

**TDM BERHAD**  
**(“TDM” or “the Company”)**  
(Company No: 196501000477(6265-P))

**MINUTES OF THE FIFTY-EIGHTH ANNUAL GENERAL MEETING (“58TH AGM”) OF TDM BERHAD HELD ON THURSDAY, 8 JUNE 2023 AT 11.00 A.M. AT ELYSIUM SKYBRIDGE, LEVEL 3, MENARA B, KTCC DRAWBRIDGE, JALAN SULTAN ZAINAL ABIDIN, KAMPUNG TANJUNG PANTAI, 20000 KUALA TERENGGANU, TERENGGANU**

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**PRESENT**

<b><u>NO</u></b>	<b><u>NAME</u></b>	<b><u>DESIGNATION</u></b>
1.	YBM Tengku Seri Bijaya Raja (Datuk Tengku Farok Hussin bin Tengku Abdul Jalil)	Chairman of the Board/ Non-Independent & Non-Executive Director
2.	Tuan Haji Najman bin Kamaruddin	Executive Director
3.	Tuan Haji Mazli Zakuan bin Mohd Nor	Non-Independent & Non-Executive Director
4.	Tuan Haji Burhanuddin Hilmi bin Mohamed @ Harun	Non-Independent & Non-Executive Director
5.	Tuan Haji Azlan bin Md Alifiah	Independent & Non-Executive Director
6.	Encik Mohd Kamaruzaman bin A Wahab	Independent & Non-Executive Director
7.	Tuan Haji Samiun bin Salleh	Non-Independent & Non-Executive Director

**ABSENT WITH APOLOGY**

8.	Dr Norhasiza binti Mat Jusoh	Independent & Non-Executive Director
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**IN ATTENDANCE**

1.	Encik Badrol bin Abu Bakar	Company Secretary
2.	Encik Wan Muhammad Akmal bin Wan Zawawi	Joint Company Secretary

**SENIOR MANAGEMENT**

1.	Encik Hasmadi bin Desa	Person In-Charge of Finance
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**BY INVITATION**

1.	Mr. Desmond Tseu	Engagement Partner, Ernst & Young PLT
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Poll Administrator: Tricor Investor & Issuing House Services Sdn. Bhd.  
Independent Scrutineer: Coopers Professional Scrutineers Sdn. Bhd.

TDM Group Management/ Shareholders/ Proxies/ Corporate Representatives/ Attorneys as per Attendance Lists.

MATTERS DELIBERATED	REMARKS
<p><b>1. OPENING REMARK</b></p>	
<p>The Company Secretary informed that as conveyed in the Notification to Shareholders and Notice of TDM 58th AGM dated 27 April 2023, the 58<sup>th</sup> AGM was restricted to the registered shareholders of TDM, and their authorised representatives acting either as Proxies, Corporate Representatives, or Attorneys.</p>	
<p><b>2. WELCOMING SPEECH BY CHAIRMAN</b></p>	
<p>On behalf of the Board and Management team, YBM Tengku Seri Bijaya Raja welcomed and thanked the Shareholders, Corporate Representatives, Proxies and the invited guests to the 58th AGM.</p> <p>The Chairman introduced the members of the Board, the Company Secretaries, Person In-Charge of Finance and the representative from Ernst &amp; Young PLT, who were present to the floor.</p> <p>The Meeting noted that Dr Norhasiza binti Mat Jusoh, the Independent and Non-Executive Director which was recently appointed to the Board on 29 May 2023 was not able to attend the AGM as she is currently performing her Hajj.</p>	
<p><b>3. CHAIRMAN AS APPOINTED PROXY</b></p>	
<p>The Chairman informed that the total number of Shareholders, proxies, corporate representatives and attorneys attending the AGM was 43 persons, representing 1,032,406,486 number of shares in TDM.</p> <p>The Chairman further informed that, as at the close of submission of proxy forms at 11.00 a.m. on Tuesday, 6 June 2023, TDM had received in total 26 Proxy Forms from Shareholders representing a total of 1,031,848,214 of the total number of shares in TDM.</p> <p>Out of those, there was 1 Shareholder, appointed the Chairman as Proxy to vote on his behalf and the shares so represented are 278,600 of the total number of Shares in TDM.</p>	
<p><b>4. NOTICE</b></p>	
<p>The Chairman informed that the notice convening the TDM 58th AGM which was circulated to the Shareholders and advertised in the press daily edition of the STAR on 27 April 2023.</p> <p>The Chairman highlighted that TDM's Integrated Annual Report 2022 is available on both Bursa Malaysia and TDM's website since 27 April 2023. The Notice of the Meeting was made available since 26 April 2023.</p> <p>The Chairman further informed that an Addendum to the Notice of AGM was circulated on 31 May 2023 in relation to the inclusion of additional Ordinary Resolution under Ordinary Business of the AGM.</p> <p>With the consent of the Shareholders, the Chairman declared that the notices convening the 58th AGM was taken as read.</p>	

