held at Rembau Room, Corus Paradise resort Port Dickson, 3.5km, Jalan Pantai, 71000 Port Dickson, Negeri Sembilan Darul Khusus on Thursday, 30 November 2017 at 4.30 p.m.]

# Pan Malaysia Holdings Berhad

Unit 3, 191, Jalan Ampang, 50450 Kuala Lumpur, Malaysia

Tel: +603-21487696 Fax: +603-21445209

Company No. 95469-W


Appendix A to Minutes of the  
Thirty-Fourth Annual General  
Meeting held on 30 November 2017

30 November 2017

To the Shareholders present  
at the Company's Thirty-Fourth  
Annual General Meeting  
held on 30 November 2017

This is to certify that 6,810 covers containing the notice of the Company's Thirty-Fourth Annual General Meeting were properly addressed and delivered to the General Post Office for posting. Acknowledgements of the posting to the respective shareholders by the Postmaster General of the General Post Office are attached herewith.

Yours faithfully  
for PAN MALAYSIA HOLDINGS BERHAD



**LEE CHIK SIONG**  
Joint Company Secretary

Encls.



POS MALAYSIA BERHAD (229990-M)

Docket Management

Docket Transaction No: AD00060211598331 SubDocket Transaction No: AD01060211639811

Docket Barcode:



\*AD00060211598331\*

Company Name: Maximail (M) Sdn. Bhd.

Imprest Account No: 06020001752

License No: WP0175

W90054

Ref. No.	Product	Mail Type	Vol.	Zone	Weight / Piece (gm)	Surcharge (RM)	Unit Price (RM)	Amount (RM)	GST (RM)	Price(Include GST)(RM)	Mail Owner	Imprest Account	Permit No	Permit Type	Sorting	Remark
AD02060225418377	Non Standard	Annual Reports	6747	Semenanjung to Semenanjung	52.00	0.00	0.90	6072.30	364.34	6436.64	Maximail (M) Sdn. Bhd.	06020001752			No	PM HOLD - CD/NOTICE

06112017 14:25:21  
Maximail (M) Sdn. Bhd.  
RM 6436.64 06020001752

ARRIVAL TIME: 4:11

4:11

FOR OFFICE USE

Please take note:

- Docket is invalid without the lodgement acceptance document from Pos Malaysia Bhd.
- Customers are encouraged to register as licensed customers and use their own imprest account to enable first hand information via online on lodgement acceptance
- Please stated phone number or email of person incharge for confirmation on the lodgement
- Please check the transaction before leaving the counter.

Checked by,

*[Signature]*

Verified by,

*[Signature]*

Stamp date



10 x 17 x 30 = 5100 ✓

3 x 17 + 3 x 30 + 27 = 1647

*[Signature]*  
CERTIFIED TRUE COPY



POS MALAYSIA BERHAD (229990-M)

Docket Management

Docket Transaction No: AD00060211644656

SubDocket Transaction No: AD01060211686201

Docket Barcode:



\*AD00060211644656\*

Company Name: Maximail (M) Sdn. Bhd.

