

TDM BERHAD
(“TDM” or “the Company”)
[Registration No.: 196501000477 (6265-P)]

MINUTES OF THE FIFTY-SEVENTH ANNUAL GENERAL MEETING (“57TH AGM”) OF TDM BERHAD HELD AT CAMELIA BALLROOM, PAYA BUNGA HOTEL TERENGGANU, JALAN TENGGU EMBONG FATIMAH, OFF JALAN SULTAN ISMAIL, 20200 KUALA TERENGGANU, TERENGGANU ON THURSDAY, 23 JUNE 2022 AT 11.00 A.M.

PRESENT

BOARD OF DIRECTORS

<u>NO</u>	<u>NAME</u>	<u>DESIGNATION</u>
1.	YM Raja Dato’ Idris Raja Kamarudin	Chairman of the Board/ Non-Independent & Non-Executive Director
2.	Tuan Haji Najman bin Kamaruddin	Executive Director
3.	Tuan Haji Mazli Zakuan bin Mohd Noor	Non-Independent & Non-Executive Director
4.	Tuan Haji Burhanuddin Hilmi bin Mohamed @ Harun - <i>via online</i>	Non-Independent & Non-Executive Director
5.	Tuan Haji Azlan bin Md Alifiah	Independent & Non-Executive Director
6.	Encik Mohd Kamaruzaman bin A Wahab	Independent & Non-Executive Director
7.	Tuan Haji Samiun bin Salleh	Non-Independent & Non-Executive Director

IN ATTENDANCE

1.	Encik Badrol bin Abu Bakar	Company Secretary
2.	Encik Wan Muhammad Akmal bin Wan Zawawi	Joint Company Secretary

SENIOR MANAGEMENT

1.	Encik Hasmadi bin Desa	Person In-Charge of Finance
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BY INTIVATION

1.	Mr. Desmond Tseu	Engagement Partner, Ernst & Young PLT
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Poll Administrator : Tricor Investor & Issuing House Services Sdn. Bhd.

Independent Scrutineer : Coopers Professional Scrutineers Sdn. Bhd.

Shareholders/ Proxies/ Corporate Representatives/ Attorneys as per Attendance Lists.

MATTERS DELIBERATED	REMARKS
1.0 OPENING REMARK	
<p>The Company Secretary informed that as conveyed in the Notification and Notice of 57th AGM of TDM dated 28 April 2022, the 57th AGM was restricted to the registered shareholders of TDM, and their authorised representatives acting either as Proxies, Corporate Representatives, or Attorneys.</p>	
2.0 WELCOMING SPEECH BY CHAIRMAN	
<p>On behalf of the Board and Management team, YM Raja Dato' Idris Raja Kamarudin ("Chairman") welcomed and thanked the Shareholders, Corporate Representatives, Proxies and the invited guests to the 57th AGM of TDM Berhad.</p> <p>The Chairman highlighted that this AGM is conducted physically after the Company holding its AGM virtually for the two (2) consecutive years. The Chairman added that the physically AGM is a great platform for the shareholders/proxies to raise their questions, concerns and/or proposals to the Board of Directors as well as to the Management of TDM.</p> <p>The Chairman then introduced members of the Board, the Company Secretaries, Person In-Charge of Finance and the representative from Ernst & Young PLT, who were present to the floor.</p> <p>The Meeting noted that due to some unforeseen and unavoidable circumstances, Tuan Haji Burhanuddin Hilmi bin Mohamed @ Harun, Non-independent & Non-Executive Director, was joining the 57th AGM virtually in the United Kingdom.</p>	
3.0 NOTICE	
<p>The Chairman informed that the Notice of 57th AGM had been sent to all shareholders within the prescribed period and had also been advertised in the press daily edition of the STAR on 28 April 2022.</p> <p>The Notice of the AGM was taken as read.</p>	
4.0 QUORUM	
<p>The Company Secretary confirmed the presence of the requisite quorum for the purpose of the Meeting pursuant to Clause 96 of the Constitution of the Company.</p> <p>The Chairman called the Meeting to order at 11.16 a.m.</p>	