MATTERS DELIBERATED	REMARKS
<p><b>5. QUORUM</b></p>	
<p>The Company Secretary confirmed the presence of the requisite quorum for the purpose of the Meeting pursuant to Clause 96 of the Constitution of TDM Berhad.</p> <p>The Chairman called the Meeting to order at 11.05 a.m.</p>	
<p><b>6. PROCEDURES FOR MEETING</b></p>	
<p>The Chairman highlighted that in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the AGM must be voted by poll.</p> <p>The Chairman informed that TDM had appointed the Share Registrar, Tricor Investor &amp; Issuing House Services Sdn. Bhd. (“Tricor”), as the Poll Administrators, and Coopers Professional Scrutineers Sdn. Bhd. (“CPS”) as the Independent Scrutineer to verify the poll results.</p> <p>The Meeting noted that the poll on all resolutions will be conducted after dealing with all items stated in the Agenda of the Notice.</p> <p>The Chairman highlighted that all resolutions required a simple majority vote of more than 50% of the Members or Proxies or corporate representatives entitled to attend and vote at the AGM.</p>	
<p><b>7. REMINDER ON Q&amp;A</b></p>	
<p>The Chairman informed that the Q&amp;A session will be conducted after the presentation of all Resolutions of the Meeting. The questions submitted in the Q&amp;A box before the meeting will be answered during the Q&amp;A session. Questions that are similar in nature will be grouped and answered together.</p> <p>The Meeting noted that no question form was submitted in the Q&amp;A box prior to the commencement of this meeting.</p>	
<p><b>BUSINESS OF MEETING</b> <b><u>ORDINARY BUSINESS</u></b></p>	
<p><b>8. AGENDA ITEM NO. 1: TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2022 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON.</b></p>	
<p>The Chairman proceeds with the business of the Meeting as set out in the Notices in relation to the proposed resolutions for the 58<sup>th</sup> AGM of TDM.</p> <p>The Chairman highlighted that the first item on the agenda was to receive the Audited Financial Statements of TDM Berhad for the Financial Year Ended 31 December 2022 together with the Directors’ and the Auditors’ Reports.</p> <p>The Chairman informed that the agenda item is meant for discussion only as the provision of Section 340 (1) of the Companies Act 2016 provides that no formal approvals of the shareholders are required for Audited Financial Statements. Hence, the agenda item was not put forward to the shareholders for voting.</p>	