Imprest Account No: 06020001752

License No: WP0175

Ref. No.	Product	Mail Type	Vol.	Zone	Weight / Piece (gm)	Surcharge (RM)	Unit Price (RM)	Amount (RM)	GST (RM)	Price(Include GST)(RM)	Mail Owner	Imprest Account	Permit No	Permit Type	Sorting	Remark
AD02060225519256	International Mail (Airmail)	Annual Reports	2	ZON 2	365.00	0.00	22.40	44.80	0.00	44.80	Maximail (M) Sdn. Bhd.	06020001752			No	Metrojaya - Ar
AD02060225519244	International Mail (Airmail)	Annual Reports	7	ZON 1	365.00	0.00	15.20	106.40	0.00	106.40	Maximail (M) Sdn. Bhd.	06020001752			No	Metrojaya - Ar
AD02060225519295	International Mail (Airmail)	Annual Reports	1	ZON 3	52.00	0.00	5.20	5.20	0.00	5.20	Maximail (M) Sdn. Bhd.	06020001752			No	PMCap - CDs/Notice
AD02060225519283	International Mail (Airmail)	Annual Reports	10	ZON 2	52.00	0.00	3.80	38.00	0.00	38.00	Maximail (M) Sdn. Bhd.	06020001752			No	PMCap - CDs/Notice
AD02060225519306	International Mail (Airmail)	Annual Reports	56	ZON 1	52.00	0.00	2.80	156.80	0.00	156.80	Maximail (M) Sdn. Bhd.	06020001752			No	PMHold - CDs/Notice
AD02060225519271	International Mail (Airmail)	Annual Reports	5	ZON 1	52.00	0.00	2.80	14.00	0.00	14.00	Maximail (M) Sdn. Bhd.	06020001752			No	PMCap - CDs/Notice
AD02060225519318	International Mail (Airmail)	Annual Reports	7	ZON 2	52.00	0.00	3.80	26.60	0.00	26.60	Maximail (M) Sdn. Bhd.	06020001752			No	PMHold - CDs/Notice
AD02060225519268	International Mail (Airmail)	Annual Reports	80	ZON 1	52.00	0.00	2.80	168.00	0.00	168.00	Maximail (M) Sdn. Bhd.	06020001752			No	PMCap - CDs/Notice

14112017 12:11:40  
Maximail (M) Sdn. Bhd.  
RM 559.80 06020001752

ARRIVAL TIME: \_\_\_\_\_

**FOR OFFICE USE**  
Please take note:  
1. Docket is invalid without the lodgement acceptance document from Pos Malaysia Bhd.  
2. Customers are encouraged to register as licensed customers and use their own imprest account to enable first hand information via online on lodgement acceptance  
3. Please stated phone number or email of person incharge for confirmation on the lodgement  
4. Please check the transaction before leaving the counter

Checked by, \_\_\_\_\_  
Verified by, \_\_\_\_\_  
Stamp date



*[Handwritten signature]*  
CERTIFIED TRUE COPY



MEMBER FIRM OF  
MALAYSIAN INSTITUTE OF ACCOUNTANTS



**H. H. FONG  
& CO.**

Chartered Accountants (M)

610, Block A, Kelana Centre Point  
3, Jalan SS 7/19, Kelana Jaya  
47301 Petaling Jaya, Selangor  
Tel: 7805 3633 / 7805 2799 Fax: 7804 7191

The Board of Directors  
**PAN MALAYSIA HOLDINGS BERHAD**  
Unit 3, 191, Jalan Ampang,  
50450 Kuala Lumpur.

Appendix B to Minutes of the  
Thirty-Fourth Annual General  
Meeting held on 30 November 2017

Date : 30 November 2017

Our Ref : HHF/PMHB/2017

Dear Sirs,

**PAN MALAYSIA HOLDINGS BERHAD  
POLLING RESULTS FOR THE ANNUAL GENERAL MEETING ("AGM") HELD ON  
30 NOVEMBER 2017 @ 4.30PM AT REMBAU ROOM, CORUS PARADISE RESORT PORT  
DICKSON.**

In accordance with the Terms of Engagement dated 8 November 2017, we have attended the AGM of **Pan Malaysia Holdings Berhad** held on 30 November 2017 and are pleased to set out the polling results for the following resolutions:

**Resolution 1 :**

To approve Directors' Fees of RM100,572.

	Number of share	%
Shareholders and proxies who voted for the said Resolution	642,703,583	100%
Shareholders and proxies who voted against the said Resolution	-	-
		<u>100%</u>
Shareholders and proxies who did not vote on the said Resolution	43,701	
Abstain	-	
Spoiled	-	
Shareholders and proxies who are present and eligible for voting	<u>642,747,284</u>	





MEMBER FIRM OF  
MALAYSIAN INSTITUTE OF ACCOUNTANTS



**H. H. FONG  
& CO.**

Chartered Accountants (M)

610, Block A, Kelana Centre Point  
3, Jalan SS 7/19, Kelana Jaya  
47301 Petaling Jaya, Selangor  
Tel: 7805 3633 / 7805 2799 Fax: 7804 7191

**Resolution 2 :**

To approve Directors' Benefits (other than Directors' Fees) of up to RM62,000.