MATTERS DELIBERATED	REMARKS
5.0 PROCEDURES FOR MEETING	
<p>The Chairman highlighted that in accordance with Paragraph 8.92A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 57th AGM must be voted by poll.</p> <p>The Chairman informed that TDM had appointed the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. (“Tricor”), as the Poll Administrator and Coopers Professional Scrutineers Sdn. Bhd. (“CPS”) as the Independent Scrutineer to verify the results of the poll accordingly.</p> <p>The Meeting noted that the poll shall be conducted through electronic voting upon completion of the deliberations of all items to be transacted at the 57th AGM, whilst all resolutions required a simple majority vote of more than 50% of the members or proxies or corporate representatives entitled to attend and vote at the 57th AGM.</p>	
6.0 REMINDER ON Q&A	
<p>The Chairman informed that the questions submitted in the Question Box will be answered during the Questions and Answers session. The Chairman further informed that questions which were similar in nature would be grouped and answers together.</p> <p>The Meeting noted that no question form was submitted in the Question Box prior to the commencement of this Meeting.</p>	
7.0 BUSINESS OF MEETING	
<p>The Chairman proceeded with the business of the Meeting as set out in the Notice in relation to the proposed resolutions for the 57th AGM of TDM.</p> <p>The Chairman informed that the meeting would start with Ordinary Business of the AGM as follows:</p>	
ORDINARY BUSINESS:	
8.0 AGENDA ITEM NO. 1: AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2021 OF TDM BERHAD TOGETHER WITH THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON	
<p>The Chairman informed that the above agenda item was meant for discussion only as Section 340(1) of the Companies Act, 2016 provided that no formal approvals of the shareholders were required. Therefore, the said agenda item was not put forward to the shareholders for voting.</p>	

MATTERS DELIBERATED	REMARKS
<p>The Chairman invited the questions from the floor in relation to the Audited Financial Statements. It was noted that there was no question raised by the shareholders/proxies on this agenda.</p> <p>Without the need to vote, the Chairman declared that the Audited Financial Statements of TDM for the financial year ended 31 December 2021, together with the Reports thereon be received and adopted.</p> <p>The Chairman proceeded to the next Agenda item of the Meeting.</p>	
<p>9.0 AGENDA ITEM NO. 2: ORDINARY RESOLUTION 1 PAYMENT OF THE FINAL SINGLE-TIER DIVIDEND OF 0.35 SEN PER ORDINARY SHARE IN RESPECT OF THE FINANCIAL YEAR ENDED 31 DECEMBER 2021</p>	
<p>The Chairman highlighted to the shareholders that with reference to Section 131 of the Companies Act, 2016, a company may only make a distribution to the shareholders out of available profits if the company is solvent.</p> <p>The Chairman informed that the Board was satisfied that the Company will be solvent as it will be able to pay its debts as and when the debts become due within twelve (12) months immediately after the distribution date which would be announced by the Company after the 57th AGM in accordance with Sections 132(2) and (3) of the Companies Act, 2016.</p> <p>The Chairman invited the questions from the floor in connection with the Ordinary Resolution 1. It was noted that there was no question raised by the shareholders/proxies on this agenda.</p> <p>On the proceeding, the Ordinary Resolution 1 was proposed by Encik Mohamad Azidi bin Mohd Anuar and was seconded by Encik Ahmad Khairunizam bin Abdul Rani, both of whom are proxies.</p> <p>The Chairman then put the following Ordinary Resolution 1 to the Shareholders for voting by poll at the end of the meeting:</p> <p>“THAT the payment of the Final Single-Tier Dividend of 0.35 sen per ordinary share in respect of the financial year ended 31 December 2021 be approved.”</p>	
<p>10.0 AGENDA ITEM NO. 3: ORDINARY RESOLUTIONS 2 & 3 TO RE-ELECT THE RETIRING DIRECTORS PURSUANT TO THE COMPANY'S CONSTITUTION</p>	
<p>The Chairman then proceeds to Agenda No. 3, on Ordinary Resolutions 2 and 3.</p> <p>The Chairman informed that the following Directors, who were retiring pursuant to the Clause 119 of the Company's Constitution, had offered themselves for re-election:</p>	

