

TALAM TRANSFORM BERHAD

(Company No. 1120-H)
(Incorporated in Malaysia)

Extract of the Minutes of the 94th Annual General Meeting of the Company held at Cubic World Function Hall, 41, Level 3 (1st Floor), Pusat Beli Belah Pandan Kapital, Persiaran MPAJ, Off Jalan Pandan Indah Utama, Pandan Indah, 55100 Kuala Lumpur on Thursday, 25 July 2019 at 11.30 a.m.

PRESENT : Board of Directors
Mr Tsen Keng Yam (*Chairman/Independent Non-Executive Director*)
Tan Sri Dato' (Dr) Ir Chan Ah Chye @ Chan Chong Yoon (*Non-Independent Non-Executive Director*)
Dato' Kamaruddin Bin Mat Desa (*Independent Non-Executive Director*)
Ms Chua Kim Lan (*Executive Director*)
Mr Yaw Chun Soon (*Executive Director*)
Mr Chan Tet Eu (*Executive Director*)

Group Chief Executive Officer

Dato' Mohamad Razali Bin Mohamad Rahim

Shareholders (including corporate representatives and proxies)

As per attendance list

(Total shareholders (including corporate representatives): 57 representing 3,811,049 ordinary shares)

(Total proxies: 41 representing 1,471,256,591 ordinary shares)

By Invitation

As per invitation list

Mr Ong Teng Yan, Partner, Baker Tilly Monteiro Heng ("BTMH")

Ms Ng Jou Yin, Director, BTMH

Mr Ng Kai Yang, BTMH

ABSENT WITH APOLOGY : Datuk Dr Ng Bee Ken (*Independent Non-Executive Director*)

IN ATTENDANCE : Mr Soo Kah Pik – Company Secretary

1.0 QUORUM

The Chairman welcomed all shareholders, proxies and invitees present to the Company's 94th Annual General Meeting ("AGM").

After having confirmed the presence of a quorum with the Company Secretary, the Chairman called the meeting to order.

2.0 NOTICE OF MEETING

The Chairman proposed that the Notice of AGM dated 31 May 2019 (“Notice”) which was circulated to all shareholders on the same date, be taken as read. As requested by the Chairman, Mr Tan Bak Hai, a shareholder, seconded the proposal.

The Chairman informed the meeting that all the resolutions set out in the Notice would be voted by way of poll in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and all votes would be validated by an appointed scrutineer.

He then briefed on Practice 4.2 of the Malaysian Code on Corporate Governance 2017 regarding the application of a two-tier voting process in seeking annual shareholders’ approval to retain an Independent Director with tenure beyond 12 years and also said that Tan Sri Dato’ (Dr) Ir Chan Ah Chye @ Chan Chong Yoon has been identified as the largest shareholder of voting shares in the Company under Tier-1. He said that the Company will apply the two-tier voting process for Resolution 6 pertaining to the proposed retention of himself as an Independent Non-Executive Director of the Company.

He further briefed the shareholders and proxies on the process in tabling and approving the resolutions at the meeting. The polling for all the 12 resolutions would be conducted after the last item on the agenda had been dealt with and all resolutions have been proposed and seconded. He informed that the polling process would be conducted by Securities Services (Holdings) Sdn Bhd (“SS”) as the poll administrator and the poll results would be verified by the scrutineer from Commercial Quest Sdn Bhd (“CQSB”).

3.0 TO RECEIVE THE AUDITED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2019 AND THE REPORTS OF THE DIRECTORS AND AUDITORS THEREON

The Chairman informed the shareholders and proxies that the Audited Financial Statements of the Company for the financial year ended 31 January 2019 and the Reports of the Directors and Auditors thereon (“Audited Financial Statements”) were tabled for discussion purposes only and that shareholders’ approval was not required under the Companies Act 2016.

Before the meeting proceeded further, the Chairman said that the Company’s Executive Director, Ms Chua Kim Lan would present a slide presentation on the projects of the Group. Ms Chua briefed the shareholders on the Group’s upcoming projects, “build then sell” projects, joint venture/asset sale projects as well as construction and/or project management services managed by its subsidiary company. She also showed photos of the site progress and perspective view of the building designs for some of the projects.

After conclusion of the above presentation, the Chairman also informed that a letter dated 3 July 2019 was received from the Minority Shareholder Watchdog Group (“MSWG”). He requested Mr Yaw Chun Soon, the Executive Director to present the queries raised by MSWG and replies given by the Company in relation to strategic & financial and corporate governance matters as per Appendix 1 attached hereto. Mr Yaw welcomed Encik Norhisam bin Sidek from MSWG and then proceeded to present the questions and answers in a slide presentation.

