YNH PROPERTY BHD (561986-V)

(Incorporated in Malaysia)

Minutes of the Sixteenth Annual General Meeting (16th AGM) of the Company held at Hotel Sfera, 2479 Jalan Dato' Yu Neh Huat, Taman Samudera, 32040 Sri Manjung, Perak Darul Ridzuan on Friday, 29 June 2018 at 11.45a.m.

BOARD OF DIRECTORS

Dato' Robert Lim @ Lim Git Hooi, DPMP, JP (Chairman)

Dato' Yu Kuan Huat, DPMP, PMP, AMP, PPT

Ching Nye Mi @ Chieng Ngie Chay

Ding Ming Hea

Shareholders in person, by proxies and by representatives

(as per attendance sheet)

WITH APOLOGY

Dato' Dr. Yu Kuan Chon, DIMP, PPT, MBBS

IN ATTENDANCE

COMPANY SECRETARIES

Chan Yoke Yin

) Company Secretaries

Chan Eoi Leng

Cheng Ghee Cheng)

EXTERNAL AUDITORS

Baker Tilly Monteiro Heng

Dato' Lock Peng KuanJason Wong Yew Ming

POLL ADMINISTRATORS

Symphony Share Registrars Sdn Bhd

SCRUTINEERS

Raki CS Tan & Ramanan

1. CHAIRMAN

It was noted that Dato' Dr. Yu Kuan Chon, DIMP, PPT, MBBS had extended his apology as he could not be present for the Meeting.

Dato' Robert Lim @ Lim Git Hooi, DPMP, JP was appointed Chairman for the Meeting. The Chairman extended a warm welcome to all shareholders, proxies and invitees present at the Meeting.

2. QUORUM

The Company Secretary confirmed that a quorum was present.

3. NOTICE

The Notice convening the Meeting was taken as read.

The Chairman informed the Meeting that pursuant to Chapter 8.29A(1) of Bursa Malaysia Securities Berhad Listing Requirements, all the resolutions set out in the Notice of General Meeting must be voted by poll and Chapter 8.29A(2) requires that at least one Scrutineer be appointed to validate the votes cast. For this purpose, the Chairman exercised his right as Chairman to demand for a poll in accordance with Article 67 of the Company's Articles and

Association in respect of all resolutions which would be put to vote at the Meeting. The Company had appointed Symphony Share Registrars Sdn Bhd as Poll Administrator to conduct the polling process, and Raki CS Tan & Ramanan as Scrutineers for the Meeting to oversee the conduct of the poll and scrutinizing the votes cast.

The Chairman further informed the Meeting that MSWG has raised a few questions in their letter dated 26 June 2018 which was received by the Company on 26 June 2018. The Chairman then presented to shareholders the questions raised by MSWG together with the related answers as in Appendix A.

4. AUDITED FINANCIAL STATEMENTS AND REPORTS

The Audited Financial Statements for the year ended 31 December 2017, together with the Directors' and Auditors' Reports thereon, were tabled for discussion.

The Chairman informed the Meeting that this Agenda was meant for discussion only as the provisions of Section 340(1)(a) of Companies Act, 2016 did not require shareholders' approval, hence, it would not be put forward for voting.

The Chairman then invited questions from the shareholders.

As there were no further questions, the Audited Financial Statements for the year ended 31 December 2017 together with the Directors' and Auditors' Reports thereon are deemed received by the meeting as the same had been laid before the meeting in compliance with Section 340(1) of the Companies Act, 2016.