MATTERS DELIBERATED	REMARKS
<p>(i) Tuan Haji Burhanuddin Hilmi bin Mohamed @ Harun; and (ii) Tuan Haji Azlan bin Md Alifiah.</p> <p>The Meeting noted that the Board had endorsed the recommendation from the Nomination and Remuneration Committee that the Directors who were retiring in accordance with the Company's Constitution were eligible to stand for re-election.</p> <p>The Chairman informed that the justification for the proposed resolutions were explained under Explanatory Notes 3 of the Notice of AGM.</p> <p>The Chairman further informed that the respective profiles of the abovenamed Directors were provided on pages 71 and 72 of TDM's Annual Report 2021.</p> <p>The Chairman invited the questions from the floor in connection with Ordinary Resolution 2 & 3. It was noted that there was no question raised by the shareholders/proxies on these agendas.</p> <p>On the proceeding, the Ordinary Resolution 2 was proposed by Encik Mohd Helmi bin Marzuki and was seconded by Puan Sharifah Norfadhlina binti Syed Jaffar, both of whom are proxies.</p> <p>The Chairman put the following Ordinary Resolution 2 to the Shareholders for voting by poll at the end of the meeting:</p> <p>“THAT Haji Burhanuddin Hilmi bin Mohamed @ Harun, who will be retiring pursuant to Clause 119 of the Constitution, be re-elected as a Director of the Company”.</p> <p>On the proceeding, the Ordinary Resolution 3 was proposed by Puan Wan Nor Hayati binti Wan Daud @ Wan Zaki and was seconded by Encik Wan Rozlan bin Wan Ab Ghani, both of whom are proxies.</p> <p>The Chairman put the following Ordinary Resolution 3 to the Shareholders for voting by poll at the end of the meeting:</p> <p>“THAT Haji Azlan bin Md Alifiah, who will be retiring pursuant to Clause 119 of the Constitution, be re-elected as a Director of the Company.”</p>	
<p>11.0 AGENDA ITEM NO. 4: ORDINARY RESOLUTIONS 4 TO RE-ELECT THE RETIRING DIRECTORS PURSUANT TO THE COMPANY'S CONSTITUTION</p>	
<p>The Chairman informed that Tuan Haji Samiun bin Salleh, who was retiring pursuant to the Clause 118 of the Company's Constitution, had offered himself for re-election.</p> <p>The Meeting noted that the Board had endorsed the recommendation from the Nomination and Remuneration Committee that the Director who was retiring in accordance with the Company's Constitution were eligible to stand for re-election.</p>	

