

**SUMMARY OF KEY MATTERS DISCUSSED  
22<sup>nd</sup> ANNUAL GENERAL MEETING**

HELD ON THURSDAY, 26 JULY 2018, 10.00 A.M.  
AT NADIA, CINTA SAYANG GOLD AND COUNTRY RESORT,  
PERSIARAN CINTA SAYANG, SUNGAI PETANI, KEDAH DARUL AMAN

**CHAIRMAN OF MEETING**

Datuk Tan Hiang Joo, the Independent Non-Executive Chairman and Chairman of Remuneration Committee chaired the Twenty-Second (22) Annual General Meeting of the Company (“22<sup>nd</sup> AGM” or “Meeting”).

**NOTICE OF MEETING**

The notice convening the Meeting was taken as read.

**QUORUM**

The requisite quorum for the Meeting was present pursuant to Article 61 of the Articles of Association of the Company.

**WELCOME ADDRESS BY CHAIRMAN OF MEETING**

Datuk Chairman welcomed and thanked the Members of the Company for attending the 22<sup>nd</sup> AGM of the Company. He further introduced the directors, Chief Financial Officer (“CFO”), Company Secretary and Auditors of the Company. Datuk Chairman informed the Members that Dato’ Paduka Haji Ismail Bin Haji Shafie has sent his apologies for absent due to personal health reason.

**CORPORATE PRESENTATION**

At the invitation of Datuk Chairman, Dato’ Beh Huck Lee, the Group Managing Director gave a short presentation on the overview of the Group’s operations, and update the Members on current and future prospects of the Group, which are summarised as below:-

1. The financial year ended 28 February 2018 was described as a “Breakthrough” year for the Group as our overall financial results show the Group’s strategic expansion into Kuala Lumpur’s property market is now delivering strong returns.
2. The “Breakthrough” also refers to the way our expansion strategy is helping to transform the broader Company’s structure and culture in positive ways. In particular, the challenges and benchmarks we are now meeting with our entry into KL are adding new valuable and competitive skills for the Group.
3. In August 2017, Eupe launched Sustainability Plus 2017, the Group’s integrated strategy to become a leader in green eco-design and community building in the property sector. The strategy sets the Group apart from conventional sustainability approaches in the industry because it does not simply focus on compliance or following benchmarks set by others, rather it marks out a clear and consistent leadership framework around sustainable property development.

4. There have been some encouraging signs of a return to consumer confidence and a lift in property sales activity. As the property market in Malaysia is undergoing fundamental change and consumers becoming more discerning, with digital connectivity, property developers must listen and respond effectively to the increasing complex demands and aspirations that property buyers are now expressing. Eupe Group sees staying ahead of change, rather than responding to it, not just a key challenge but a key market opportunity.

The Meeting proceeded with presentation by Mr. Ng Kee Chye, the Group's CFO, on the Group's FY2018 as well as its past 3-years financial performance highlights, segmental revenue, pre-tax profit and financial achievements to the Members. Mr. Ng also briefed the Members on the Group's corporate development plans and the path towards realising the goals.

There was no question raised by the Members on the Group's operations and financial performance, future prospects and corporate development presented by Dato' MD and CFO.

#### **POLLING AND ADMINISTRATIVE MATTERS**

Datuk Chairman informed the Members that pursuant to Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the notice of a general meeting must be voted by poll and the Company is also required to appoint at least one scrutineer to validate the votes cast at the general meeting.

Datuk Chairman further inform that the poll scrutineer for the 22<sup>nd</sup> AGM is Mr. Yip Yih Peng of Mega Business Consultancy.

The poll on all resolutions was conducted after the meeting has deliberated on all resolutions on the agenda.

#### **AUDITED FINANCIAL STATEMENTS OF THE GROUP AND OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 28 FEBRUARY 2018 TOGETHER WITH THE REPORTS OF THE DORECTORS AND THE AUDITORS THEREON**

Datuk Chairman informed the Members of Company that Section 248 of the Companies Act 2016 does not require a formal approval of the shareholders for the Audited Financial Statement of the Group and of the Company for the financial year ended 28 February 2018.