The Chairman then invited questions from the floor regarding the Audited Financial Statements.

As there was no question raised, the Audited Financial Statements were received and noted by the shareholders of the Company.

**4.0 RESOLUTION 1
TO APPROVE THE PAYMENT OF DIRECTORS' FEES OF RM50,000.00 FOR EACH DIRECTOR FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2019**

The Chairman informed that Resolution 1 was on the approval to pay Directors' fees of RM50,000.00 for each Director in respect of the financial year ended 31 January 2019.

The Chairman then invited questions from the floor regarding the Resolution 1. As there was no question on Resolution 1, the Chairman requested for a proposer and seconder for the resolution.

**5.0 RESOLUTION 2
TO APPROVE THE PAYMENT OF NON-EXECUTIVE DIRECTORS' REMUNERATION (EXCLUDING DIRECTORS' FEES) UP TO AN AMOUNT OF RM362,000 FROM 26 JULY 2019 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN THE YEAR 2020**

The Chairman informed that the next resolution was on the approval of the Non-Executive Directors' remuneration (excluding Directors' fees) payable to the four (4) Non-Executive Directors from 26 July 2019 until the next annual general meeting of the Company to be held in the year 2020 and shall be paid on a monthly basis and/or as and when incurred.

The Chairman then invited questions from the floor regarding the Directors' remuneration. As there was no question on Resolution 2, the Chairman requested for a proposer and seconder for the resolution.

**6.0 RESOLUTION 3
TO RE-ELECT THE DIRECTOR, TAN SRI DATO' (DR) IR CHAN AH CHYE @ CHAN CHONG YOON WHO IS RETIRING IN ACCORDANCE WITH ARTICLE 97 OF THE CONSTITUTION (MEMORANDUM AND ARTICLES OF ASSOCIATION) OF THE COMPANY**

The Chairman informed that Resolution 3 was on the re-election of Tan Sri Dato' (Dr) Ir Chan Ah Chye @ Chan Chong Yoon as a Director of the Company who retired in accordance with Article 97 of the Company's Constitution and being eligible for re-election, Tan Sri Chan had offered himself for re-election.

The Chairman then invited questions from the floor on Resolution 3. As there was no question on Resolution 3, the Chairman requested for a proposer and seconder for the resolution.

7.0 RESOLUTION 4
TO RE-ELECT THE DIRECTOR, MS CHUA KIM LAN WHO IS RETIRING IN ACCORDANCE WITH ARTICLE 97 OF THE CONSTITUTION (MEMORANDUM AND ARTICLES OF ASSOCIATION) OF THE COMPANY

The Chairman informed that the next resolution was pertaining to the re-election of Ms Chua Kim Lan as a Director of the Company who retired in accordance with Article 97 of the Company's Constitution and being eligible, Ms Chua had offered herself for re-election.

The Chairman then invited questions from the floor regarding the Resolution 4. As there was no question on Resolution 4, the Chairman requested for a proposer and seconder for the resolution.

8.0 RESOLUTION 5
TO RE-APPOINT MESSRS BAKER TILLY MONTEIRO HENG AS AUDITORS OF THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

The Chairman informed that Resolution 5 was on the re-appointment of Messrs Baker Tilly Monteiro Heng as Auditors of the Company and to authorise the Directors to fix their remuneration.

The Chairman then invited questions from the floor regarding the Resolution 5. As there was no question on Resolution 5, the Chairman requested for a proposer and seconder for the resolution.

The Chairman informed that the next agenda on the Special Business was pertaining to the retention of himself as an Independent Non-Executive Director of the Company and he requested that Tan Sri Chan to chair the meeting for this agenda.

9.0 SPECIAL BUSINESS

9.1 RESOLUTION 6
ORDINARY RESOLUTION - PROPOSED RETENTION OF MR TSEN KENG YAM AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Tan Sri Chan took over the chair and informed the meeting that this resolution was pertaining to the retention of the Chairman, Mr Tsen Keng Yam as an Independent Non-Executive Director ("INED") of the Company and to continue to act as an INED until the conclusion of the next AGM of the Company notwithstanding that he had been in that capacity for a cumulative term of more than 12 years. He said that pursuant to the Malaysian Code on Corporate Governance 2017, the Company will apply the two-tier voting process for this resolution.