MATTERS DELIBERATED	REMARKS
<p>The Chairman informed that the justification for the proposed resolutions were explained under Explanatory Notes 4 of the Notice of AGM.</p> <p>The Chairman informed that the profile of Tuan Haji Samiun bin Salleh was provided on page 74 TDM's Annual Report 2021.</p> <p>The Chairman invited the questions from the floor in connection with Ordinary Resolution 4. It was noted that there was no question raised by the shareholders/proxies on this agenda.</p> <p>On the proceeding, the Ordinary Resolution 4 was proposed by Puan Haryati binti Mohd Nordin and was seconded by Encik Ahmad Humaizi bin Rawi, both of whom are proxies.</p> <p>The Chairman put the following Ordinary Resolution 4 to the Shareholders for voting by poll at the end of the meeting:</p> <p>“THAT Haji Samiun bin Salleh, who will be retiring pursuant to Clause 118 of the Constitution, be re-elected as a Director of the Company”.</p>	
12.0 AGENDA ITEM NO. 5: ORDINARY RESOLUTION 5 TO APPROVE THE PAYMENT OF DIRECTORS' FEE UP TO AN AMOUNT OF RM765,917.00 FOR THE PERIOD FROM 1 JULY 2022 UNTIL 30 JUNE 2023	
<p>The Chairman proceeded with Ordinary Resolution 5 on the payment of Directors' Fees amounting to RM765,917.00 with effect from 1 July 2022 until 30 June 2023.</p> <p>The Meeting noted that the resolution was to facilitate the payment of the Directors' Fees from 1 July 2022 until 30 June 2023.</p> <p>The Chairman informed that the rationale for the proposed resolution was explained under Explanatory Notes to Item 5 of the Notice of AGM.</p> <p>The Chairman invited the questions from the floor in connection with Ordinary Resolution 5. It was noted that there was no question raised by the shareholders/proxies on this agenda.</p> <p>On the proceeding, the Ordinary Resolution 5 was proposed by Encik Mohd Saifulnizam bin Sulong and was seconded by Puan Noor Wahidah binti Mamat, both of whom are proxies.</p> <p>The Chairman put the following Ordinary Resolution 5 to the Shareholders for voting by poll at the end of the meeting:</p> <p>“THAT the payment of Directors' Fees up to an amount of RM765,917 for the period from 1 July 2022 until 30 June 2023 be approved.”</p>	

MATTERS DELIBERATED	REMARKS
<p>13.0 AGENDA ITEM NO. 6: ORDINARY RESOLUTION 6 TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS TO THE NON-EXECUTIVE DIRECTORS UP TO AN AMOUNT OF RM1,081,830.00 FOR THE PERIOD FROM 1 JULY 2022 UNTIL 30 JUNE 2023</p> <p>The Chairman proceeded with Ordinary Resolution 6 on the payment of the benefits payable to Directors amounting to RM1,081,830.00 with effect from 1 July 2022 until 30 June 2023.</p> <p>The Meeting noted that the resolution was to facilitate payment of the Directors' Benefits from 1 July 2022 until 30 June 2023.</p> <p>The Chairman informed that the rationale for the proposed resolution was explained in Explanatory Notes to Item 6 of the Notice of AGM.</p> <p>The Chairman invited the questions from the floor in connection with Ordinary Resolution 6. It was noted that there was no question raised by the shareholders/proxies on this agenda.</p> <p>On the proceeding, the Ordinary Resolution 6 was proposed by Encik Ahmad Khairunizam bin Abdul Rani and was seconded by Encik Mohamad Azidi bin Mohd Anuar, both of whom are proxies.</p> <p>The Chairman put the following Ordinary Resolution 6 to the Shareholders for voting by poll at the end of the meeting:</p> <p>“THAT the payment of Directors' Benefits to the Non-Executive Directors up to an amount of RM1,081,830 for the period from 1 July 2022 until 30 June 2023 be approved.”</p>	
<p>14.0 AGENDA ITEM NO. 7: ORDINARY RESOLUTION 7 RE-APPOINTMENT OF ERNST & YOUNG PLT AS AUDITORS AND TO AUTHORISE THE DIRECTORS TO FIX THE AUDITORS' REMUNERATION</p> <p>The Chairman informed that the Auditors of the Company, Ernst & Young PLT, had indicated their willingness to continue their services to the Company.</p> <p>The Chairman invited the questions from the floor in connection with Ordinary Resolution 7. It was noted that there was no question raised by the shareholders/proxies on this agenda.</p> <p>On the proceeding, the Ordinary Resolution 7 was proposed by Puan Noor Wahidah binti Mamat and was seconded by Encik Mohd Helmi bin Marzuki, both of whom are proxies.</p> <p>The Chairman put the following Ordinary Resolution 7 to the Shareholders for voting by poll at the end of the meeting:</p> <p>“THAT Ernst & Young PLT be re-appointed as the Auditor of the Company and to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company.”</p>	

