

**PANSAR BERHAD**  
(Company No. 18904-M)  
(Incorporated in Malaysia)

**SUMMARY OF KEY MATTERS DISCUSSED AT THE  
FORTY-FOURTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT  
TANAHMAS HOTEL, JALAN KAMPUNG NYABOR, SIBU, SARAWAK  
ON MONDAY 6 AUGUST 2018 AT 9.00 A.M.**

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**ATTENDANCE**

1. All members of the Board of Directors
2. Company Secretary
3. Management Team of Pansar Berhad
4. Representative from Messrs. Crowe Malaysia, the External Auditor
5. Representative from Anna Lu & Co, the appointed Independent Scrutineer
6. Shareholders/Proxies/Authorised Representatives/invitees and others as per the attendance list.

**POLL VOTING**

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All the resolutions in the meeting were put to vote by poll. All the votes cast were validated by the appointed independent scrutineer, Anna Lu & Co.

**NOTICE OF MEETING**

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The Notice convening the Meeting was circulated within the prescribed period.

**QUESTIONS RAISED BY MINORITY SHAREHOLDER WATCHDOG GROUP (MSWG)**

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The management's response to the questions raised by MSWG were read out in the meeting.

**AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 MARCH 2018 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON**

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The Audited Financial Statements of the Company for the financial year ended 31 March 2018 together with the Directors' and Auditors' Reports thereon were tabled to the shareholders.

**ORDINARY RESOLUTION 1**

**DECLARATION OF A FIRST AND FINAL SINGLE TIER DIVIDEND OF 1.5 SEN PER ORDINARY SHARES FOR THE FINANCIAL YEAR ENDED 31 MARCH 2018**

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The declaration of a first and final single tier dividend of 1.5 sen per ordinary shares for the financial year ended 31 March 2018 was approved by the shareholders.

The Poll Result noted as follows:

RESOLUTION	FOR		AGAINST	
	NO. OF SHARES	%	NO. OF SHARES	%
<b>ORDINARY RESOLUTION 1</b>	<b>243,516,400</b>	<b>100%</b>	<b>0</b>	<b>0%</b>

#### **ORDINARY RESOLUTION 2**

APPROVAL OF THE PAYMENT OF DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31 MARCH 2018

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The payment of Directors' Fees of RM240,000.00 for the financial year ended 31 March 2018 was approved by the shareholders.

The Poll Result noted as follows:

RESOLUTION	FOR		AGAINST	
	NO. OF SHARES	%	NO. OF SHARES	%
<b>ORDINARY RESOLUTION 2</b>	<b>243,516,400</b>	<b>100%</b>	<b>0</b>	<b>0%</b>

#### **ORDINARY RESOLUTION 3**

APPROVAL FOR THE PAYMENT OF MEETING ALLOWANCE AND ANY OTHER BENEFITS

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The meeting allowance of RM700 per attendance for Board Meeting and RM500 per attendance for Committee Meeting for each director was approved for payment with effect from the date of the passing of this Ordinary Resolution until the next Annual General Meeting.

The Poll Result noted as follows:

RESOLUTION	FOR		AGAINST	
	NO. OF SHARES	%	NO. OF SHARES	%
<b>ORDINARY RESOLUTION 3</b>	<b>243,516,400</b>	<b>100%</b>	<b>0</b>	<b>0%</b>

#### **ORDINARY RESOLUTION 4**

RE-ELECTION OF DATO' JAMES TAI CHEONG @ TAI CHIONG WHO RETIRES PURSUANT TO ARTICLE 86 OF THE COMPANY'S ARTICLES OF ASSOCIATION

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The re-election of Dato' James Tai Cheong @ Tai Chiong as Director of the Company pursuant to Article 86 of the Company's Articles of Association was approved by the shareholders.

The Poll Result noted as follows:

RESOLUTION	FOR		AGAINST	
	NO. OF SHARES	%	NO. OF SHARES	%
<b>ORDINARY RESOLUTION 4</b>	<b>243,516,400</b>	<b>100%</b>	<b>0</b>	<b>0%</b>

**ORDINARY RESOLUTION 5**

RE-ELECTION OF MR LING LEE CHUON @ JAMES LING CHUNG WHO RETIRES PURSUANT TO ARTICLE 86 OF THE COMPANY'S ARTICLES OF ASSOCIATION

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The re-election of Mr Ling Lee Chuon @ James Ling Chung as Director of the Company pursuant to Article 86 of the Company's Articles of Association was approved by the shareholder.

The Poll Result noted as follows:

RESOLUTION	FOR		AGAINST	
	NO. OF SHARES	%	NO. OF SHARES	%
<b>ORDINARY RESOLUTION 5</b>	<b>243,516,400</b>	<b>100%</b>	<b>0</b>	<b>0%</b>

**ORDINARY RESOLUTION 6**

APPOINTMENT OF AUDITORS OF THE COMPANY

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The re-appointment of Messrs. Crowe Malaysia as Auditors of the Company on a remuneration to be determined by the Directors was approved by the shareholders.

The Poll Result noted as follows:

RESOLUTION	FOR		AGAINST	
	NO. OF SHARES	%	NO. OF SHARES	%
<b>ORDINARY RESOLUTION 6</b>	<b>243,516,400</b>	<b>100%</b>	<b>0</b>	<b>0%</b>

**ORDINARY RESOLUTION 7**

AUTHORITY TO ISSUE AND ALLOT SHARES

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The authority for the Directors to issue and allot shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten percent (10%) of the issued share capital of the Company for the time being was approved by the shareholders.

The Poll Result noted as follows:

RESOLUTION	FOR		AGAINST	
	NO. OF SHARES	%	NO. OF SHARES	%
<b>ORDINARY RESOLUTION 7</b>	<b>243,516,400</b>	<b>100%</b>	<b>0</b>	<b>0%</b>

#### **ORDINARY RESOLUTION 8**

**RENEWAL OF AUTHORITY TO PURCHASE ITS OWN SHARES BY THE COMPANY ("PROPOSED SHARE BUY-BACK")**

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The renewal of authority for the Directors of the Company to make purchases of ordinary shares through Bursa Malaysia and to do all acts and to take all such steps as they may deem necessary, and enter into any agreements, arrangements and guarantees with any party or parties to implement, finalise and give full effect to the Proposed Share Buy-Back was approved by the shareholders.

The Poll Result noted as follows:

RESOLUTION	FOR		AGAINST	
	NO. OF SHARES	%	NO. OF SHARES	%
<b>ORDINARY RESOLUTION 8</b>	<b>243,516,400</b>	<b>100%</b>	<b>0</b>	<b>0%</b>

#### **ORDINARY RESOLUTION 9**

**RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE ("PROPOSED SHAREHOLDERS' MANDATE")**

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The approval for the Company and its subsidiaries ("Pansar Group") to enter into any of the categories of recurrent related party transactions of a revenue or trading nature as set out in the Circular to Shareholders dated 6 July 2018 ("the Circular"), with the specific related parties mentioned therein which are necessary for the Pansar Group's day to day operations was approved by the shareholders.

The Poll Result noted as follows:

RESOLUTION	FOR		AGAINST	
	NO. OF SHARES	%	NO. OF SHARES	%
<b>ORDINARY RESOLUTION 9</b>	<b>5,992,400</b>	<b>100%</b>	<b>0</b>	<b>0%</b>

Abstained : 237,524,000 shares

Other than the passing the above resolutions mentioned above, there were no other matters raised by the shareholders of the Company.