

**ANALABS RESOURCES BERHAD (468971 A)**  
(Incorporated in Malaysia)

MINUTES of the Nineteenth Annual General Meeting of the Company held at Royal Ballroom of the Sultan Abdul Aziz Shah Golf & Country Club, No. 1, Rumah Kelab, Jalan Kelab Golf 13/6, 40100 Shah Alam, Selangor Darul Ehsan on Friday, 13 October, 2017 at 11.00 a.m.

PRESENT : Mr Kan Yow Kheong – Chairman  
Others as per attendance list attached

**1. QUORUM**

The Chairman welcomed the members and the Directors to the Company's Nineteenth Annual General Meeting ("19<sup>th</sup> AGM"). Upon confirming the presence of a quorum pursuant to Article 65 of the Company's Articles of Association, he invited the Company Secretary to take the Meeting through the Agenda.

**2. NOTICE**

There being no objection, the notice convening the meeting, having been circulated earlier to all the members of the Company within the prescribed notice period, was taken as read.

Before the Meeting proceeded with the first item of the agenda, the Company Secretary informed that voting for the resolutions as set out in agendas 2 to 6 in the notice of the 19<sup>th</sup> AGM will be carried out by poll in line with Bursa's Listing Requirements and Quantegic Services Sdn Bhd, an independent scrutineer, has been appointed to validate the votes. The polling process for the resolutions would be conducted upon completion of the deliberation of all items to be transacted at the 19<sup>th</sup> AGM.

**3. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2017**

The Audited Financial Statements ("AFS") of the Company and the Group for the financial year ended 30 April 2017 and the Reports of the Directors and Auditors having been circulated to all the Members within the prescribed period, were taken as read.

**4. RE-ELECTION OF DIRECTORS PURSUANT TO ARTICLE 83 OF THE COMPANY'S ARTICLES OF ASSOCIATION**

The following Directors who retired by rotation in accordance with Article 83 of the Company's Articles of Association and eligible for re-election had offered themselves for re-election under Resolutions 1 to 6 respectively:-

- (i) Re-election of Mr Kan Yow Kheong
- (ii) Re-election of Mr Lim Yoke Soo
- (iii) Re-election of Mr Lai Yew Choong
- (iv) Re-election of Mr Low Chin Ann @ Han Chin Ann
- (v) Re-election of Ms Tan Suat Eam
- (vi) Re-election of Mr Clifton Heath Fernandez

The motion for the re-election of Mr Kan Yow Kheong, Mr Lim Yoke Soo, Mr Lai Yew Choong, Mr Low Chin Ann @ Han Chin Ann, Ms Tan Suat Eam and Mr Clifton Heath Fernandez pursuant to Article 83 of the Company's Articles of Association be made by a single resolution was put to vote and was unanimously approved.

The following motion was put to vote:-

"THAT Mr Kan Yow Kheong, Mr Lim Yoke Soo, Mr Lai Yew Choong, Mr Low Chin Ann @ Han Chin Ann, Ms Tan Suat Eam and Mr Clifton Heath Fernandez retiring pursuant to Article 83 of the Company's Articles of Association and being eligible be hereby re-elected as Directors of the Company."

**5. RE-ELECTION OF DIRECTOR PURSUANT TO ARTICLE 85 OF THE COMPANY'S ARTICLES OF ASSOCIATION**

The following motion for the re-election of Mr Kan Mun Hoow pursuant Company's Articles of Association was put to vote:-

"THAT Mr Kan Mun Hoow retiring pursuant to Article 85 of the Company's Articles of Association and being eligible be hereby re-elected as Director of the Company."

**6. PAYMENT OF DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 30 APRIL 2017**

The Company had proposed a payment of Directors' fees of RM64,000.00 for the financial year ended 30 April 2017. The following motion was put to vote:-

"THAT the payment of Directors' fees of RM64,000.00 in respect of the year ended 30 April 2017 be hereby approved."

**7. PAYMENT OF DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 30 APRIL 2018**

The Company had proposed a payment of Directors' fees up to RM108,000.00 for the financial year ending 30 April 2018. The following motion was put to vote:-

"THAT the payment of Directors' fees up to RM108,000.00 in respect of the year ending 30 April 2018 be hereby approved."