5. ORDINARY RESOLUTIONS

The Chairman then took the Meeting through all the Ordinary Resolutions as appeared under Ordinary Business and Special Business of the Agenda as follows:

- Ordinary Resolution 1 on the Payment of the following Final Dividends in respect of the financial year ended 31 December 2017:
 - a) a final share dividend of six (6) Treasury Shares for every existing one thousand (1,000) Ordinary Shares;
 - b) a final single tier dividend of zero point seven sen (0.7 sen) per Ordinary Share.
- Ordinary Resolution 2 on the Payment of Directors' Fee of RM152,830 in respect of the financial year ended 31 December 2017.
- Ordinary Resolution 3 on the Payment of Directors' Benefits (excluding Directors' Fees) to Non-Executive Directors up to an amount of RM170,000 from 30 June 2018 until the next Annual General Meeting of the Company.
- Ordinary Resolution 4 on the Re-election of Dato' Dr Yu Kuan Chon, DIMP, PPT, MBBS as a Director of the Company in accordance with the Company's Articles of Association.
- Ordinary Resolution 5 on the Re-election of Dato' Yu Kuan Huat, DPMP, PMP, AMP, PPT as a Director of the Company in accordance with the Company's Articles of Association.
- Ordinary Resolution 6 on the Re-election of Dato' Robert Lim @ Lim Git Hooi, DPMP, JP as a Director of the Company in accordance with the Company's Articles of Association.

- Ordinary Resolution 7 on the Re-appointment of Auditors, Messrs Baker Tilly Monteiro Heng and to authorise the Directors to fix their remuneration.
- Ordinary Resolution 8 on Retention of Dato' Robert Lim @ Lim Git Hooi, DPMP, JP as an Independent Non-Executive Director.
- Ordinary Resolution 9 on Retention of Ching Nye Mi @ Chieng Ngie Chay as an Independent Non-Executive Director.
- Ordinary Resolution 10 on Retention of Ding Ming Hea as an Independent Non-Executive Director.
- Ordinary Resolution 11 on Proposed Renewal of Share Buy Back Authority
- Ordinary Resolution 12 on Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.

The Meeting then proceeded to the poll-voting for all the resolutions. As the Company was using manual for the voting, the Company's Share Registrars, Symphony Share Registrar Sdn Bhd was invited to brief the Meeting on the procedures for manual. The Chairman informed that the estimated time for the polling excise would be about 1 hour. The 16th AGM would be adjourned after the manual polling and would resume for declaration of the poll results when then the poll results are ready.

The Chairman then called the Meeting to order at 1.00pm for the declaration of results. He received the poll result from Raki CS Tan & Ramanan and read out the poll results to the members and proxies present.

5.1 ORDINARY RESOLUTION 1 – PAYMENT OF FINAL DIVIDENDS

The results of the poll count for Ordinary Resolution 1 on the Payment of the following Final Dividends in respect of the financial year ended 31 December 2017 were as follows:

Indication	Number of votes	Percentage (%)
FOR	219,950,260	100.00
AGAINST	0	0.00
Total	219,950,260	100.00

ABSTAINED	<u>0</u>
SPOILT	<u>Q</u>

As the number of votes cast in favor of the resolution represented 100.00% of the total votes cast and there was no vote cast against, the Chairman declared that the following **Ordinary Resolution 1** as duly passed:

"THAT the payment of the following Final Dividends in respect of the financial year ended 31 December 2017 be approved:

- a) a final share dividend of six (6) Treasury Shares for every existing one thousand (1,000) Ordinary Shares;
- b) a final single tier dividend of zero point seven sen (0.7 sen) per Ordinary Share."

5.2 ORDINARY RESOLUTION 2 – PAYMENT OF DIRECTORS' FEE

The results of the poll count for Payment of Directors' Fee of RM152,830/- in respect of the financial year ended 31 December 2017 were as follows:

Indication	Number of votes	Percentage (%)
FOR	219,909,375	99.9985
AGAINST	3,361	0.0015
Total	219,912,736	100.00

ABSTAINED	<u>37,524</u>
SPOILT	<u>0</u>

As the number of votes cast in favor of the resolution represented 99.9985% of the total votes cast and the number of votes cast against only represented 0.0015%, the Chairman declared that the following **Ordinary Resolution 2** as duly passed:

"THAT the Payment of Directors' Fee of RM152,830/- in respect of the financial year ended 31 December 2017 be approved."

