

MALAYSIA MARINE AND HEAVY ENGINEERING HOLDINGS BERHAD
(178821-X)

SUMMARY OF MINUTES

**MINUTES OF THE 30TH ANNUAL GENERAL MEETING HELD AT BALLROOM 1,
SIME DARBY CONVENTION CENTRE, 1A, JALAN BUKIT KIARA 1,
60000 KUALA LUMPUR, MALAYSIA ON THURSDAY,
11 APRIL 2019 AT 11:00 A.M.**

PRESENT

- | | | |
|---------------------------------------|---|--|
| 1. Datuk Nasarudin Md Idris | - | Chairman |
| 2. Dato' Halipah Esa | - | Director |
| 3. Mr Yong Nyan Choi @ Yong Guan Choi | - | Director |
| 4. Mr Choy Khai Choon | - | Director |
| 5. Mr Bernard Rene Francois di Tullio | - | Director |
| 6. Mr Yee Yang Chien | - | Director |
| 7. Tuan Syed Hashim Syed Abdullah | - | Director |
| 8. Wan Mashitah Wan Abdullah Sani | - | Managing Director & Chief Executive Officer ("MD / CEO") |
| 9. Shareholders, proxies and guests | - | As per Attendance List |

IN ATTENDANCE

- | | | |
|------------------------------------|---|--------------------------|
| 1. Encik Ausmal Kardin | - | Company Secretary |
| 2. Encik Nik Azlan Nik Abdul Aziz | - | Chief Financial Officer |
| 3. Encik Shahril Risal Mohd Kahiri | - | Senior Manager, Planning |
| 4. Puan Tuan Mastura Tuan Mat | - | General Manager, Finance |

ABSENT WITH APOLOGIES

- | | | |
|------------------------|---|----------|
| 1. Puan Rozainah Awang | - | Director |
|------------------------|---|----------|

1. COMMENCEMENT OF MEETING

The Chairman, on behalf of the Board of Directors, welcomed the Shareholders to the 30th Annual General Meeting (“AGM”) of the Company.

The Chairman introduced the Members of the Board and the Company Secretary who were present at the Meeting.

Before the commencement of the AGM proceedings, the Chairman invited Cik Wan Mashitah Wan Abdullah Sani, the Managing Director and Chief Executive Officer of the Company to present the highlights on the Company’s business in respect of the financial year ended 31 December 2018.

2. QUORUM

The Secretary reported that the quorum was present in accordance with the Constitution of the Company and announced the number of proxies given to the Chairman.

The Chairman then called the Meeting to order.

3. NOTICE OF MEETING

The Chairman informed the Shareholders that the Notice of the AGM together with the Annual Report had been circulated to the Shareholders, Bursa Malaysia Securities Berhad (“Bursa Securities”) and the Company’s Auditors, in accordance with the Constitution of the Company on 13 March 2019.

The Chairman suggested, and the Meeting agreed that the Notice of the AGM be taken as read.

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities, the Chairman informed the Shareholders that all the resolutions set out in the Notice of 30th AGM will be put to vote by way of a poll. The poll voting would be conducted upon completion of the deliberation of all items to be transacted at this AGM through electronic voting conducted by the Company’s Share Registrar, Boardroom Share Registrars Sdn Bhd (formerly known as Symphony Share Registrars Sdn Bhd) and poll results to be verified by Boardroom Corporate Services Sdn Bhd as the Scrutineers.

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

The Chairman informed the Meeting that the 2018 Annual Report incorporating the Audited Financial Statements for the financial year ended 31 December 2018 together with the Reports of the Directors and the Auditors thereon have been sent to all Shareholders in accordance with the Company’s Constitution.

Shareholders and proxies present at the Meeting were also invited to post questions to the Company. The Company's response to the questions posted by the Shareholders and Proxies at the Meeting will be made available in the full Minutes of the 30th AGM of the Company for Shareholders' inspection without charge at the Company's registered office.

The Chairman informed the Meeting that Section 340(1) of the Companies Act 2016 do not require the Audited Financial Statements to be formally approved by the Shareholders. As such, the Audited Financial Statements were not put forth for voting but tabled for discussion only. The Chairman opened the floor for discussion and questions on the Financial Statements of the Company for the financial year ended 31 December 2018.

As there were no further question and/or comment, the Chairman proceeded to table the resolutions as set out in the Notice of AGM and requested a seconder for each of the motions to be carried.

The Chairman adjourned the Meeting for polling.

5. OUTCOME OF THE AGM – POLL RESULTS

Upon verification by the Scrutineers, the poll results were announced by the Chairman to Shareholders and Proxies of the Company present at the AGM. The Chairman declared that all the resolutions tabled at the AGM were carried as follows:

ORDINARY RESOLUTION	FOR		AGAINST		TOTAL	
	NO. OF		NO. OF		NO. OF	
	SHARES	%	SHARES	%	SHARES	%
RESOLUTION 1: To re-elect Datuk Nasarudin Md Idris who retires by rotation pursuant to Rule 21.8 of the Company's Constitution.	1,316,869,866	99.6173	5,058,901	0.3827	1,321,928,767	100
RESOLUTION 2: To re-elect Yee Yang Chien who retires by rotation pursuant to Rule 21.8 of the Company's Constitution.	1,316,879,866	99.6173	5,058,901	0.3827	1,321,938,767	100
RESOLUTION 3: To approve the payment of Directors' remuneration (including Directors' fees and benefits) to the Non-Executive Directors up to an amount of RM1,900,000 for the period from 12 April 2019 until the conclusion of the next AGM of the Company to be held in 2020.	1,321,881,266	99.9987	17,501	0.0013	1,321,898,767	100

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ORDINARY RESOLUTION	FOR		AGAINST		TOTAL	
	NO. OF		NO. OF		NO. OF	
	SHARES	%	SHARES	%	SHARES	%
RESOLUTION 4: To re-appoint Messrs Ernst & Young, as Auditors of the Company, to hold office until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.	1,321,932,766	99.9995	6,001	0.0005	1,321,938,767	100

6. CLOSURE OF MEETING

There being no other business, the Chairman declared the Meeting closed at 12.30 p.m. and thanked the Shareholders for their presence and participation.