There being no queries and comments from the Members of the Company for the Audited Financial Statements of the Group and of the Company for the financial year ended 28 February 2018, Datuk Chairman then declared that the Audited Financial Statements for the financial year ended 28 February 2018 together with Reports of the Directors and Auditors thereon, be properly laid and received and then proceeded with the remaining resolutions on the Agenda of the 22<sup>nd</sup> AGM.

#### **MEETING ADJOURNED AND POLLING**

After all Resolutions as set out in the Notice of the 22<sup>nd</sup> AGM had been tabled and discussed, Datuk Chairman then informed that there was no other business to be transacted of which due notice had been given in accordance with the Companies Act, 2016.

Datuk Chairman then declared the Meeting adjourned and proceed for the EGM and e-polling to be conducted.

#### **POOL RESULTS**

At the invitation of Datuk Chairman, the Independent Scrutineer announced the polling result as follows:

	ORDINARY RESOLUTIONS	VOTE FOR		VOTE AGAINST		Result	
		No. of shares	%	No. of shares	%		
1.	Directors' fees of RM5,000.00 per month per Non-Executive Director, payable to the Non-Executive Directors with effect from the 1 August 2018 until the conclusion of the next AGM in 2019.	65,403,521	100	0	0	Carried	
2.	Chairmanship allowance of RM5,000.00 per annum per chairman, payable to Board Chairman, Risk Management and Audit Committee Chairman, Nomination Chairman, and Remuneration Chairman, with effect from 1 August 2018 until the conclusion of the next AGM in 2019.	65,637,937	100	0	0	Carried	
3.	Attendance allowance of RM800.00 per trip (for local Directors) or RM1,100.00 per trip (for outstation Directors), payable to the Directors, from 1 August 2018 until the conclusion of the next AGM in 2019.	65,637,937	100	0	0	Carried	
4.	Re-Election of Ms. Kek Jenny, who retire by rotation in accordance with Article 82 of the Constitution of the Company and being eligible, have offered herself for re-election.	65,637,937	100	0	0	Carried	
5.	Re-Election of En. Muhamad Faisal Bin Tajudin, who retire by rotation in accordance with Article 82 of the Constitution of the Company and being eligible, have offered himself for re-election.	65,637,937	100	0	0	Carried	
6.	To re-elect En. Alfian Bin Mohamed Basir, who retires by rotation in accordance with Article 88 of the Constitution of the Company, and being eligible, has offered himself for re-election.	65,637,937	100	0	0	Carried	
7.	To re-appoint Messrs RSM Malaysia as auditors of the Company and to authorise the Directors to fix their remuneration.	65,637,937	100	0	0	Carried	
8.	To approve Datuk Tan Hiang Joo, who has served as an Independent Non-Executive Director ("INED") for more than 12 years, to continue to act as INED of the Company	Tier 1	53,549,405	100	0	0	Carried
		Tier 2	12,088,532	100	0	0	Carried
9.	To approve Ms. Kek Jenny, who has served as an INED for more than 12 years, to continue to act as INED of the Company	Tier 1	53,549,405	100	0	0	Carried
		Tier 2	12,088,532	100	0	0	Carried
10.	Authority to issue and allot shares pursuant to Section 75 and 76 of the Companies Act 2016.	65,637,937	100	0	0	Carried	
11.	Proposed renewal of Authority to purchase its own shares up to 10% of the total number of issued shares in the Company.	65,637,937	100	0	0	Carried	

**CONCLUSION OF MEETING**

Datuk Chairman informed the Members that the Meeting had concluded and declared the Meeting duly closed at 11.40 a.m.

On behalf of the Board of Directors and the Management of the Company, Datuk Chairman thanked the Members for their active participation, support and attendance at the Meeting.