MATTERS DELIBERATED	REMARKS
<p>The Chairman informed that the Meeting would now move to discuss the Special Business of the AGM as follows:</p>	
SPECIAL BUSINESS:	
<p>15.0 AGENDA ITEM NO. 8: ORDINARY RESOLUTION 8 AUTHORITY TO ISSUE SHARES OF THE COMPANY PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016</p>	
<p>The Meeting noted that Ordinary Resolution 8 was proposed to seek shareholders' mandate to empower the Directors of the Company to issue new ordinary shares of up to 10% of the total number of issued shares (excluding treasury shares) of the Company.</p> <p>The Chairman informed that the rationale for the proposed mandate is explained in Explanatory Notes to Item 8 of the Notice of AGM.</p> <p>The Chairman invited the questions from the floor in connection with Ordinary Resolution 8. It was noted that there was no question raised by the shareholders/proxies on this agenda.</p> <p>On the proceeding, the Ordinary Resolution 8 was proposed by Encik Ahmad Humaizi bin Rawi and was seconded by Puan Wan Nor Hayati binti Wan Daud @ Wan Zaki, both of whom are proxies.</p> <p>The Chairman put the following Ordinary Resolution 8 to the Shareholders for voting by poll at the end of the meeting:</p> <p>“THAT subject always to the Companies Act, 2016, the Constitution of the Company and approvals from Bursa Malaysia Securities Berhad and any other Governmental/Regulatory Authorities, where such approval is necessary, authority be and is hereby given to the Directors of the Company, pursuant to Sections 75 and 76 of the Companies Act, 2016, to issue and allot shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors of the Company may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being;</p> <p>AND THAT the Directors of the Company be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on the Bursa Malaysia Securities Berhad</p> <p>AND FURTHER THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company.”</p>	

MATTERS DELIBERATED	REMARKS
<p>16.0 AGENDA ITEM NO. 9: ORDINARY RESOLUTION 9 PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE</p>	
<p>The Meeting noted that Ordinary Resolution 9 was proposed to seek shareholders' approval for the proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature.</p> <p>The Chairman informed that the details of the Proposed Renewal of Shareholders' Mandate were set out in the Part A of the Circular to Shareholders dated 28 April 2022.</p> <p>The Chairman reminded those who are deemed interested in the proposal as detailed in the said circular to abstain from voting on the same.</p> <p>The Chairman also highlighted that the Interested Directors were abstained from voting in respect of his direct and indirect interest on the above stated resolution.</p> <p>The Chairman invited the questions from the floor in connection with Ordinary Resolution 9. It was noted that there was no question raised by the shareholders/proxies on this agenda.</p> <p>On the proceeding, the Ordinary Resolution 9 was proposed by Encik Wan Rozlan bin Wan Ab Ghani and was seconded by Puan Haryati binti Mohd Nordin, both of whom are proxies.</p> <p>The Chairman put the following Ordinary Resolution 9 to the Shareholders for voting by poll at the end of the meeting:</p> <p>“THAT, subject always to the Companies Act, 2016, the Constitution of the Company and the Bursa Malaysia Securities Berhad's Main Market Listing Requirements, approval be and is hereby given to the Company and/or its subsidiaries (“the Group”) to enter into all transactions involving the interests of Directors, major shareholders or persons connected with Directors and/or major shareholders of the Group (“Related Parties”) as described in the Part A of the Circular to Shareholders dated 28 April 2022 (“Recurrent RPTs”) provided that such transactions are:-</p> <ul style="list-style-type: none"> (i) recurrent transactions of a revenue or trading nature; (ii) necessary for the day-to-day operations; (iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and (iv) are not to the detriment of the minority shareholders. <p>(“RRPT Mandate”)</p> <p>AND THAT such approval shall continue to be in force until: -</p> <ul style="list-style-type: none"> (a) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at that meeting, the authority is renewed; or 	

