

HCK CAPITAL GROUP BERHAD

(Company No. 484964-H)

[Incorporated in Malaysia]

EXTRACTS OF MINUTES OF THE EIGHTEENTH (18TH) ANNUAL GENERAL MEETING OF THE COMPANY HELD AT WISMA HCK, NO. 6, JALAN 19/1B, SECTION 19, 46300 PETALING JAYA, SELANGOR DARUL EHSAN ON FRIDAY, 23 JUNE 2017 AT 11.00 A.M.

1. CHAIRMAN

Tan Sri Hii Chii Kok @ Hii Chee Kok, the Executive Chairman took the chair and welcomed the shareholders and guests to the 18th Annual General Meeting.

2. QUORUM

Upon confirmation by the Secretary of the presence of the requisite quorum pursuant to Article 64 of the Company's Constitution, the Chairman called the meeting to order.

3. NOTICE OF MEETING

The Notice of Meeting dated 28 April 2017 having been circulated to the shareholders and advertised in the New Straits Times newspaper, was with the consent of the shareholders, taken as read.

The Chairman further informed that pursuant to the Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of meeting are required to be voted by way of poll and the polling process would be conducted after deliberation of all items in the agenda.

4. AUDITED FINANCIAL STATEMENTS AND REPORTS OF DIRECTORS AND AUDITORS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2016

The Company's Audited Financial Statements for the financial year ended 31 December 2016 together with the Directors' and Auditors' Reports thereon, having been circulated to the shareholders, were tabled to the Meeting. The Chairman informed that the Audited Financial Statements were for discussion only as the provision of Section 340(1)(a) of the Companies Act, 2016 does not require formal approval of shareholders. Hence, no voting is required.

The Chairman invited questions from the floor pertaining to the Audited Financial Statements for the year ended 31 December 2016.

As there were no questions raised by the shareholders, it was recorded that the Audited Financial Statements for the financial year ended 31 December 2016 be received by the shareholders.

**5. DIRECTORS' FEES
(Ordinary Resolution 1)**

The following Ordinary Resolution 1 was proposed and seconded:-

‘THAT the payment of Directors’ fees of RM120,000 in respect of the financial year ended 31 December 2016 be approved.’

6. RE-ELECTION OF DIRECTORS

Re-election of Tan Sri Hii Chii Kok @ Hii Chee Kok (Ordinary Resolution 2)

The following Ordinary Resolution 2 was proposed and seconded:-

‘THAT Tan Sri Hii Chii Kok @ Hii Chee Kok who retires pursuant to Article 83 of the Constitution of the Company and being eligible, be hereby re-elected as Director of the Company.’

Re-election of Clifford Hii Toh Leong (Ordinary Resolution 3)

The following Ordinary Resolution 3 was proposed and seconded:-

‘THAT Mr Clifford Hii Toh Leong who retires pursuant to Article 83 of the Constitution of the Company and being eligible, be hereby re-elected as Director of the Company.’

Re-election of Mr Ong Chooi Lee (Ordinary Resolution 4)

The following Ordinary Resolution 4 was proposed and seconded:-

‘THAT Mr Ong Chooi Lee who retires pursuant to Article 83 of the Constitution of the Company and being eligible, be hereby re-elected as Director of the Company.’

**7. RE-APPOINTMENT OF AUDITORS
(Ordinary Resolution 5)**

The following Ordinary Resolution 5 was proposed and seconded:-

‘THAT Crowe Horwath be re-appointed as the Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and that the Directors be authorised to fix their remuneration.’

**8. RE-APPOINTMENT OF DIRECTOR
(Ordinary Resolution 6)**

The following Ordinary Resolution 6 was proposed and seconded:-

‘THAT Tan Sri Prof. Dato’ Dr. Marimuthu a/l Thangaveloo be hereby re-appointed as Director of the Company.’

**9. AUTHORITY TO ISSUE SHARES
(Ordinary Resolution 7)**

The following Ordinary Resolution 7 was proposed and seconded:-

‘THAT pursuant to Section 75 of the Companies Act, 2016, the Directors be and are hereby empowered to issue and allot shares in the Company at any time until the conclusion of the next Annual General Meeting 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 to be issued pursuant to this resolution does not exceed 10% of the issued share capital of the Company for the time being, subject always to the approvals of Bursa Malaysia Securities Berhad and other relevant governmental/regulatory authorities being obtained for the issuance and allotment.’

10. POLLING PROCESS

The Chairman informed that the Company had appointed Insurban Corporate Services Sdn Bhd as poll administrator to conduct the polling process and Leou Associates Plt as Scrutineer to verify and confirm the poll results.

The Secretary briefed the shareholders on the polling procedures and the meeting proceeded to take the poll. Insurban Corporate Services Sdn Bhd then collected the polling slips and conducted the vote counts.

The Meeting was adjourned for about 30 minutes for the conduct of the poll and vote counting.

11. ANNOUNCEMENT OF POLL RESULTS

Based on the poll results verified by the Scrutineer, the Chairman declared all resolutions tabled at the 18th Annual General Meeting carried.

12. CONCLUSION

There being no other business to be transacted, the Chairman declared the 18th Annual General Meeting closed at 12.10 p.m.