5.3 ORDINARY RESOLUTION 3 – PAYMENT OF DIRECTORS' BENEFITS (EXCLUDING DIRECTORS' FEE)

The results of the poll count for Ordinary Resolution 3 on the Payment of Directors' Benefits (excluding Directors' Fee) to Non-Executive Directors up to an amount of RM170,000/- from 30 June 2018 until the next Annual General Meeting of the Company were as follows:

Indication	Number of votes	Percentage (%)
FOR	219,909,375	99.9985
AGAINST	3,361	0.0015
Total	219,912,736	100.00

ABSTAINED	<u>37,524</u>
SPOILT	Q

As the number of votes cast in favor of the resolution represented 99.9985% of the total votes cast and the number of votes cast against only represented 0.0015%, the Chairman declared that the following **Ordinary Resolution 3** as duly passed:

"THAT the Payment of Directors' benefits (excluding Directors' Fee) to Non-Executive Directors up to an amount of RM170,000/- from 30 June 2018 until the next Annual General Meeting of the Company be approved."

5.4 ORDINARY RESOLUTION 4 - RE-ELECTION OF DATO' DR YU KUAN CHON, DIMP, PPT, MBBS

The results of the poll count for Ordinary Resolution 4 on the Re-election of Dato' Dr Yu Kuan Chon, DIMP, PPT, MBBS as Director of the Company were as follows:

Indication	Number of votes	Percentage (%)
FOR	182,982,414	99.8360
AGAINST	300,646	0.1640
Total	183,283,060	100.00

ABSTAINED 36,667,200 SPOILT 0

As the number of votes cast in favor of the resolution represented 99.8360% of the total votes cast and the number of votes cast against only represented 0.1640%, the Chairman declared that the following **Ordinary Resolution 4** as duly passed:

"THAT Dato' Dr Yu Kuan Chon, DIMP, PPT, MBBS who retired by rotation in accordance with the Company's Articles of Association, be re-elected as Director of the Company."

5.5 ORDINARY RESOLUTION 5 – RE-ELECTION OF DATO' YU KUAN HUAT, DPMP, PMP, AMP, PPT

The results of the poll count for Ordinary Resolution 5 on the re-election of Dato' Yu Kuan Huat, DPMP, PMP, AMP, PPT as the Director of the Company were as follows:

Indication	Number of votes	Percentage (%)
FOR	213,782,592	99.9047
AGAINST	203,885	0.0953
Total	213,986,477	100.00

ABSTAINED $\underline{5,963,783}$ SPOILT $\underline{0}$

As the number of votes cast in favor of the resolution represented 99.9047% of the total votes cast and the number of votes cast against only represented 0.0953% t, the Chairman declared that the following **Ordinary Resolution 5** as duly passed:

"THAT Dato' Yu Kuan Huat, DPMP, PMP, AMP, PPT who retired by rotation in accordance with the Company's Articles of Association, be re-elected as Director of the Company."

5.6 ORDINARY RESOLUTION 6 – RE-ELECTION OF DATO' ROBERT LIM @ LIM GIT HOOI, DPMP, JP

The results of the poll count for Ordinary Resolution 6 on the re-election of Dato' Robert Lim @ Lim Git Hooi, DPMP, JP as the Director of the Company were as follows:

Indication	Number of votes	Percentage (%)
FOR	166,114,765	75.9557
AGAINST	52,584,875	24.0443
Total	218,699,640	100.00

ABSTAINED $\underline{1,250,620}$ SPOILT $\underline{0}$

As the number of votes cast in favor of the resolution represented 75.9557% of the total votes cast and the number of votes cast against only represented 24.0443%, the Chairman declared that the following **Ordinary Resolution 6** as duly passed:

"THAT Dato' Robert Lim @ Lim Git Hooi, DPMP, JP who retired in accordance with the Company's Articles of Association, be re-elected as Director of the Company."