MATTERS DELIBERATED	REMARKS
<p><b>9. AGENDA ITEM NO. 2: ORDINARY RESOLUTIONS 1 &amp; 2 TO RE-ELECT DIRECTORS WHO RETIRE IN ACCORDANCE WITH CLAUSE 119 OF THE CONSTITUTION OF THE COMPANY AND BEING ELIGIBLE, OFFER THEMSELVES FOR RE-ELECTION</b></p> <p>The Chairman proceeds to Agenda Item No. 2 in relation to the re-election of Tuan Haji Mazli Zakuan bin Mohd Noor and Tuan Haji Najman bin Kamaruddin, who retire in accordance with Clause 119 of the Company's Constitution.</p> <p>The Chairman informed that Tuan Haji Mazli Zakuan and Tuan Haji Najman have given their respective consents and offered themselves for re-election to the Board. Furthermore, the Board has also endorsed the recommendation of the Nomination and Remuneration Committee that the Directors who retire in accordance with Clause 119 of the Company's Constitution are eligible to stand for re-election.</p> <p>The Chairman highlighted that the proposed Ordinary Resolution 1 and 2 will be voted on individually, in a separate motion. The justification for the said recommendation was set out in the Explanatory Notes to Item 2 of the Notice of AGM.</p> <p>The Chairman further highlighted that the Profiles of both Directors are set out on Pages 68 and 67 respectively of the Company's Integrated Annual Report 2022.</p> <p>The Chairman put the <b>Ordinary Resolution 1</b> and <b>Ordinary Resolution 2</b> to the Shareholders for voting by poll at the end of the Meeting: -</p> <p><b><u>Ordinary Resolution 1</u></b></p> <p>“THAT Haji Mazli Zakuan bin Mohd Noor who will be retiring pursuant to Clause 119 of the Constitution, be re-elected as a Director of the Company.”</p> <p><b><u>Ordinary Resolution 2</u></b></p> <p>“THAT Haji Najman bin Kamaruddin who will be retiring pursuant to Clause 119 of the Constitution, be re-elected as a Director of the Company.”</p>	
<p><b>10. AGENDA ITEM NO. 3: ORDINARY RESOLUTION 3 TO RE-ELECT YBM TENGKU SERI BIJAYA RAJA (DATUK TENGKU FAROK HUSSIN BIN TENGKU ABDUL JALIL) WHO RETIRES IN ACCORDANCE WITH CLAUSE 118 OF THE CONSTITUTION OF THE COMPANY, AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-ELECTION</b></p> <p>The Chairman then proceeds to Agenda no. 3 which is Ordinary Resolution 3.</p> <p>The Chairman highlighted that Item 3 on the agenda was related to his re-election as the Director in accordance with Clause 118 of the Company' Constitution. The Chairman then requested Tuan Haji Mazli Zakuan bin Mohd Noor, as the Chairman of the Nomination and Remuneration Committee to take over the Chair of the meeting for this Resolution.</p> <p><i>Tuan Haji Mazli Zakuan bin Mohd Noor took the chair from YBM Tengku Seri Bijaya Raya to table Item 3 on the agenda in relation to Ordinary Resolution 3.</i></p> <p>Tuan Haji Mazli Zakuan bin Mohd Noor highlighted that Item 3 on the agenda is related to the re-election of YBM Tengku Seri Bijaya Raja (Datuk Tengku Farok Hussin bin Tengku Abdul Jalil) who retires in accordance with Clause 118 of the Company' Constitution.</p>	