**8. RE-APPOINTMENT OF MESSRS CROWE HORWATH AS AUDITORS OF THE COMPANY**

Messrs Crowe Horwath who was retiring at the 19<sup>th</sup> AGM had given their consent to seek for re-appointment. It was noted that no other nominations had been received by the Company.

The following motion was put to the meeting for a vote:-

"THAT Messrs Crowe Horwath be and is hereby re-appointed Auditors at a remuneration to be determined by the Directors."

**9. AUTHORITY TO ALLOT SHARES**

The next item on the agenda was to seek the shareholders authority for the allotment of shares pursuant to Sections 75 and 76 of the Companies Act, 2016.

The following motion was put to the meeting for a vote:-

“THAT pursuant to Sections 75 and 76 of the Act and subject always to the approval of the relevant authorities, the Directors be and are hereby empowered to issue shares in the Company at any time and upon such terms and conditions and for such purpose as the Directors may, in their absolute discretion deem fit and in the interest of the Company, provided that the aggregate number of the shares issued pursuant to this resolution does not exceed 10% of the issued share capital of the Company for the time being and that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad (“Bursa Securities”) and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

**10. PROPOSED RENEWAL OF AUTHORITY FOR THE PURCHASE BY THE COMPANY OF ITS OWN ORDINARY SHARES**

The next item on the agenda was to seek shareholders’ authority to renew the Proposed Share Buy Back Mandate.

The following motion was put to the meeting for a vote:-

“THAT subject to the rules, regulations and orders made pursuant to the Act, provisions of the Company’s Articles of Association and the Listing Requirements of Bursa Securities and any other relevant authorities, the Board be and is hereby authorised to purchase the Company’s shares through Bursa Securities (“Proposed Share Buy-Back”) subject to the following:-

- a. the maximum number of the Company’s shares which may be purchased and/or held as treasury shares by the Company at any point in time pursuant to the Proposed Share Buy-Back shall not exceed ten percent (10%) of the total issued share capital of the Company;
- b. the maximum fund to be allocated by the Company for the purpose of purchasing the Company’s shares shall not exceed the aggregate of the retained profits of the Company;
- c. the authority conferred by this resolution will be effective immediately upon the passing of this Resolution and will expire at the conclusion of the next Annual General Meeting of the Company, unless earlier revoked or varied by an ordinary resolution of the shareholders of the Company at a general meeting or the expiration of the period within which the next Annual General Meeting is required by law to be held, whichever is the earlier, but not so as to prejudice the completion of purchase(s) by the Company before the aforesaid expiry date and, in any event, in accordance with the provisions of the Listing Requirements of Bursa Securities or any other relevant authorities; and

- d. upon completion of the purchase(s) of the Company's shares by the Company, the Board be and is hereby authorised to retain the Company's shares so purchased as treasury shares, of which may be distributed as dividends to shareholders and/or re-sold on Bursa Securities and/or subsequently cancelled and in other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authorities for the time being in force.

AND that the Board be and is hereby authorised to take all such steps as are necessary or expedient to implement or to effect the purchase(s) of the Company's shares with full power to assent to any condition, modification, variation and/or amendment as may be imposed by the relevant authorities and to take all such steps as they may deem necessary or expedient in order to implement, finalise and give full effect in relation thereto."

#### **11. POLLING PROCESS**

Ms Irene Chew invited Ms Cheang from Quantegic Services Sdn Bhd to explain the procedures of the poll. The poll commenced at 12.05 p.m. and the Meeting was adjourned to 1.10 p.m.

#### **12. ANNOUNCEMENT OF POLL RESULTS**

At 1.10 p.m., on behalf the Chairman, the Company Secretary called the Meeting to order to announce the poll results to the shareholders and proxies present.