5.7 ORDINARY RESOLUTION 7 – RE-APPOINTMENT OF AUDITORS, MESSRS BAKER TILLY MONTEIRO HENG AS AUDITORS

The results of the poll count for Ordinary Resolution 7 on the Re-appointment of Auditors, Messrs Baker Tilly Monteiro Heng as Auditors of the Company and to authorise the Directors to fix their remuneration were as follows:

Indication	Number of votes	Percentage (%)
FOR	219,923,878	99.9881
AGAINST	26,270	0.0119
Total	219,950,148	100.00

ABSTAINED $\underline{112}$ SPOILT $\underline{1}$

As the number of votes cast in favor of the resolution represented 99.9881% of the total votes cast and the number of votes cast against only represented 0.0119%, the Chairman declared that the following **Ordinary Resolution 7** as duly passed:

"THAT the re-appointment of Auditors, Messrs Baker Tilly Monteiro Heng as Auditors of the Company for the financial year ending 31 December 2018 and authorisation to the Directors to fix their remuneration be approved."

5.8 ORDINARY RESOLUTION 8 – RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR - DATO' ROBERT LIM @ LIM GIT HOOI, DPMP, JP

The results of the poll count for Ordinary Resolution 8 on Retention of Independent Non-Executive Director, Dato' Robert Lim @ Lim Git Hooi, DPMP, JP were as follows:

Indication	Number of votes	Percentage (%)
FOR	166,119,294	75.9578
AGAINST	52,580,234	24.0422
Total	218,699,528	100.00

ABSTAINED $\underline{1,250,732}$ SPOILT $\underline{0}$

As the number of votes cast in favor of the resolution represented 75.9578% of the total votes cast and the number of votes cast against only represented 24.0422%, the Chairman declared that the following **Ordinary Resolution 8** as duly passed:

"THAT the retention of Dato' Robert Lim @ Lim Git Hooi, DPMP, JP as an Independent Non-Executive Director be approved."

5.9 ORDINARY RESOLUTION 9 - RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR - CHING NYE MI @ CHIENG NGIE CHAY

The results of the poll count for Ordinary Resolution 9 on the Retention of Independent Non-Executive Director, Ching Nye Mi @ Chieng Ngie Chay to the Board were as follows:

Indication	Number of votes	Percentage (%)
FOR	166,502,010	76.0089
AGAINST	52,553,964	23.9911
Total	219,055,974	100.00

ABSTAINED <u>894,286</u>
SPOILT <u>0</u>

As the number of votes cast in favor of the resolution represented 76.0089% of the total votes cast and the number of votes cast against only represented 23.9911%, the Chairman declared that the following **Ordinary Resolution 9** as duly passed:

"THAT the retention of Ching Nye Mi @ Chieng Ngie Chay as an Independent Non-Executive Director be approved."

5.10 ORDINARY RESOLUTION 10 - RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR - DING MING HEA

The results of the poll count for Ordinary Resolution 10 on the Retention of Independent Non-Executive Director, Ding Ming Hea to the Board were as follows:

Indication	Number of votes	Percentage (%)
FOR	146,920,192	67.9422
AGAINST	69,322,774	32.0578
Total	216,242,966	100.00

ABSTAINED 3,707,294
SPOILT 0

As the number of votes cast in favor of the resolution represented 67.9422% of the total votes cast and the number of votes cast against only represented 32.0578%, the Chairman declared that the following **Ordinary Resolution 10** as duly passed:

"THAT the retention of Ding Ming Hea as an Independent Non-Executive Director be approved."

5.11 ORDINARY RESOLUTION 11 – PROPOSED RENEWAL OF SHARE BUY BACK AUTHORITY

The results of the poll count for Ordinary Resolution 11 on Proposed Renewal of Share Buy Back Authority were as follows:

Indication	Number of votes	Percentage (%)
FOR	219,950,148	100.00
AGAINST	0	0.00
Total	219,950,148	100.00

ABSTAINED $\underline{0}$ SPOILT $\underline{0}$

As the number of votes cast in favor of the resolution represented 100.00% of the total votes cast and there was no vote cast against, the Chairman declared that the following **Ordinary Resolution 11** as duly passed:

"That, subject to the Companies Act, 2016, the provisions of the Company's Memorandum and Articles of Association, the Main Market Listing Requirements ("Main LR") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may

deem fit and expedient in the interests of the Company ("the Proposed Share Buy Back") provided that:-

- i) the aggregate number of shares purchased does not exceed ten per centum (10%) of the total issued and paid-up share capital of the Company as quoted on Bursa Securities as at the point of purchase;
- ii) the maximum amount of funds to be allocated by the Company pursuant to the Proposed Share Buy Back shall not exceed the sum of the Retained Profits of the Company based on its latest audited financial statements available up to the date of a transaction pursuant to the Proposed Share Buy Back.
- iii) the shares purchased by the Company pursuant to the Proposed Share Buy Back may be dealt with in all or any of the following manner (as selected by the Company):
 - a) the shares so purchased may be cancelled; and/or
 - b) the shares so purchased may be retained in treasury for distribution as dividend to the shareholders and/or resold on the market of Bursa Securities and/or subsequently cancelled; and/or
 - c) part of the shares so purchased may be retained as treasury shares with the remainder being cancelled.

And that any authority conferred by this resolution may only continue to be in force until:

- i) the conclusion of the next Annual General Meeting of the Company following the general meeting at which such resolution was passed at which time it shall lapse unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
- ii) the expiration of the period within which the next Annual General Meeting after that date is required by law to be held; or
- iii) revoked or varied by ordinary resolution passed by the shareholders in general meeting, whichever occurs first.

And that authority be and is hereby given unconditionally and generally to the Directors of the Company to take all such steps as are necessary or expedient (including without limitation, the opening and maintaining of central depository account(s) under the Securities Industry (Central Depositories) Act, 1991, and the entering into of all other agreements, arrangements and guarantee with any party or parties) to implement, finalise and give full effect to the aforesaid purchase with full powers to assent to any conditions, modifications, revaluations, variations and/or amendments (if any) as may be imposed by the relevant authorities and with the fullest power to do all such acts and things thereafter (including without limitation, the cancellation or retention as treasury shares of all or any part of the purchased shares) in accordance with the Companies Act, 2016, the provisions of the Memorandum and Articles of Association of the Company and the Main LR and/or guidelines of the Bursa Securities and all other relevant governmental and/or regulatory authorities."

5.12 ORDINARY RESOLUTION 12 – PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

The results of the poll count for Ordinary Resolution 12 on Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature were as follows:

Indication	Number of votes	Percentage (%)
FOR	103,320,210	59.8462
AGAINST	69,322,774	40.1538
Total	172,642,984	100.00

ABSTAINED	<u>47,307,276</u>
SPOILT	<u>0</u>

As the number of votes cast in favor of the resolution represented 59.8462% of the total votes cast and the number of votes cast against only represented 40.1538%, the Chairman declared that the following **Ordinary Resolution 12** as duly passed:

"That, subject to the Companies Act, 2016 ("Act"), the Memorandum and Articles of Association of the Company and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiary companies to enter into all arrangements and/or transactions involving the interests of Directors, major shareholders or person connected with Directors and/or major shareholders of the Company and/or its subsidiary companies ("Related Parties") as specified in Section 2.2 of the Circular to Shareholders dated 30 April 2018, provided that such arrangements and/or transactions are:

- i) recurrent transactions of a revenue or trading nature;
- ii) necessary for the day-to-day operations;
- iii) carried out on an arm's length basis, in the ordinary course of business and on normal commercial terms which are not more favorable to the Related Parties than those generally available to the public; and
- iv) are not to the detriment of the minority shareholders.

And that the shareholders' mandate, unless revoked or varied by the Company in a general meeting, shall take effect from the date of the passing of this Ordinary Resolution and will continue in force until:

- i) the conclusion of the next Annual General Meeting of the Company at which time it will lapse unless authority is renewed by a resolution passed at the next Annual General Meeting;
- ii) the expiration of the period within which the next Annual General Meeting is to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- iii) revoked or varied by resolution passed by shareholders in a general meeting before the next Annual General Meeting whichever is earlier.