MATTERS DELIBERATED	REMARKS
<p>Tuan Haji Mazli Zakuan bin Mohd Noor informed that the Board has endorsed the recommendation from the Nomination and Remuneration Committee that YBM Tengku Seri Bijaya Raja (Datuk Tengku Farok Hussin bin Tengku Abdul Jalil) who retires in accordance with Clause 118 of the Company's Constitution are eligible to stand for re-election.</p> <p>Tuan Haji Mazli Zakuan bin Mohd Noor highlighted that the justification for the said recommendation is set out in the Explanatory Notes to Item 3 of the Notice of AGM. The Meeting was directed to refer to the profile of YBM Tengku Seri Bijaya Raja (Datuk Tengku Farok Hussin bin Tengku Abdul Jalil) as set out on Page 66 in the Company's Integrated Annual Report 2022.</p> <p>Tuan Haji Mazli Zakuan bin Mohd Noor put the <b>Ordinary Resolution 3</b> to the Shareholders for voting by poll at the end of the Meeting: -</p> <p>“THAT YBM Tengku Seri Bijaya Raja (Datuk Tengku Farok Hussin bin Tengku Abdul Jalil) who will be retiring pursuant to Clause 118 of the Constitution, be re-elected as a Director of the Company.”</p> <p><i>Tuan Haji Mazli Zakuan bin Mohd Noor passed back the chair to YBM Tengku Seri Bijaya Raya.</i></p>	
<p><b>11. AGENDA ITEM NO. 4: ORDINARY RESOLUTION 4 TO APPROVE THE PAYMENT OF DIRECTORS' FEE UP TO AN AMOUNT OF RM765,917 FOR THE PERIOD FROM 1 JULY 2023 UNTIL 30 JUNE 2024</b></p>	
<p>The Chairman proceeded with Ordinary Resolution 4 on the payment of the fees payable to Directors amounting to RM765,917.00 with effect from 1 July 2023 until 30 June 2024.</p> <p>The Meeting noted that the rationale for the proposed resolution was explained under Explanatory Notes to Item 4 of the Notice of AGM.</p> <p>The Chairman put the <b>Ordinary Resolution 4</b> to the Shareholders for voting by poll at the end of the Meeting: -</p> <p>“THAT the payment of Directors' Fees up to an amount of RM765,917.00 for the period from 1 July 2023 until 30 June 2024 be approved.”</p>	
<p><b>12. AGENDA ITEM NO. 5: ORDINARY RESOLUTION 5 TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS TO THE NON-EXECUTIVE DIRECTORS UP TO AN AMOUNT OF RM1,099,890 FOR THE PERIOD FROM 1 JULY 2023 UNTIL 30 JUNE 2024</b></p>	
<p>The Chairman then proceeded with Ordinary Resolution 5 on the payment of the benefits payable to Non-Executive Directors amounting to RM1,099,890.00 with effect from 1 July 2023 until 30 June 2024.</p> <p>The Meeting noted that this resolution is to facilitate payment of the Directors' Benefits from 1 July 2023 until 30 June 2024. The rationale for the proposed resolution was explained in Explanatory Notes to Item 5 of the Notice of AGM.</p>	

MATTERS DELIBERATED	REMARKS
<p>The Chairman put the <b>Ordinary Resolution 5</b> to the Shareholders for voting by poll at the end of the Meeting: -</p> <p>“THAT the payment of Directors’ Benefits to the Non-Executive Directors up to an amount of RM1,099,890.00 for the period from 1 July 2023 until 30 June 2024 be approved.”</p>	
<p><b>13. AGENDA ITEM NO. 6: ORDINARY RESOLUTION 6 RE-APPOINTMENT OF ERNST &amp; YOUNG PLT AS AUDITORS AND TO AUTHORISE THE DIRECTORS TO FIX THE AUDITORS’ REMUNERATION</b></p>	
<p>The Chairman tabled the Ordinary Resolution 6 on the re-appointment of Ernst &amp; Young PLT as Auditors of the Company, who will hold office until the conclusion of the next AGM and authorise the Directors to fix their remuneration.</p> <p>The Chairman informed that the auditors, Ernst &amp; Young PLT, have expressed their willingness to continue office.</p> <p>The Chairman put the <b>Ordinary Resolution 6</b> to the Shareholders for voting by poll at the end of the Meeting: -</p> <p>“THAT Ernst &amp; Young PLT be re-appointed as the Auditor of the Company and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company.”</p>	
<p><b>SPECIAL BUSINESS</b></p>	
<p><b>14. AGENDA ITEM NO. 7: ORDINARY RESOLUTION 7 AUTHORITY TO ISSUE SHARES OF THE COMPANY PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016</b></p>	
<p>The Chairman informed that the Meeting would move on to the Special Business of the AGM.</p> <p>The Chairman then informed that Agenda 7, which is Ordinary Resolution 7, was to seek shareholders’ mandate to empower the Directors of the Company to issue new ordinary shares of up to 10% of the total number of issued shares (excluding treasury shares) of the Company.</p> <p>The Meeting noted that the rationale for the proposed mandate is explained in Explanatory Notes to Item 7 of the Notice of AGM.</p> <p>The Chairman put the <b>Ordinary Resolution 7</b> to the Shareholders for voting by poll at the end of the Meeting: -</p> <p>“THAT subject always to the Act, the Constitution of the Company and approvals from Bursa Malaysia Securities Berhad and any other Governmental/Regulatory Authorities, where such approval is necessary, authority be and is hereby given to the Directors of the Company, pursuant to Sections 75 and 76 of the Act, to issue and allot shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors of the Company may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being;</p>	