##### **Resolutions 1 to 6**

##### **Re-election of Directors pursuant to Article 83 of the Company's Articles of Association**

The Company Secretary announced the poll results in respect of Resolutions 1 to 6 as follows:-

<b>Resolution</b>	<b>For</b>		<b>Against</b>	
	<b>Number of shares</b>	<b>%</b>	<b>Number of shares</b>	<b>%</b>
<b>Resolution 1</b>	33,335,190	100.00	-	-
<b>Resolution 2</b>	33,335,190	100.00	-	-
<b>Resolution 3</b>	33,335,190	100.00	-	-
<b>Resolution 4</b>	33,335,190	100.00	-	-
<b>Resolution 5</b>	33,335,190	100.00	-	-
<b>Resolution 6</b>	33,335,190	100.00	-	-

As 33,335,190 shares representing 100% of the total votes cast were in favour of the motion, the following motion was declared carried:-

“THAT Mr Kan Yow Kheong, Mr Lim Yoke Soo, Mr Lai Yew Choong, Mr Low Chin Ann @ Han Chin Ann, Ms Tan Suat Eam and Mr Clifton Heath Fernandez retiring pursuant to Article 83 of the Company’s Articles of Association and being eligible be hereby re-elected as Directors of the Company.”

**Resolution 7**

**Re-election of Kan Mun Hoow pursuant to Article 83 of the Company’s Articles of Association**

The Company Secretary announced the poll results in respect of Resolution 7 as follows:-

Resolution	For		Against	
	Number of shares	%	Number of shares	%
<b>Resolution 7</b>	33,335,190	100.00	-	-

As 33,335,190 shares representing 100% of the total votes cast were in favour of the motion, Resolution 7 was duly passed.

**Resolution 8**

**Payment of Directors’ Fees of M64,000 for the financial year ended 30 April 2017**

The Company Secretary announced the poll results in respect of Resolution 8 as follows:-

Resolution	For		Against	
	Number of shares	%	Number of shares	%
<b>Resolution 8</b>	33,335,190	100.00	-	-

As 33,335,190 shares representing 100% of the total votes cast were in favour of the motion, Resolution 8 was duly passed.

**Resolution 9**

**Payment of Directors’ Fees of M108,000 for the financial year ending 30 April 2018**

The Company Secretary announced the poll results in respect of Resolution 9 as follows:-

Resolution	For		Against	
	Number of shares	%	Number of shares	%
<b>Resolution 9</b>	33,335,190	100.00	-	-

As 33,335,190 shares representing 100% of the total votes cast were in favour of the motion, Resolution 9 was duly passed.

#### **Resolution 10**

#### **Re-appointment of Messrs Crowe Horwath as auditors of the Company**

The Company Secretary announced the poll results in respect of Resolution 10 as follows:-

<b>Resolution</b>	<b>For</b>		<b>Against</b>	
	<b>Number of shares</b>	<b>%</b>	<b>Number of shares</b>	<b>%</b>
<b>Resolution 10</b>	33,335,190	100.00	-	-

As 33,335,190 shares representing 100% of the total votes cast were in favour of the motion, Resolution 10 was duly passed.

#### **Resolution 11**

#### **Authority to allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016**

The Company Secretary announced the poll results in respect of Resolution 11 as follows:-

<b>Resolution</b>	<b>For</b>		<b>Against</b>	
	<b>Number of shares</b>	<b>%</b>	<b>Number of shares</b>	<b>%</b>
<b>Resolution 11</b>	33,332,090	99.9997	100	0.0003

As 33,332,090 shares representing 99.9997% of the total votes cast were in favour of the motion, Resolution 11 was duly passed.

#### **Resolution 12**

#### **Proposed renewal of authority for the purchase by the Company of its own Ordinary Shares**

The Company Secretary announced the poll results in respect of Resolution 12 as follows:-

<b>Resolution</b>	<b>For</b>		<b>Against</b>	
	<b>Number of shares</b>	<b>%</b>	<b>Number of shares</b>	<b>%</b>
<b>Resolution 12</b>	33,335,190	100.00	-	-

As 33,335,190 shares representing 100% of the total votes cast were in favour of the motion, Resolution 12 was duly passed.

**13. CLOSURE**

There being no other business for which due notice had been given, the Meeting was declared closed at 1.15 p.m. with a vote of thanks to the Chair.

**CONFIRMED AS CORRECT RECORD BY**



**CHAIRMAN**

Dated : 19 December 2017

