

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

MINUTES of the Twentieth Annual General Meeting of the Company held at Putra Room 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 Thursday, 4 October, 2018 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 Twentieth Annual General Meeting ("20<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 5 in the notice of the 20<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 20<sup>th</sup> AGM.

**3. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 APRIL 2018**

The Audited Financial Statements for the financial year ended 30 April 2018 and the Reports of the Directors and Auditors having been circulated to all the Members within the prescribed period was taken as read.

The Chairman thereupon invited questions from the floor.

The following questions were raised by Shareholders and addressed by the Chairman:-

1. Mr Ho sought clarification for the reason of paying a dividend of only 1 sen per share for the financial year 2018 compared with previous years. He opined that the proposed bonus issue should not be construed as a reward to replace dividend.

The Chairman informed that the Company endeavours to maximize returns to the Shareholders at all times. The Company has since year 2000 been paying an average dividend of RM2 million per year other than in year 2003 where RM20 million had been paid to the Shareholders via dividend and bonus issues. He also mentioned that for the past 17 years, the Company had paid a cumulative dividend of close to RM 34 million.

He added that in addition to the dividend of 1 sen per share, the Company is proposing a bonus issue of 60,024,000 shares on the basis of 1 Bonus Share for every 1 share held in the current year. The proposed Bonus Issue is subject to the Shareholders approval at an Extraordinary General Meeting to be convened after the conclusion of the AGM.

2. Mr Ho also enquired about on the plan with regard to the treasury shares purchased by the Company and if the treasury shares would be entitled to the bonus shares.

The Chairman informed that currently, the Company holds approximately 5.5 million treasury shares purchased at an average price of RM1.65 per share. The current NTA is about RM4.40 per share compared to its current market price of approximately RM2.00 per share. The Company has the option to sell these treasury shares in the market at a profit and this would benefit the shareholders. Mr Simon suggested that the Company could consider distributing the treasury shares as dividend in specie to the Shareholders.

The treasury shares would be entitled to the bonus shares.

3. Mr Ho also sought clarification on a loan repayment of RM800,000.00 to a Director of the Company.

The Chairman explained that Analabs has purchased a number of properties recently and the rental income from these properties are close to RM100,000 a month. He further explained that he has lent the Company money to purchase these properties interest free and the repayment is in relation to this interest free loan.

4. Mr Ho also noted that the financial performance of the Company has been sliding and profits continue to decline over the years as such he sought clarification on this issue.

The Chairman explained that the Company's performance has generally declined in the last 5 years. For the financial year under review, an impairment was made for a subsidiary company in Singapore which has incurred a loss of RM3 million. He added that the subsidiary companies in Singapore has fully repaid their loans of SGD15 million within 5 years.

5. On the quoted securities, the Chairman informed that the Company's investments are long term investments and comprised mainly of Maybank and OCBC shares which are both highly regulated and they provide regular and good dividend yield. Analabs could use the dividends received to pay the Shareholders a higher dividend. Mr Ho requested Management to exercise caution when making investment as the market is currently very volatile.
6. Next, a shareholder enquired on the impact on the increase in resin price on Coveright Surfaces Malaysia Sdn Bhd ("Coveright") to which Mr MH Kan informed that the increase in price is passed on to the customers. Mr MH Kan informed that he does not foresee the resin price to come down in the near future.

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Currently, 80% of Coveright's products are exported and its main markets are Australasia, Korea and Taiwan. Coveright's forex exposure is minimised as buying and selling are carried out in USD and EURO. Mr MH Kan added that Coveright is a Licensed Manufacturer Warehouse and as such, there is no import duty imposed on the imported goods.

7. On the prawn culture, the Chairman informed that the biggest problem faced by the Company is manpower issue. He added that as a compliment to the prawn farming, the Company has also started to rear tilapia fish on a small scale for sale to restaurants.
8. On the recycle business, the Chairman informed that the Company only deals with local industrial waste and not toxic waste. This segment has been challenging as the waste collected from electronic factories in Penang are on the downtrend.

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

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

"THAT Mr Kan Yow Kheong retiring pursuant to Article 83 of the Company's Articles of Association and being eligible be hereby re-elected as Director of the Company."

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

The following motion for the re-election of Mr Lim Yoke Soo pursuant Company's Articles of Association was put to vote:-

"THAT Mr Lim Yoke Soo retiring pursuant to Article 83 of the Company's Articles of Association and being eligible be hereby re-elected as Director of the Company."

**6. RE-ELECTION OF DIRECTOR PURSUANT TO ARTICLE 83 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 83 of the Company's Articles of Association and being eligible be hereby re-elected as Director of the Company."

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

The following motion for the re-election of Mr Lai Yew Choong pursuant Company's Articles of Association was put to vote:-

"THAT Mr Lai Yew Choong retiring pursuant to Article 83 of the Company's Articles of Association and being eligible be hereby re-elected as Director of the Company."

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

The following motion for the re-election of Mr Low Chin Ann @ Han Chin Ann pursuant Company's Articles of Association was put to vote:-

"THAT Mr Low Chin Ann @ Han Chin Ann retiring pursuant to Article 83 of the Company's Articles of Association and being eligible be hereby re-elected as Director of the Company."

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

The following motion for the re-election of Mr Clifton Heath Fernandez pursuant Company's Articles of Association was put to vote:-

"THAT Mr Clifton Heath Fernandez retiring pursuant to Article 83 of the Company's Articles of Association and being eligible be hereby re-elected as Director of the Company."