Tan Sri Chan then invited questions from the floor regarding the Resolution 6. As there was no question on Resolution 6, Tan Sri Chan requested for a proposer and seconder for the resolution. Tan Sri Chan handed over the chair back to the Chairman to continue with the other business on the agenda

9.2 RESOLUTION 7

ORDINARY RESOLUTION - PROPOSED RETENTION OF DATO' KAMARUDDIN BIN MAT DESA AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr Tsen took over the chair and informed that the next resolution was pertaining to the retention of Dato' Kamaruddin Bin Mat Desa as an Independent Non-Executive Director ("INED") of the Company and to continue to act as an INED until the conclusion of the next AGM of the Company notwithstanding that he had been in that capacity for a cumulative term of more than 9 years.

The Chairman then invited questions from the floor regarding the Resolution 7. As there was no question on Resolution 7, the Chairman requested for a proposer and seconder for the resolution.

9.3 RESOLUTION 8

ORDINARY RESOLUTION - PROPOSED RETENTION OF DATUK DR NG BEE KEN AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Mr Tsen informed that the next resolution was pertaining to the retention of Datuk Dr Ng Bee Ken as an Independent Non-Executive Director ("INED") of the Company and to continue to act as an INED until the conclusion of the next AGM of the Company notwithstanding that he had been in that capacity for a cumulative term of more than 9 years.

The Chairman then invited questions from the floor regarding the Resolution 8. As there was no question on Resolution 8, the Chairman requested for a proposer and seconder for the resolution.

9.4 RESOLUTION 9

ORDINARY RESOLUTION - AUTHORITY TO ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

The Chairman informed the meeting that Resolution 9 was on the authority given to the Directors to issue and allot shares in the Company provided that the aggregate number of shares to be issued does not exceed 10% of the total number of issued shares of the Company pursuant to the provision of Sections 75 and 76 of the Companies Act 2016.

The Chairman then invited questions from the floor regarding the Resolution 9. As there was no question on Resolution 9, the Chairman requested for a proposer and seconder for the resolution.

**9.5 RESOLUTION 10
ORDINARY RESOLUTION - PROPOSED RENEWAL OF SHAREHOLDERS'
MANDATE FOR EXISTING RECURRENT RELATED PARTY TRANSACTIONS
OF A REVENUE OR TRADING NATURE ("PROPOSED SHAREHOLDERS'
MANDATE I")**

The Chairman informed that the next 2 resolutions were to consider the Proposed Shareholders' Mandate for the Company and its subsidiary companies to enter into recurrent transactions of a revenue or trading nature with related parties, the details of which were set out in the Circular to Shareholders dated 31 May 2019.

He further informed that there were 2 ordinary resolutions for the Proposed Shareholders' Mandate because 2 classes of related parties would be seeking mandate for the Recurrent Related Party Transactions involving their respective interest ie. IJM Corporation Berhad and person connected with them under Proposed Shareholders' Mandate I and Tan Sri Dato' (Dr) Ir Chan Ah Chye @ Chan Chong Yoon and person connected with him & Directors of the Company and person connected with them under Proposed Shareholders' Mandate II.

The Chairman then proceeded with the next resolution to consider the Proposed Shareholders' Mandate I for the Company and its subsidiary companies to enter into recurrent transactions of a revenue or trading nature with the related parties.

The Proposed Shareholders' Mandate I would enable the Group in its ordinary course of business, to enter into transactions with the related parties, provided that such transactions are in the ordinary course of business and undertaken at arms' length, on normal commercial terms of the Group which are not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.

The Chairman then invited questions from the floor regarding the Resolution 10. As there was no question on Resolution 10, the Chairman requested for a proposer and seconder for the resolution.

**9.6 RESOLUTION 11
ORDINARY RESOLUTION - PROPOSED RENEWAL OF SHAREHOLDERS'
MANDATE FOR EXISTING RECURRENT RELATED PARTY TRANSACTIONS
OF A REVENUE OR TRADING NATURE ("PROPOSED SHAREHOLDERS'
MANDATE II")**

The Chairman informed that Resolution 11 was on the Proposed Shareholders' Mandate II for the Company and its subsidiary companies to enter into recurrent transactions of a revenue or trading nature with the related parties.

The Proposed Shareholders' Mandate II would enable the Group, in its ordinary course of business, to enter into transactions with the related parties, provided that such transactions are in the ordinary course of business and undertaken at arms' length, on normal commercial terms of the Group which are not more favourable to the related parties than those generally available to the public and are not detrimental to the minority shareholders of the Company.

The Chairman then invited questions from the floor regarding the Resolution 11. As there was no question on Resolution 11, the Chairman requested for a proposer and seconder for the resolution.

9.7 RESOLUTION 12
SPECIAL RESOLUTION - PROPOSED ADOPTION OF NEW CONSTITUTION OF THE COMPANY

The Chairman informed the meeting that Special Resolution 12 was on the Proposed Adoption of New Constitution of the Company.