MATTERS DELIBERATED	REMARKS
<p>AND THAT the Directors of the Company be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad.</p> <p>AND FURTHER THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company.”</p>	
<p><b>15. AGENDA ITEM NO. 8: ORDINARY RESOLUTION 8 PROPOSED RENEWAL OF EXISTING SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE</b></p>	
<p>The Chairman proceeds with Item 8, which is Ordinary Resolution 8, to seek shareholders’ approval for the proposed renewal of existing shareholders’ mandate for recurrent related party transactions.</p> <p>The Meeting noted that the details of the Proposed Renewal of Shareholders’ Mandate are set out in the Part A of the Circular to Shareholders dated 27 April 2023.</p> <p>The Chairman reminded to those who are deemed interested in the proposal as detailed in the said circular to abstain from voting on the same.</p> <p>The Chairman further reminded the Interested Directors to also abstain from voting in respect of their direct and indirect interest in the above stated resolution.</p> <p>The Chairman put the <b>Ordinary Resolution 8</b> to the Shareholders for voting by poll at the end of the Meeting: -</p> <p>“THAT, subject always to the Act, the Constitution of the Company and the Bursa Malaysia Securities Berhad Main Market Listing Requirements (Bursa Malaysia Securities Berhad), approval be and is hereby given to the Company and/or its subsidiaries (the Group) to enter into all transactions involving the interests of Directors, major shareholders or persons connected with Directors and/or major shareholders of the Group (Related Parties) as described in the Part A of the Circular to Shareholders dated 27 April 2023 (Recurrent RPTs) provided that such transactions are:-</p> <ul style="list-style-type: none"> <li>i) recurrent transactions of a revenue or trading nature;</li> <li>ii) necessary for the day-to-day operations;</li> <li>iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and</li> <li>iv) are not to the detriment of the minority shareholders.</li> </ul> <p>(“RRPT Mandate”)</p> <p>AND THAT such approval shall continue to be in force until: -</p> <ul style="list-style-type: none"> <li>a) the conclusion of the next AGM of the Company, at which time it will lapse, unless by a resolution passed at that meeting, the authority is renewed; or</li> <li>b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340 of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or</li> <li>c) revoked or varied by a resolution passed by shareholders in a general meeting.</li> </ul>	