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

The following motion for the re-election of Ms Syazwani Binti Muhamad pursuant to Article 85 of the Company's Articles of Association was put to vote:-

"THAT Ms Syazwani Binti Muhamad retiring pursuant to Article 85 of the Company's Articles of Association and being eligible be and is hereby re-elected as Director of the Company."

**11. PAYMENT OF DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDING 30 APRIL 2019**

The Company had proposed a payment of Directors' fees up to RM108,000.00 for the financial year ending 30 April 2019. 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 2019 be hereby approved."

**12. RE-APPOINTMENT OF MESSRS CROWE MALAYSIA AS AUDITORS OF THE COMPANY**

Messrs Crowe Malaysia who was retiring at the 20<sup>th</sup> AGM had given their consent 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 Malaysia be and is hereby re-appointed Auditors at a remuneration to be determined by the Directors.”

**13. AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016 (“the Act”)**

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 Act.

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.”

**14. 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 funds 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."

## 15. POLLING PROCESS

The Company Secretary invited the representative of Symphony Share Registrars Sdn Bhd to explain the procedures of the poll. The poll commenced at 11.50 a.m. and the Meeting was adjourned to 12.40p.m.

## 16. ANNOUNCEMENT OF POLL RESULTS

At 12.40 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.

### Resolution 1

#### Re-election of Mr Kan Yow Kheong pursuant to Article 83 of the Company's Articles of Association

The Company Secretary announced the poll results in respect of Resolution 1 as follows:-

| Resolution   | For              |        | Against          |   |
|--------------|------------------|--------|------------------|---|
|              | Number of shares | %      | Number of shares | % |
| Resolution 1 | 35,658,054       | 100.00 | -                | - |

As 35,658,054 shares representing 100% of the total votes cast were in favour of the motion, Resolution 1 was duly passed.

### **Resolution 2**

#### **Re-election of Mr Lim Yoke Soo pursuant to Article 83 of the Company's Articles of Association**

The Company Secretary announced the poll results in respect of Resolution 2 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 2</b> | 35,658,054              | 100.00   | -                       | -        |

As 35,658,054 shares representing 100% of the total votes cast were in favour of the motion, Resolution 2 was duly passed.

### **Resolution 3**

#### **Re-election of Mr 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 3 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 3</b> | 35,655,054              | 100.00   | -                       | -        |

As 35,655,054 shares representing 100% of the total votes cast were in favour of the motion, Resolution 3 was duly passed.

### **Resolution 4**

#### **Re-election of Mr Lai Yew Choong pursuant to Article 83 of the Company's Articles of Association**

The Company Secretary announced the poll results in respect of Resolution 4 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 4</b> | 35,658,054              | 100.00   | -                       | -        |

As 35,658,054 shares representing 100% of the total votes cast were in favour of the motion, Resolution 4 was duly passed.

**Resolution 5****Re-election of Mr Low Chin Ann @ Han Chin Ann pursuant to Article 83 of the Company's Articles of Association**

The Company Secretary announced the poll results in respect of Resolution 5 as follows:-

| Resolution          | For              |        | Against          |   |
|---------------------|------------------|--------|------------------|---|
|                     | Number of shares | %      | Number of shares | % |
| <b>Resolution 5</b> | 35,657,054       | 100.00 | -                | - |

As 35,657,054 shares representing 100% of the total votes cast were in favour of the motion, Resolution 5 was duly passed.

**Resolution 6****Re-election of Mr Clifton Heath Fernandez pursuant to Article 83 of the Company's Articles of Association**

The Company Secretary announced the poll results in respect of Resolution 6 as follows:-

| Resolution          | For              |        | Against          |   |
|---------------------|------------------|--------|------------------|---|
|                     | Number of shares | %      | Number of shares | % |
| <b>Resolution 6</b> | 35,658,054       | 100.00 | -                | - |

As 35,658,054 shares representing 100% of the total votes cast were in favour of the motion, Resolution 6 was duly passed.

**Resolution 7****Re-election of Ms Syazwani Binti Muhamad pursuant to Article 85 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> | 35,658,054       | 100.00 | -                | - |

As 35,658,054 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 M108,000 for the financial year ending 30 April 2019**

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> | 274,575          | 100.00 | -                | - |

As 274,575 shares representing 100% of the total votes cast were in favour of the motion, Resolution 8 was duly passed.

**Resolution 9****Re-appointment of Messrs Crowe Malaysia as auditors of the Company**

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> | 35,658,054       | 100.00 | -                | - |

As 35,658,054 shares representing 100% of the total votes cast were in favour of the motion, Resolution 9 was duly passed.

**Resolution 10****Authority to allot shares pursuant to Sections 75 and 76 of the Act**

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

| Resolution           | For              |         | Against          |         |
|----------------------|------------------|---------|------------------|---------|
|                      | Number of shares | %       | Number of shares | %       |
| <b>Resolution 10</b> | 35,622,554       | 99.9004 | 35,500           | 0.0996- |

As 35,622,554 shares representing 99.9004% of the total votes cast were in favour of the motion, Resolution 10 was duly passed.

**Resolution 11****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 11 as follows:-

| Resolution           | For              |        | Against          |   |
|----------------------|------------------|--------|------------------|---|
|                      | Number of shares | %      | Number of shares | % |
| <b>Resolution 11</b> | 35,656,554       | 100.00 | -                | - |

As 35,656,554 shares representing 100% of the total votes cast were in favour of the motion, Resolution 11 was duly passed.

**CLOSURE**

There being no other business for which due notice had been given, the Meeting was declared closed at 1.45 p.m. with a vote of thanks to the Chair.

**END**