The Proposed Adoption of New Constitution is to streamline the Company's existing Constitution to be in line with the Companies Act 2016 and Bursa Malaysia Securities Berhad Listing Requirements as well as to enhance administrative efficiency.

The Chairman then invited questions from the floor regarding the Resolution 12. As there was no question on Resolution 12, the Chairman requested for a proposer and seconder for the resolution.

10.0 POLL PROCESS

Before commencement of poll voting, Puan Wan Rohati binti Wan Zaki from CQSB was invited to explain the polling process to the shareholders and proxies present. The shareholders and proxies were then advised to complete the poll forms which were provided to them during registration and drop the poll forms into the ballot box prepared by SS upon completion of the casting of votes.

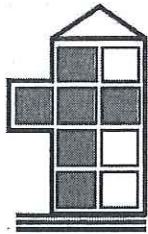
After the polling process has completed, the Chairman declared the poll closed and the meeting adjourned for 30 minutes for the counting of the votes. He then invited the shareholders and proxies to the foyer for refreshments while the votes were being counted and verified by SS and CQSB respectively.

11.0 POLL RESULTS

The Chairman welcomed the shareholders and proxies back to the meeting to announce the results of the poll. He informed the meeting that he had received the poll results in respect of the resolutions which have been tabled and deliberated at the AGM. Based on the polling results attached hereto as Appendix 2, he announced that all the 12 resolutions as set out in the Notice were carried.

12.0 TERMINATION

There being no further business, the meeting was terminated at 1.30 p.m. with a vote of thanks to the Chair.



Talam Transform Berhad

(Formerly known as Trinity Corporation Berhad) (Company No: 1120-H)

(INCORPORATED IN MALAYSIA)

MENARA MAXISEGAR, JALAN PANDAN INDAH 4/2,

PANDAN INDAH, 55100 KUALA LUMPUR.

TEL: 03-4291 2298 FAX: 03-4297 7224

Appendix 1

Date: 24 July 2019

Minority Shareholder Watchdog Group

Tingkat 11, Bangunan KWSP

3, Changkat Raja Chulan,

Off Jalan Raja Chulan

50200 Kuala Lumpur

Attention.: **Mr Devanesan Evanson**
Chief Executive Officer

Dear Sir,

Re : 94th Annual General Meeting of Talam Transform Berhad to be held on Thursday, 25 July 2019

Thank you for your letter dated 3 July 2019.

We are pleased to provide our replies to your queries as stated below:-

Strategic and Financial Matters

1. *The Group's construction revenue has increased significantly from RM6.5 million in FY2018 to RM34 million in FY2019, an increase of RM27.5 million or 423.1%.*

(a) *What is the average gross profit margin from the construction revenue in FY2019 and FY2018?*

Answer:

The gross profit margins from the construction revenue in FY2019 and FY2018 are 4.9% and 4.5% respectively.

(b) *How competitive is the Company's gross profit margin from construction revenue vis a vis industry averages?*

Answer:

The Star Online published on 12 Dec 2018, had reported that research house, UOB Kay Hian Research had said that the industry margins for contractors in the construction sector were expected in the range of 5%-6%.

Our construction margin may be slightly lower compared to the industry average but our terms are more favourable as our margins are on a cost plus basis and hence, there will be no risk on cost overrun at all.

- (c) *Has the Group been successful in securing more contracts for FY2020. If yes, what is the amount?*

Answer:

For FY2020 up to present, the Group has not secured further contracts other than a variation order on an existing contract amounting to RM1.3 million. However, the Group is in advanced negotiations to secure additional contracts in the region of RM20 million for the current financial year end. As at 31 January 2019, the Group still has an order book of RM95.7 million.

2. *The Group disposed Cekap Mesra Development Sdn Bhd ("CMDSB") and Maxisegar Construction Sdn Bhd ("MCSB") for a cash consideration of RM5 and RM1 respectively. (page 137 of the Annual Report).*

- (a) *What was the reason for the disposal and why at such low nominal prices?*

Answer:

CMDSB was a 50.005% subsidiary of the Group. The project it was involved in has been completed and the company has long ceased operation. The Group has no plans to inject further business into this company as it only holds 50.005% and as it no longer contributes positively to the Group, management decided to dispose the company together with MCSB since it holds some shares in CMDSB. In view that CMDSB has negative shareholders' funds, it was disposed at a nominal sum of RM5.00. MCSB was a 100% subsidiary of the Group and has been consistently incurring operational losses for the past several years. On top of that, MCSB's project has also been completed several years ago.