MATTERS DELIBERATED	REMARKS
<p>(b) the expiration of the period within which the next Annual General Meeting of the Company is required to be held pursuant to Section 340 of Companies Act, 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act, 2016); or</p> <p>(c) revoked or varied by a resolution passed by shareholders in a general meeting, whichever is earlier and the aggregate value of the Recurrent RPTs be disclosed in the annual report of the Company.</p> <p>AND FURTHER THAT the Directors of the Company be and are hereby authorised to complete and do all such acts, deeds and things as they may consider expedient or necessary (including executing all such documents as may be required) to give effect to the Proposed Renewal of Existing Shareholders' Mandate”</p>	
<p>17.0 AGENDA ITEM NO. 10: ORDINARY RESOLUTION 10 PROPOSED NEW SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE</p>	
<p>The Meeting noted that Ordinary Resolution 10 was proposed to seek shareholders' approval for the proposed new shareholders' mandate for recurrent related party transactions of a revenue or trading nature.</p> <p>The Chairman informed that the details of the Proposed New Shareholders' Mandate were set out in the Part B of the Circular to Shareholders dated 28 April 2022.</p> <p>The Chairman reminded those who are deemed interested in the proposal as detailed in the said circular to abstain from voting on the same.</p> <p>The Chairman also highlighted that the Interested Directors were abstained from voting in respect of his direct and indirect interest on the above stated resolution.</p> <p>The Chairman invited the questions from the floor in connection with Ordinary Resolution 10. It was noted that there was no question raised by the shareholders/proxies on this agenda.</p> <p>On the proceeding, the Ordinary Resolution 10 was proposed by Puan Sharifah Norfadhlinah binti Syed Jaffar and was seconded by Encik Mohd Saifulnizam bin Sulong, both of whom are proxies.</p> <p>The Chairman put the voting for the following Ordinary Resolution 10 to be deferred to the end of the meeting:</p> <p>“THAT, subject always to the Companies Act 2016, the Constitution of the Company and the Bursa Malaysia Securities Berhad Main Market Listing Requirements, approval be and is hereby given to the Company and/or its subsidiaries (“the Group”) to enter into all transactions involving the interests of Directors, major shareholders or persons connected with Directors and/or major shareholders of the Group (“Related Parties”) as described in the Part B</p>	

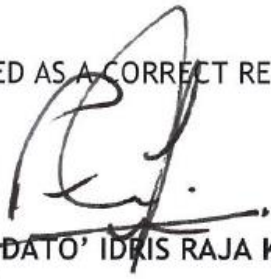
MATTERS DELIBERATED	REMARKS
<p>of the Circular to Shareholders dated 28 April 2022 (“Recurrent RPTs”) provided that such transactions are:-</p> <ul style="list-style-type: none"> (i) recurrent transactions of a revenue or trading nature; (ii) necessary for the day-to-day operations; (iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and (iv) are not to the detriment of the minority shareholders. <p>(“RRPT Mandate”).</p> <p>AND THAT such approval shall continue to be in force until:-</p> <ul style="list-style-type: none"> (a) the conclusion of the next AGM of the Company, at which time it will lapse, unless by a resolution passed at that meeting, the authority is renewed; or (b) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340 of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or (c) revoked or varied by a resolution passed by shareholders in a general meeting. <p>whichever is earlier; and the aggregate value of the Recurrent RPTs be disclosed in the Annual Report of the Company.</p> <p>AND FURTHER THAT the Directors of the Company be and are hereby authorised to complete and do all such acts, deeds and things as they may consider expedient or necessary (including executing all such documents as may be required) to give effect to the Proposed New Shareholders’ Mandate.”</p>	
<p>18.0 AGENDA ITEM NO. 11: ANY OTHER BUSINESS</p>	
<p>Upon the request by the Chairman, the Company Secretary confirmed that no notice for other business had been received.</p>	
<p>19.0 QUESTION & ANSWER SESSION</p>	
<p>The Chairman informed the Meeting that there were questions submitted by Minority Shareholders Watch Group (“MSWG”) prior to the 57th AGM. The Chairman then invited Tuan Haji Najman bin Kamaruddin, Executive Director to read out the questions submitted by the MSWG prior to the Meeting and the answers thereto, details of which were set out in Appendix ‘A’ attached.</p> <p>Thereafter, the Chairman invited the questions from all Shareholders, Corporate Representatives and Proxies during the Meeting, and provided the responses thereto accordingly, details of which were set out in Appendix ‘B’ attached.</p>	

