

LYC HEALTHCARE BERHAD
(FORMERLY KNOWN AS MEXTER TECHNOLOGY BERHAD)
(Company No. 647673-A)

MINUTES OF THE FIFTEENTH 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, 26 SEPTEMBER 2019 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 Fifteenth Annual General Meeting ("15th 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 8 proxy forms from shareholders for a total of 69,837,300 ordinary shares representing 21.50% 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 Share Registrars Sdn Bhd (formerly known as Symphony Share Registrars 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 2019 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 2019 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 question from the floor and queries in relation to the following issues were duly responded by the Chairman and the Managing Director:-

- Direction of the Company
The Company is moving into healthcare industry. Although there are still a few legacy businesses when the Company was in the technology industry, but these legacy businesses will eventually be sold off. The Company is not in a rush to get rid of the small subsidiaries as they are still profitable.

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After addressing the question from the floor, the Chairman hereby declared that the Audited Financial Statements of the Company for the financial period ended 31 March 2019 is deemed tabled and received by the shareholders.

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

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.

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 10.45 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 11.00 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 benefits payable to the Directors of up to RM295,000 for the financial year ending 31 March 2020.	69,850,600	99.9997	200	0.0002	0	0	CARRIED

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It was RESOLVED:-

That the payment of Directors' Fees and any benefits payable to the Directors of up to RM295,000 for the financial year ending 31 March 2020 be and is hereby approved.

Resolution	Votes For		Votes Against		Abstained		Results
	No. of Shares	%	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 2 To re-elect Mr Sui Diong Hoe as Director retiring in accordance with Clause 104(1) of the Constitution of the Company.	69,850,800	100.00	0	0	0	0	CARRIED

It was RESOLVED:-

That Mr Sui Diong Hoe be and is hereby re-elected as Director of the Company.

Resolution	Votes For		Votes Against		Abstained		Results
	No. of Shares	%	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 3 To re-appoint Messrs Baker Tilly Monteiro Heng PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	69,850,800	100.00	0	0	0	0	CARRIED

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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 4 Authority under Section 76 of the Companies Act 2016 for the Directors to allot shares or grant rights.	69,850,800	100.00	0	0	0	0	CARRIED

It was RESOLVED:-

That pursuant to Section 76 of the Companies Act 2016, the Directors be and are hereby empowered to allot and issue shares in the Company, at any time, at such price, upon such terms and conditions, for such purpose and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total issued shares/total number of voting shares of the Company (excluding treasury shares) at the time of issue and that the Directors be and are hereby also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next AGM 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 5 Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.	4,418,800	100.00	0	0	65,432,000	0	CARRIED

It was RESOLVED:-

THAT approval be and is hereby given to the Company, to enter and give effect to the recurrent related party transactions of a revenue or trading nature (hereinafter to be referred to as "Recurrent Transactions") with the related party as stated in the Circular to Shareholders dated 31 July 2019 which are necessary for the Company's day-today operations subject further to the following:

- (i) the Recurrent Transactions contemplated are in the ordinary course of business and on terms which are not more favourable to related party than those generally available to the public, and are not to the detriment of the minority shareholders;
- (ii) the approval is subject to annual renewal and shall only continue to be in force until:
 - (a) the conclusion of the next Annual General Meeting of the Company following the forthcoming Annual General Meeting of the Company at which the Proposed New Shareholders' Mandate is approved, at which time it will lapse unless by a resolution passed at the Annual General Meeting the mandate is again renewed;
 - (b) the expiration of the period within which the next Annual General Meeting of the Company after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extensions as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
 - (c) revoked or varied by resolution passed by the shareholders in general meeting, whichever is the earlier; and

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- (iii) the disclosure of value of the Recurrent Transactions conducted pursuant to the Proposed New Shareholders' Mandate in the Annual Report of the Company based on the following information:
 - (a) the type of Recurrent Transactions entered into; and
 - (b) the name of the related party involved in each type of the Recurrent Transactions entered into and their relationship with the Company.

AND THAT the Directors of the Company be and are hereby authorised to do all acts and things to give full effect to the Recurrent Transactions contemplated and/or authorised by this resolution, as the Directors of the Company, in their absolute discretion, deem fit.

7. CONCLUSION

There being no other business to be transacted, the Meeting concluded at 11.10 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD

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CHAIRMAN