

PANTECH GROUP HOLDINGS BERHAD

(Company No. 733607-W)

(Incorporated in Malaysia)

SUMMARY OF 13TH ANNUAL GENERAL MEETING

DATE : **THURSDAY, 25 JULY 2019**

TIME : **11.00 AM**

VENUE : **GRAND BALLROOM 1, LEVEL 11
DOUBLETREE BY HILTON JOHOR BAHRU
12 JALAN NGEE HENG
80000 JOHOR BAHRU, JOHOR**

DIRECTORS PRESENT

Dato' Chew Ting Leng	Executive Chairman/Group Managing Director
Dato' Goh Teoh Kean	Group Deputy Managing Director
Mr Tan Ang Ang	Executive Director
Mr To Tai Wai	Executive Director
Ms Ng Lee Lee	Executive Director
Pn Sakinah Binti Salleh	Non-Independent Non-Executive Director
Mr Lim Yoong Xao	Independent Non-Executive Director
Dato' Sri Yap Tian Leong	Independent Non-Executive Director
Pn Nooraini Binti Mohd Yasin	Independent Non-Executive Director

SECRETARY IN ATTENDANCE

Ms Siew Suet Wei (MAICSA 7011254)

NO OF SHAREHOLDERS PRESENT 68

NO OF PROXIES PRESENT 10

1. CHAIRMAN

Dato' Chew Ting Leng, Executive Chairman/Group Managing Director presided over the Annual General Meeting.

2. QUORUM

The requisite quorum pursuant to Article 73 of the Company's Constitution was met.

3. NOTICE OF MEETING

The Notice of Meeting dated 28 June 2019 having been circulated to the shareholders and advertised in The Star newspaper, was with the consent of the shareholders, taken as read.

4. VOTING BY POLL

Pursuant to the Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of meeting were voted by way of poll.

5. RESOLUTIONS

5.1 Audited Financial Statements

The Company's Audited Financial Statements for the financial year ended 28 February 2019 were for discussion only as the provision of Section 340(1)(a) of the Companies Act, 2016 does not require approval of shareholders. There were no questions raised by the shareholders.

5.2 The Chairman informed that Minority Shareholders Watch Group ("MSWG") had on 4 July 2019 written to the Company seeking clarification on some financial and governance issues. Pantech had furnished MSWG with the appropriate reply and no further queries were received thereafter. For the benefit of all shareholders present, Mr Adrian Tan Ang Ang, the Executive Director read out the questions and answers. MSWG's letter and Pantech's reply is attached as Appendix A of this minutes.

5.3 A total of 8 Ordinary resolutions and 1 Special Resolution were voted by way of poll:

Resolution 1	Payment of Final Single Tier Dividend of 1.0 sen per ordinary share
Resolution 2	Payment of Directors' Fees & Benefits up to the amount of RM200,000 for the financial year ending 29 February 2020
Resolution 3	Re-election of Dato' Chew Ting Leng pursuant to Article 122
Resolution 4	Re-election of Mr To Tai Wai pursuant to Article 122
Resolution 5	Re-election of Puan Sakinah binti Salleh pursuant to Article 122
Resolution 6	Re-appoint Grant Thornton Malaysia as Auditors and to authorise the Directors to fix their remuneration
Resolution 7	Authority to issue shares pursuant to Sections 75 and 76 of the Companies Act, 2016
Resolution 8	Proposed renewal of Share Buy-Back Authority
Resolution 9	Proposed Adoption of new Constitution of the Company

5.4 All the above resolutions were proposed and seconded en-bloc by the shareholders. There were also no questions raised on the resolutions by the shareholders.

5.5 The polling was conducted using the Tricor e-Vote system and the Poll Administrator was Tricor Investor & Issuing House Services Sdn Bhd. The results were verified by Asia Securities Sdn Bhd as Independent Scrutineers.

5.6 **POLL RESULTS**

Resolutions	For		Against		Total Votes	
	No. of Shares	% of votes	No. of Shares	% of votes	No. of Shares	% of votes
1	453,043,037	100.00	0	0.00	453,043,037	100.00
2	452,997,632	99.99	45,405	0.01	453,043,037	100.00
3	453,010,515	99.993	32,522	0.007	453,043,037	100.00
4	450,780,026	99.50	2,263,011	0.50	453,043,037	100.00
5	450,780,026	99.50	2,263,011	0.50	453,043,037	100.00
6	453,010,515	99.993	32,522	0.007	453,043,037	100.00
7	453,011,727	99.993	31,310	0.007	453,043,037	100.00
8	453,010,515	99.993	31,310	0.007	453,041,825	100.00
9	453,011,727	99.993	31,310	0.007	453,043,037	100.00

5.7 Resolutions 1 to 8 were declared carried by the majority of votes polled. Resolution 9 was declared carried by more than 75% of the votes polled.

Dated : 25 July 2019