MATTERS DELIBERATED			REMARKS	
20.0 VOTING				
<p>After dealing with all items on the Agenda of the Notice, the Chairman informed that an electronic polling would be conducted for all resolutions set out in the Notice.</p> <p>The Chairman highlighted that he had been appointed as proxy for a number of shareholders and shall vote in accordance with the instructions given.</p> <p>The Chairman then called upon Encik Muhammad Ashraff bin Mohd Khaizan (“Encik Ashraff”), the representative from Tricor Investor and Issuing House Services Sdn. Bhd. as the Poll Administrator to brief on the polling procedures.</p> <p>At 12.00 p.m., the Chairman informed that the Meeting would be adjourned for about 30 minutes for voting by poll and verification of votes and would resume thereafter for the declaration of the poll results.</p>				
21.0 DECLARATION OF POLL RESULTS				
<p>Upon the completion of the vote counting, the Chairman confirmed the poll results that has been verified by CPS, the Independent Scrutineer. The poll results for the proposed Resolutions 1 to 10 of TDM were as follows:</p>				
	Vote For		Vote Against	
Resolution	No. of Shares	%	No. of Shares	%
Ordinary Resolution 1	1,033,592,463	100.0000	0	0.0000
To approve the payment of the Final Single-Tier Dividend of 0.35 sen per Ordinary Share in respect of the financial year ended 31 December 2021.				
Ordinary Resolution 2	1,033,226,881	99.9646	365,582	0.0354
To re-elect Haji Burhanuddin Hilmi bin Mohamed @ Harun as Director of the Company who retire in accordance with Clause 119 of the Constitution of the Company.				
Ordinary Resolution 3	1,033,592,456	100.00	7	0.0000
To re-elect Haji Azlan bin Md Alifiah as Director of the Company who retire in accordance with Clause 119 of the Constitution of the Company.				

MATTERS DELIBERATED					REMARKS
Resolution	Vote For		Vote Against		
	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 4 To re-elect Haji Samiun bin Salleh as Director of the Company who retire in accordance with Clause 118 of the Constitution of the Company.	1,033,226,881	99.9646	365,582	0.0354	
Ordinary Resolution 5 To approve the payment of Directors Fee up to an amount of RM765,917 for the period from 1 July 2022 until 30 June 2023.	1,032,607,456	99.9995	5,007	0.0005	
Ordinary Resolution 6 To approve the payment of Directors Benefits to the Non-Executive Directors up to an amount of RM1,081,830 for the period from 1 July 2022 until 30 June 2023.	1,032,607,456	99.9995	5,007	0.0005	
Ordinary Resolution 7 To re-appoint Ernst & Young PLT as Auditors of the Company for the financial year ending 31 December 2022 and to authorise the Directors to fix their remuneration.	1,033,507,081	99.9917	85,382	0.0083	
Ordinary Resolution 8 Authority to Issue Shares pursuant to Sections 75 and 76 of the Companies Act, 2016.	1,033,592,456	100.0000	7	0.0000	
Ordinary Resolution 9 Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.	4,534,903	99.9998	7	0.0002	

MATTERS DELIBERATED					REMARKS
Resolution	Vote For		Vote Against		
	No. of Shares	%	No. of Shares	%	
Ordinary Resolution 10 Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.	5,514,903	99.9999	7	0.0001	
The Chairman declared that Resolutions 1 to 10 carried.					
22.0 CLOSE OF MEETING					
There being no further business, the Chairman closed the Meeting at 12.30 p.m. and thanked those present for their attendance.					

CONFIRMED AS A CORRECT RECORD



YM RAJA DATO' IDRIS RAJA KAMARUDIN
Chairman

Dated: 23 June 2022