MATTERS DELIBERATED	REMARKS
<p>AND FURTHER THAT the Directors of the Company be and are hereby authorised to complete and do all such acts, deeds and things as they may consider expedient or necessary (including executing all such documents as may be required) to give effect to the Proposed Renewal of Existing Shareholders' Mandate.”</p>	
<p><b>16. AGENDA ITEM NO. 9: ORDINARY RESOLUTION 9 PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE</b></p>	
<p>The Chairman then proceeds with Item 9, which is Ordinary Resolution 9, to seek shareholders' approval for the proposed renewal of existing shareholders' mandate for recurrent related party transactions.</p> <p>The Meeting noted that the details of the Proposed Renewal of Shareholders' Mandate are set out in the Part B of the Circular to Shareholders dated 27 April 2023.</p> <p>The Chairman reminded to those who are deemed interested in the proposal as detailed in the said circular to abstain from voting on the same.</p> <p>The Chairman further reminded the Interested Directors to also abstain from voting in respect of their direct and indirect interest in the above stated resolution.</p> <p>The Chairman put the <b>Ordinary Resolution 9</b> to the Shareholders for voting by poll at the end of the Meeting: -</p> <p>“THAT, subject always to the Act, the Constitution of the Company and the Bursa Malaysia Securities Berhad Main Market Listing Requirements (Bursa Malaysia Securities Berhad), approval be and is hereby given to the Company and/or its subsidiaries (the Group) to enter into all transactions involving the interests of Directors, major shareholders or persons connected with Directors and/or major shareholders of the Group (Related Parties) as described in the Part A of the Circular to Shareholders dated 27 April 2023 (Recurrent RPTs) provided that such transactions are:-</p> <ul style="list-style-type: none"> <li>i) recurrent transactions of a revenue or trading nature;</li> <li>ii) necessary for the day-to-day operations;</li> <li>iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and</li> <li>iv) are not to the detriment of the minority shareholders.</li> </ul> <p>(“RRPT Mandate”)</p> <p>AND THAT such approval shall continue to be in force until: -</p> <ul style="list-style-type: none"> <li>a) the conclusion of the next AGM of the Company, at which time it will lapse, unless by a resolution passed at that meeting, the authority is renewed; or</li> <li>b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340 of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or</li> <li>c) revoked or varied by a resolution passed by shareholders in a general meeting.</li> </ul> <p>AND FURTHER THAT the Directors of the Company be and are hereby authorised to complete and do all such acts, deeds and things as they may consider expedient or necessary (including executing all such documents as may be required) to give effect to the Proposed Renewal of Existing Shareholders' Mandate.”</p>	



MATTERS DELIBERATED	REMARKS
<b>ORDINARY BUSINESS</b>	
<b>17. AGENDA ITEM NO. 10: ORDINARY RESOLUTION 10 TO RE-ELECT DR NORHASIZA BINTI MAT JUSOH WHO RETIRES IN ACCORDANCE WITH CLAUSE 118 OF THE CONSTITUTION OF THE COMPANY, AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-ELECTION</b>	
<p>The Chairman highlighted that as stated in the Addendum of the Notice of AGM dated 31 May 2023 on the Additional Resolution to be transacted at this AGM, Item 10 on the agenda was related to the re-election of Dr Norhasiza binti Mat Jusoh who retires in accordance with Clause 118 of the Company' Constitution.</p> <p>The Meeting noted that the Board has endorsed the recommendation from the Nomination and Remuneration Committee that Dr Norhasiza binti Mat Jusoh who retires in accordance with Clause 118 of the Company's Constitution are eligible to stand for re-election.</p> <p>The Chairman highlighted that the justification for the said recommendation was set out in the Explanatory Notes of the Addendum of the Notice of AGM dated 31 May 2023. The Chairman further highlighted to the Meeting to refer to the profile of Dr Norhasiza binti Mat Jusoh stated in the said Addendum to the Notice of AGM.</p> <p>The Chairman put the <b>Ordinary Resolution 10</b> to the Shareholders for voting by poll at the end of the Meeting: -</p> <p>“THAT Dr. Norhasiza binti Mat Jusoh who will be retiring pursuant to Clause 118 of the Constitution, be re-elected as a Director of the Company.”</p>	
<b>18. ANY OTHER BUSINESS</b>	
<p>The Company Secretary confirmed that no notice of any other business to be transacted at the Meeting had been received.</p>	
<b>19. QUESTION &amp; ANSWER SESSION</b>	
<p>The Chairman informed the Meeting that there were questions submitted by Minority Shareholders Watch Group (“MSWG”) prior to the 58th AGM. The Chairman then invited Tuan Haji Najman bin Kamaruddin, Executive Director to read out the questions submitted by the MSWG prior to the Meeting and the answers thereto, details of which were set out in <b>Appendix ‘A’</b> attached.</p> <p>Thereafter, the Chairman invited the questions from all Shareholders, Corporate Representatives and Proxies during the Meeting, and provided the responses thereto accordingly, details of which were set out in <b>Appendix ‘B’</b> attached.</p>	
<b>20. VOTING</b>	
<p>After dealing with all items on the Agenda of the Notice, the Chairman informed that an electronic polling would be conducted for all resolutions set out in the Notice.</p> <p>The Chairman highlighted that he was appointed as proxy for a number of shareholders and shall vote in accordance with the instructions given.</p>	