	Number of share	%
Shareholders and proxies who voted for the said Resolution	642,703,583	100%
Shareholders and proxies who voted against the said Resolution	-	-
		<u>100%</u>
Shareholders and proxies who did not vote on the said Resolution	43,701	
Abstain	-	
Spoiled	-	
Shareholders and proxies who are present and eligible for voting	<u>642,747,284</u>	

**Resolution 3:**

To re-appoint Dr Wong Hong Meng as Director of the Company.

	Number of share	%
Shareholders and proxies who voted for the said Resolution	642,703,583	100%
Shareholders and proxies who voted against the said Resolution	-	-
		<u>100%</u>
Shareholders and proxies who did not vote on the said Resolution	43,701	
Abstain	-	
Spoiled	-	
Shareholders and proxies who are present and eligible for voting	<u>642,747,284</u>	



MEMBER FIRM OF  
MALAYSIAN INSTITUTE OF ACCOUNTANTS



**H. H. FONG  
& CO.**

Chartered Accountants (M)

610, Block A, Kelana Centre Point  
3, Jalan SS 7/19, Kelana Jaya  
47301 Petaling Jaya, Selangor  
Tel: 7805 3633 / 7805 2799 Fax: 7804 7191

**Resolution 4:**

To re-elect Puan Farizon binti Ibrahim as Director of the Company.

	Number of share	%
Shareholders and proxies who voted for the said Resolution	642,703,583	100%
Shareholders and proxies who voted against the said Resolution	-	-
		100%
Shareholders and proxies who did not vote on the said Resolution	43,701	
Abstain	-	
Spoiled	-	
Shareholders and proxies who are present and eligible for voting	642,747,284	

**Resolution 5:**

To re-appoint Messrs Crowe Horwath as auditors of the Company and to authorise the Directors to fix their remuneration.

	Number of share	%
Shareholders and proxies who voted for the said Resolution	642,703,583	100%
Shareholders and proxies who voted against the said Resolution	-	-
		100%
Shareholders and proxies who did not vote on the said Resolution	43,701	
Abstain	-	
Spoiled	-	
Shareholders and proxies who are present and eligible for voting	642,747,284	



MEMBER FIRM OF  
MALAYSIAN INSTITUTE OF ACCOUNTANTS



# H. H. FONG & CO.

Chartered Accountants (M)

610, Block A, Kelana Centre Point  
3, Jalan SS 7/19, Kelana Jaya  
47301 Petaling Jaya, Selangor  
Tel: 7805 3633 / 7805 2799 Fax: 7804 7191

**Resolution 6:**

Proposed authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016.

“THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 and subject to the approval of the relevant authorities, the Directors be and are hereby authorised to allot and issue shares in the Company at any time until the conclusion of the next Annual General Meeting or until the expiration of the period within which the next Annual General Meeting is required by law to be held, whichever is the earlier and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided always that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the issued and paid-up share capital of the Company for the time being.”

	Number of share	%
Shareholders and proxies who voted for the said Resolution	642,703,583	100%
Shareholders and proxies who voted against the said Resolution	-	-
		100%
Shareholders and proxies who did not vote on the said Resolution	43,701	
Abstain	-	
Spoiled	-	
Shareholders and proxies who are present and eligible for voting	642,747,284	

This letter had been prepared solely for the purpose stated in our Terms of Engagement in connection with the AGM of Pan Malaysia Holdings Berhad held on 30 November 2017. This letter is not to be reproduced, referred to in any other document, or used for any other purposes without our prior written consent. Neither the firm nor any member or employee of the firm undertakes responsibility arising in any whatsoever to any party in respect of the letter contrary to the aforesaid purpose

Your faithfully,

.....  
H. H. FONG & CO. (AF 0724)  
Chartered Accountant