And that the Directors of the Company be authorized to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary or give effect to the Mandate."

YNH PROPERTY BHD (561986-V) - Minutes of the 16th AGM held on 29.06.2018

6. TERMINATION

There being no further business, the Meeting terminated at 1.15pm with a vote of thanks to the Chair.

CONF/RMED

CHAIRMAI

Ipoh CWM/YNH

YNH PROPERTY BERHAD

(COMPANY NO.: 561986-V)

We, the undersigned having been appointed as scrutineers in respect of a poll conducted pursuant to the Annual General Meeting of YNH PROPERTY BERHAD held on Friday, 29 June 2018 at 11.45 a.m. hereby report the results of the poll as follows :-

!		Voted in F	Voted in FOR / Favour			Voted	Voted Against		
Resolution		Ž	No. of			Z	No. of		Results
	Record(s)	%	Share(s)	%	Record(s)	%	Share(s)	%	
RESOLUTION 1	152	100.0000%	219,950,260	100.0000%	0	0.0000%	ı	0.0000% Carried	Carried
RESOLUTION 2	147	99.3243%	219,909,375	99.9985%	1	0.6757%	3,361	0.0015% Carried	Carried
RESOLUTION 3	147	99.3243%	219,909,375	99.9985%	1	0.6757%	3,361	0.0015% Carried	Carried
RESOLUTION 4	136	95.1049%	182,982,414	99.8360%	7	4.8951%	300,646	0.1640% Carried	Carried
RESOLUTION 5	143	96.6216%	213,782,592	99.9047%	5	3.3784%	203,885	0.0953% Carried	Carried
RESOLUTION 6	138	95.0000%	166,114,765	75.9557%	12	8.0000%	52,584,875	24.0443% Carried	Carried
RESOLUTION 7	150	99.3377%	219,923,878	99.9881%	1	0.6623%	26,270	0.0119% Carried	Carried
RESOLUTION 8	138	92.6174%	166,119.294	75.9578%	11	7.3826%	52,580,234	24.0422% Carried	Carried
RESOLUTION 9	138	93.2432%	166,502,010	76.0089%	10	6.7568%	52,553,964	23.9911% Carried	Carried
RESOLUTION 10	119	80.9524%	146,920,192	67.9422%	28	19.0476%	69,322,774	32.0578% Carried	Carried
RESOLUTION 11	152	100.0000%	219,950,148	100.0000%	0	0.0000%	•	0.0000% Carried	Carried
RESOLUTION 12	100	78.1250%	103,320,210	59.8462%	28	21.8750%	69,322,774	40.1538% Carried	Carried

Chartered Accountants

Share(s)

Record(s)

Share(s)

Record(s)

37,524 37,524 36,667,200

RESOLUTION 2 RESOLUTION 3 RESOLUTION 4 **RESOLUTION 5**

RESOLUTION 1

Resolution

1,250,620

RESOLUTION 6

5,963,783

1,250,732 894,286 47,307,276

3,707,294

RESOLUTION 10

RESOLUTION 9

RESOLUTION 8

RESOLUTION 7

RESOLUTION 12 RESOLUTION 11

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Raki CS Tan & Ramanan (AF: 0190) Verified by of second



(Company No : 561986-V)

ANNUAL GENERAL MEETING Hotel Sfera, Jalan Dato' Yu neh Huat Taman Samudera 32040 Sri Manjung Perak Darul Ridzuan on Friday, 29 June 2018 @ 11.45a.m.

SUMMARY OF MEETING

CATEGORY OF HOLDER	NO OF PERSON	NO OF SHARES	PERCENTAGE %
CHAIRMAN AS PROXY	100	202,337,185	95.11%
SHAREHOLDER	27	3,137,330	1.47%
PROXY	16	7,259,909	3.41%
TOTAL	143	212,734,424	100.00%

Paid Up Capital: 525,337,988