MATTERS DELIBERATED				REMARKS
<p>The Chairman then called upon the representative from Tricor Investor and Issuing House Services Sdn. Bhd. as the Poll Administrator to brief on the polling procedures.</p> <p>At 12.10 p.m., the Chairman informed that the Meeting would be adjourned for about 30 minutes for voting by poll and verification of votes and would resume thereafter for the declaration of the poll results.</p>				
<b>21. DECLARATION OF POLL RESULTS</b>				
<p>Upon the completion of the vote counting, the Chairman confirmed the poll results that was verified by CPS, the Independent Scrutineer. The poll results for the proposed Resolutions 1 to 10 of TDM were as follows: -</p>				
Resolution	Vote For		Vote Against	
	No. of Shares	%	No. of Shares	%
<p>Ordinary Resolution 1</p> <p>To re-elect Tuan Haji Mazli Zakuan bin Mohd Noor who retires in accordance with Clause 119 of the Constitution of the Company and being eligible, offers himself for re-election.</p>	1,032,391,137	99.9513	503,300	0.0487
<p>Ordinary Resolution 2</p> <p>To re-elect Tuan Haji Najman bin Kamaruddin who retires in accordance with Clause 119 of the Constitution of the Company and being eligible, offers himself for re-election.</p>	1,032,669,737	99.9782	224,700	0.0218
<p>Ordinary Resolution 3</p> <p>To re-elect YBM Tengku Seri Bijaya Raja (Datuk Tengku Farok Hussin bin Tengku Abdul Jalil) who retires in accordance with Clause 118 of the Constitution of the Company and being eligible, offers himself for re-election.</p>	1,032,669,737	99.9782	224,700	0.0218
<p>Ordinary Resolution 4</p> <p>To approve the payment of Directors' Fees up to an amount of RM765,917 for the period from 1 July 2023 until 30 June 2024.</p>	1,032,669,736	99.9782	224,701	0.0218

MATTERS DELIBERATED					REMARKS
Resolution	Vote For		Vote Against		
	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 5  To approve the payment of Directors' Benefits to the Non-Executive Directors up to an amount of RM1,099,890 for the period from 1 July 2023 until 30 June 2024.	1,032,669,736	99.9782	224,701	0.0218	
Ordinary Resolution 6  To re-appoint Ernst & Young PLT as Auditors of the Company for the financial year ending 31 December 2022 and to authorise the Directors to fix their remuneration.	1,032,669,737	99.9782	224,700	0.0218	
Ordinary Resolution 7  Authority to Issue Shares pursuant to Sections 75 and 76 of the Companies Act, 2016.	1,032,669,737	99.9782	224,700	0.0218	
Ordinary Resolution 8  Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.	4,592,184	95.3352	224,700	4.6648	
Ordinary Resolution 9  Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.	4,592,184	95.3352	224,700	4.6648	
Ordinary Resolution 10  To re-elect Dr. Norhasiza binti Mat Jusoh who retires in accordance with Clause 118 of the Constitution of the Company and being eligible, offers herself for re-election.	1,032,611,766	99.9782	224,700	0.0218	

The Chairman declared that Resolutions 1 to 10 carried.

MATTERS DELIBERATED	REMARKS
<b>22. CLOSURE OF MEETING</b>	
There being no further business, the Chairman closed the Meeting at 12.45 p.m. and thanked those present for their attendance.	

CONFIRMED AS A CORRECT RECORD



YBM TENGKU SERI BIJAYA RAJA  
(DATUK TENGKU FAROK HUSSIN BIN TENGKU ABDUL JALIL)  
Chairman

Dated: 8 June 2023