

MEXTER TECHNOLOGY BERHAD

(Company No. 647673-A)

MINUTES OF THE FOURTEENTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT DEWAN PERDANA, BUKIT KIARA EQUESTRIAN & COUNTRY RESORT, JALAN BUKIT KIARA, OFF JALAN DAMANSARA, 60000 KUALA LUMPUR ON THURSDAY, 27 SEPTEMBER 2018 AT 10.30 A.M.

PRESENT:-

DIRECTORS

Dato' Lim Cheng Poh (*Independent Non-Executive Chairman*)

Sui Diong Hoe (*Managing Director cum Group Chief Executive Officer*)

Mohd Khasan bin Ahmad (*Independent Non-Executive Director*)

Josephie Sui Sze Pin (*Non-Independent Non-Executive Director*)

IN ATTENDANCE

Ms Tai Yuen Ling – Company Secretary

BY INVITATION

As Per Attendance List

The list of shareholders and proxies who attended the Meeting is set out in the Attendance Lists attached and shall form an integral part of this Minutes.

1. CHAIRMAN

The Chairman, Dato' Lim Cheng Poh, extended a warm welcome to the shareholders, proxies and guests present at the Company's Fourteenth Annual General Meeting ("14th AGM"). The Chairman introduced the Board of Directors and the Company Secretary to the shareholders.

2. QUORUM

The Secretary confirmed that a quorum was present. With the requisite quorum being present, the Meeting was called to order at 10.30 a.m.

3. NOTICE

With the consent of the members present, the Notice convening the Meeting having been circulated for the prescribed period was taken as read.

4. SUMMARY OF PROXIES RECEIVED

As part of good governance, the Chairman informed that the Company had received in total 7 proxy forms from shareholders for a total of 71,549,200 ordinary shares representing 22.02% of the total share capital of the Company.

Out of those, none of the shareholders has appointed the Chairman of the Meeting as proxy to vote on their behalf.

The Chairman encouraged the members and/or proxies present to participate at the Annual General Meeting (“AGM”). The Chairman had also demanded for a poll to be taken on all the resolutions pursuant to the Company’s Constitution in accordance with Rule 8.31A of the Ace Market Listing Requirements of Bursa Malaysia. The Chairman further informed that the polling process would be conducted after the deliberation of all items on the Agenda.

The Chairman also informed that the Company has appointed Boardroom Corporate Services (KL) Sdn Bhd as the poll administrators and GovernAce Advisory Sdn Bhd as the Independent Scrutineer to validate the votes cast at this Meeting.

5. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2018 TOGETHER WITH THE REPORTS OF THE DIRECTORS’ AND AUDITORS’ THEREON

The Chairman informed that the Audited Financial Statements for the financial year ended 31 March 2018 is meant for discussion and will not be put to the vote by shareholders of the Company as approval from shareholders is not required.

The Chairman invited questions from the floor and queries in relation to the following issues were duly responded by the Chairman and the Managing Director:-

- Future of the Company and Restrictions in the New Industry
The Company is moving into healthcare industry. There is no new regulation in this industry as made known to the Company in view of the change of Government. In the past, the Company was loss-making due to legacy issues but now the Company is showing a promising growth. It was foreseen that positive results will be shown by LYC Mother & Child Centre Sdn Bhd.
- Current progress of the healthcare centre
The healthcare centre was in operation and it is showing positive results. This is proved by the full booking for November 2018 till January 2019. It may take a while for the business to expand further. The Company was able to achieve approximately 70% to 80% of breakeven revenue.
- Capacity of the senior home living
Currently there are two bungalows being constructed. One bungalow that has been renovated can fit in around 32-33 people whereby the second bungalow which has been confirmed to start its take-in in December 2018 has the same capacity as the first bungalow. The third bungalow has yet to be decided. Total capacity will be approximately 100 people.

After addressing the questions from the floor, the Chairman hereby declared that the Audited Financial Statements of the Company for the financial period ended 31 March 2018 is deemed tabled and received by the shareholders.

Thereafter, the Chairman went through each of the motions set out in the Notice of Meeting.

For Ordinary Resolution 6, a query in relation to the following issue was duly responded to by the Chairman:-

- Plan to allot new shares
The Board is always looking out for new opportunities for expansion. The Board is mindful that the Company has constrained capital thus they try to minimise the need to spend large amount of capital through various ways. If there is a new business opportunity arises and increase of capital is needed, the Board will always seek for the shareholder for approval. The resolution is to provide the Board with the flexibility to allot and issue additional shares up to a maximum of 10%.

6. POLL PROCEDURE

After going through all the motions set out in the Notice of the Meeting, the Chairman briefed the floor on the polling procedures and directed the shareholders and proxies to put their votes. The shareholders and proxies present were then given time to cast their votes.

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The Chairman informed that the outcome of the poll would be announced after a short break as it would take some time for the scrutineers to tabulate the results of the poll. The Meeting was then adjourned at 10.55 a.m. for the votes to be counted and to enable the scrutineers to present their report to the Chairman.

POLL RESULTS

The Meeting resumed at 11.05 a.m. and after obtaining the report from the scrutineers, the Chairman announced the results of the poll as follows:-

Resolution	Votes For		Votes Against		Abstained		Results
	No. of Shares	%	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 1 To approve the payment of Directors' Fees and any benefit payable to the Directors of up to RM295,000 for the financial year ending 31 March 2019.	70,947,200	99.15	0	0	608,000	0.85	CARRIED

It was RESOLVED:-

That the payment of Directors' Fees of up to RM295,000 for the financial year ending 31 March 2019 be and is hereby approved.

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Resolution	Votes For		Votes Against		Abstained		Results
	No. of Shares	%	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 2 To re-elect Dato' Lim Cheng Poh retiring under the Clause 104(1) of the Constitution of the Company.	71,555,200	100.00	0	0	0	0	CARRIED

As the Chairman are deemed interested in the resolution, he invited Encik Mohd Khasan bin Ahmad to take over the Chair during the deliberation of this resolution.

It was RESOLVED:-

That Dato' Lim Cheng Poh be and is hereby re-elected as Director of the Company.

Encik Mohd Khasan bin Ahmad then passed the Chair back to the Chairman.

Resolution	Votes For		Votes Against		Abstained		Results
	No. of Shares	%	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 3 To re-elect Ms Josephie Sui Sze Pin retiring under the Clause 111 of the Constitution of the Company.	71,552,200	99.996	0	0	3,000	0.004	CARRIED

It was RESOLVED:-

That Ms Josephie Sui Sze Pin be and is hereby re-elected as Director of the Company.

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Resolution	Votes For		Votes Against		Abstained		Results
	No. of Shares	%	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 4 To re-appoint Messrs Baker Tilly Monteiro Heng as Auditors of the Company and to authorise the Directors to fix their remuneration.	70,952,200	99.16	0	0	603,000	0.84	CARRIED

It was RESOLVED:-

That the retiring Auditors, Messrs Baker Tilly Monteiro Heng having signified their consent to act, be hereby re-appointed as Auditors at a fee to be fixed by the Directors.

Resolution	Votes For		Votes Against		Abstained		Results
	No. of Shares	%	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 5 Authority under Section 76 of the Companies Act 2016 for the Directors to allot shares or grant rights.	70,952,100	99.1572	100	0.0001	603,000	0.8427	CARRIED

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It was RESOLVED:-

That the Board of Directors are hereby be given the authority under Section 76 of the Companies Act 2016 to allot shares or grant rights.

7. CONCLUSION

There being no other business to be transacted, the Meeting concluded at 11.20 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

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CHAIRMAN