

**TIME DOTCOM BERHAD (413292-P)**  
**(Incorporated in Malaysia)**

**SUMMARY OF KEY MATTERS DISCUSSED AT THE 20<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY (“the Meeting”) HELD AT SAUJANA BALLROOM, GROUND FLOOR, SAUJANA RESORT, JALAN LAPANGAN TERBANG SAAS, 40150 SHAH ALAM, SELANGOR DARUL EHSAN ON THURSDAY, 18 MAY 2017 AT 10.00 A.M.**

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1. The audited financial statements of the Company for the financial year ended 31 December 2016 were duly received by the Meeting.
2. Chief Executive Officer's presentation after which the following resolutions were tabled and duly passed at the Meeting:-

**ORDINARY BUSINESS:-**

**Ordinary Resolutions:-**

**Resolution 1**

RESOLVED THAT Encik Abdul Kadir Md Kassim, who retires at the conclusion of the 20th Annual General Meeting of the Company, be and is hereby re-appointed as Non-Independent Non-Executive Director of the Company.

**Resolution 2**

RESOLVED THAT Mr Ronnie Kok Lai Huat, who retires in accordance with Article 94 of the Company's Articles of Association, being eligible and having offered himself for re-election, be and is hereby re-elected as a Director of the Company.

**Resolution 3**

RESOLVED THAT Encik Afzal Abdul Rahim, who retires in accordance with Article 94 of the Company's Articles of Association, being eligible and having offered himself for re-election, be and is hereby re-elected as a Director of the Company.

**Resolution 4**

RESOLVED THAT Mr Mark Guy Dioguardi, who retires in accordance with Article 99 of the Company's Articles of Association, being eligible and having offered himself for re-election, be and is hereby re-elected as a Director of the Company.

**Resolution 5**

RESOLVED THAT Mr Lee Guan Hong, who retires in accordance with Article 99 of the Company's Articles of Association, being eligible and having offered himself for re-election, be and is hereby re-elected as a Director of the Company.

**Resolution 6**

RESOLVED THAT Messrs KPMG PLT be and is hereby re-appointed as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and that the Directors be authorised to determine their remuneration.

## **SPECIAL BUSINESS:-**

### **Ordinary Resolutions:-**

#### **Resolution 7**

RESOLVED THAT subject always to the Companies Act, 2016 and the Articles of Association of the Company, the Directors be and are hereby empowered, pursuant to Sections 75 and 76 of the Companies Act, 2016, to allot shares in the Company from time to time and 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 issued pursuant to this Resolution does not exceed 10% of the issued share capital of the Company for the time being and that such authority shall continue in force until the conclusion of the next Annual General Meeting; and FURTHER THAT the Directors be and are hereby empowered to obtain the approval for the listing and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad.

#### **Resolution 8**

RESOLVED THAT authority be and is hereby given to Mr Ronnie Kok Lai Huat who has served as Senior Independent Non-Executive Director of the Company for a cumulative term of more than 9 years, to continue to act as the Senior Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting of the Company.

#### **Resolution 9**

RESOLVED THAT the aggregate fees payable to the Directors of the Company be hereby increased to an amount not exceeding RM984,000 per annum for the financial year ending 31 December 2017.

#### **Resolution 10**

RESOLVED THAT approval be and is hereby given to the payment of Directors' Benefits to the Non-Executive Directors which include meeting attendance allowance, medical and hospitalisation coverage and other claimable benefits incurred from 1 January 2017 until the Company's next Annual General Meeting.

3. All resolutions set out in the notice of the Meeting were voted by poll. Symphony Share Registrars Sdn Bhd acted as the Poll Administrator to conduct the e-polling process while Mega Corporate Services Sdn Bhd served as Independent Scrutineer to validate the votes cast.

4. The results of the poll on each of the resolutions put to vote at the Meeting are set out below:-

	Total Voted FOR		Total Voted AGAINST		Results
	No. of Shares	%	No. of Shares	%	
<u>Resolution 1</u> Re-appointment of Abdul Kadir Md Kassim as Director	299,702,034	86.0522	48,577,274	13.9478	Carried
<u>Resolution 2</u> Re-election of Ronnie Kok Lai Huat as Director	369,090,408	100	0	0	Carried
<u>Resolution 3</u> Re-election of Afzal Abdul Rahim as Director	374,846,708	100	0	0	Carried
<u>Resolution 4</u> Re-election of Mark Guy Dioguardi as Director	374,846,508	99.9999	200	0.0001	Carried
<u>Resolution 5</u> Re-election of Lee Guan Hong as Director	372,993,396	99.5682	1,617,446	0.4318	Carried
<u>Resolution 6</u> Re-appointment of Messrs KPMG PLT as Auditors	385,601,208	99.9999	300	0.0001	Carried
<u>Resolution 7</u> Authority to Allot Shares Pursuant to Sections 75 and 76 of the Companies Act, 2016	371,417,308	96.348	14,078,100	3.652	Carried

	Total Voted FOR		Total Voted AGAINST		Results
	No. of Shares	%	No. of Shares	%	
<u>Resolution 8</u> Authority for Ronnie Kok Lai Huat to continue in office as Senior Independent Non- Executive Director	374,355,608	100	0	0	Carried
<u>Resolution 9</u> Proposed Increase in Directors' Fees up to an aggregate amount of RM984,000 for the financial year ending 31 December 2017	358,134,108	93.0722	26,657,400	6.9278	Carried
<u>Resolution 10</u> Proposed payment of Directors' Benefits to the Non- Executive Directors	385,601,508	100	0	0	Carried

5. The Meeting closed at 12.20 p.m.