

**AHMAD ZAKI RESOURCES BERHAD**

(Company No: 432768-X)

(Incorporated in Malaysia)

**SUMMARY MINUTES OF THE TWENTY-FIRST ANNUAL GENERAL MEETING OF THE COMPANY HELD AT THE BANQUET HALL, 1ST LEVEL, MAIN LOBBY, TPC KUALA LUMPUR, 10 JALAN 1/170D, OFF JALAN BUKIT KIARA, 60000 KUALA LUMPUR ON THURSDAY, 28 JUNE 2018 AT 10.00 A.M.**

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Present : As per Attendance List

Chairman : Raja Tan Sri Dato' Seri Aman bin Raja Haji Ahmad

In Attendance : Wong Maw Chuan - Company Secretary

By Invitation : As per Attendance List

**QUORUM FOR THE MEETING**

Pursuant to Article 61 of the Articles of Association of the Company, the Secretary confirmed that the Meeting had a requisite quorum to proceed. The Chairman then called the Meeting to order and welcomed all present to the Twenty-First Annual General Meeting ("AGM") of the Company.

**NOTICE OF MEETING**

On the proposal of the Chairman and seconded by a member, Teh Kian Lang, the Notice of AGM dated 27 April 2018 was taken as read without any objection from the members and proxies.

The Chairman briefed the Meeting on the procedures of the Meeting and voting for the proposed ten (10) ordinary resolutions as set out in the Notice of AGM.

The Chairman briefed the Meeting that pursuant to the Listing Requirements of Bursa Malaysia, any resolution set out in the notice of any general meeting or notice of resolution would be voted by poll to be taken at the end of the Meeting. He informed that the Share Registrar would explain on the electronic poll voting procedures later on.

**AGENDA OF AGM**

The Chairman then proceeded to the agenda as set out in the Notice of the AGM as follows:

As Ordinary Business

- (1) To receive the Audited Financial Statements of the Company for the financial year ended 31 December 2017 together with the Reports of the Directors and Auditors thereon.
- (2) To approve the payment of Directors' fees and benefits for the financial year ended 31 December 2017 (*Ordinary Resolution 1*)

- (3) To approve the payment of Directors' fees and benefit of up to RM950,000.00 for the financial year ending 31 December 2018 (*Ordinary Resolution 2*)
- (4) To re-elect the following Directors retiring in accordance with Article 80 of the Company's Articles of Association:
  - (i) Tan Sri Dato' Sri Haji Wan Zaki bin Haji Wan Muda (*Ordinary Resolution 3*)
  - (ii) Dato' Sri Wan Zakariah bin Haji Wan Muda (*Ordinary Resolution 4*)
  - (iii) Dato' Haji Roslan bin Tan Sri Jaffar (*Ordinary Resolution 5*)
- (5) To re-appoint Messrs Deloitte PLT as auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. (*Ordinary Resolution 6*)

#### As Special Business

- (6) Authority to Allot and Issue Shares pursuant to Section 76 of the Companies Act, 2016. (*Ordinary Resolution 7*)
- (7) Proposed Renewal of Existing Shareholders' Mandate and New Shareholders' Mandate for Recurrent Related Party Transaction of a Revenue or Trading Nature. (*Ordinary Resolution 8*)
- (8) Authority to Continue in Office as Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years.
  - (i) Raja Tan Sri Dato' Seri Aman bin Raja Haji Ahmad (*Ordinary Resolution 9*)
  - (ii) Datuk (Prof.) A Rahman @ Omar bin Abdullah (*Ordinary Resolution 10*)

#### **ANY OTHER BUSINESS**

The Chairman sought confirmation from the Company Secretary whether the Company had received any notice to transact any other business which had been given in accordance with Section 309 of the Act 2016 with the Company's Articles of Association. The Company Secretary confirmed that the Company had not received any notice for transaction of any other business at the meeting.

The Chairman informed the meeting that poll voting counters had been set up for the purpose of conducting the poll by way of electronic poll voting for the resolutions as set out in the Notice of AGM.

The Share Registrar was invited to brief the meeting on the polling procedures where the whole polling process would be conducted in approximately 30 minutes with the declaration of the poll results. Mr Praveen of Mega Business Consultancy was appointed as the independent scrutineers to verify the poll results.

## ANNOUNCEMENT OF POLL RESULTS

The Chairman called the meeting to order at 11.20 a.m. for the declaration of results. He informed that he had received the poll results from Mega Business Consultancy and declared that all resolutions tabled at the AGM were carried and the poll results were as follows :-

Resolution	For		Against		Abstain
	No. of Shares	%	No. of Shares	%	
1	342,964,165	100	-	-	-
2	340,130,865	100	-	-	-
3	307,566,956	96.38	11,555,200	3.62	-
4	307,074,513	96.37	11,555,200	3.63	-
5	343,818,331	100	-	-	-
6	344,610,831	100	-	-	-
7	322,944,131	100	-	-	-
8	43,230,382	100	-	-	-
9	322,944,131	93.71	21,666,700	6.29	-
10	320,767,465	93.67	21,666,700	6.33	-

## CLOSURE OF MEETING

As there was no other matter to be discussed, for which due notice had been given in accordance with the Act, the meeting concluded at 11.30 a.m. with a vote of thanks to the Chairman and the Board of Directors.

Confirmed as a correct record

## CHAIRMAN

Date: 28 June 2018