- (b) *Who are the buyers of these two companies?*

Answer:

Maxdale (M) Sdn Bhd is the buyer of both these companies. None of its directors or shareholders are related to the Group.

3. *The Company has executed a Global Settlement Agreement ("GSA") with WCE Holdings Berhad on the amount due from WCE Group. (page 170 of the Annual Report)*

- (a) *Please highlight the key points outlined in the GSA.*

Answer:

The key points of the Global Settlement Agreement dated 27 March 2019 ("GSA") between WCE Holdings Berhad ("WCE") and the Company are as follows:-

- (i) WCE agreed to pay the Company the sum of RM38,346,643.00 as compensation for the monetary losses suffered by the Company on the land auctioned by Bangkok Bank Berhad.

(ii) The Company agrees to pay WCE and its related corporations a sum of RM19,042,983.00 owing by the Company .

(iii) The parties agreed to set-off the amount of claim by the Company for monetary losses for land auctioned by Bangkok Bank Berhad of RM38,346,643.00 against the amount owing to WCE of RM19,042,983.00 and resulting in a net amount owing to the Company by WCE of RM19,303,660.00.

(b) *Has the Company received the RM38.35 million compensation from WCE? If not, when is the amount expected to be received?*

Answer:

The balance amount of RM19,303,660.00 has been fully settled as at this date.

4. *The Group's investment properties are valued at RM193.5 million as per the Group's Balance Sheet as at FY2019.*

The fair value of the investment properties ("IP") based on the directors' estimation using the sales comparison approach and in reference to market indication of recently transacted similar properties or asking prices of those that are currently offered for sale in the vicinity is RM382.6 million. (page 131 of Annual Report)

Why are the investment properties not valued at fair value at RM382.6 million as this will give a fairer reflection of the Group's financial assets especially since such valuation basis is allowable under MFRS 140 Investment Properties?

Answer:

Under MFRS 140 Investment Properties, the Group could choose whether to measure investment properties using the fair value model or cost model.

The Group had chosen the cost model to measure investment properties. This is because the fair value model would require a full and detailed valuation on all the investment properties to be performed regularly. A valuation exercise of this scale would incur a huge amount of cost and actual cash out-flow. To do this on a recurring basis would add a tremendous cost and additional burden on the Group's cash flows and results.

Corporate Governance Matters

1. *The Company stated that it departed Practice 4.1 of the Malaysian Code on Corporate Governance ("MCCG") for not having at least half of the Board members as Independent Directors.*

Can the Board provide the measures taken, and timeframe required, to comply with Practice 4.1?

Answer:

The Company has complied with Chapter 15.02 (1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad to have at least 2 Directors or 1/3 of its Board,

whichever is higher, to be Independent Directors. Therefore, the current composition of the Independent Directors is of the appropriate size for the Company ie. 3 out of 7 directors and is close to 50% of the Board members. However, the Board takes cognizance of Practice 4.1 of MCCG by having at least half of the Board members to be Independent Directors and endeavour to comply with the best practice when required.

2. *The Company in its CG Report stated that it had applied Practice 12.3 of Malaysian Code of Corporate Governance ("MCCG"). Practice 12.3 refers to facilitating or providing platform for shareholders to vote and participate at the General Meeting without being physically present at the Company's AGM.*

Based on the Company's explanation that "the Company's General Meetings have been held near the city center and not in remote locations", the Company has not applied the Practice.

Please take note.


Answer:

We thank you for highlighting this point and we take note that the Company has yet to facilitate or provide platform for shareholders to vote and participate at the General Meeting without being physically present at the Company's AGM. Practice 12.3 of MCCG has not been applied as it involves technological support and resources to ensure the integrity, security and accuracy of the voting process. However, we wish to clarify that the Company's General Meetings have been held near city centre and not in remote locations to ensure easy and convenient access to the shareholders to attend the annual General Meeting.

We trust that the above responses clarify your queries.

Thank you.

Yours faithfully,
For and behalf of
TALAM TRANSFORM BERHAD


YAW CHUN SOON
Executive Director

Company Name : **TALAM TRANSFORM BERHAD**
(1.120-H)
Type Of Meeting : **94TH ANNUAL GENERAL MEETING**
Venue Of Meeting : **CUBIC WORLD FUNCTION HALL, 41, LEVEL 3 (1ST FLOOR), PUSAT BELI BELAH PANDAN KAPITAL, PERSTARAN MPAJ, OFF JALAN PANDAN INDAH UTAMA, PANDAN INDAH, 55100 KUALA LUMPUR**
Date & Time of Meeting : **25 JULY 2019 AT 11:30 A.M.**

Votes Summary Report

Resolution (s)	Total Securities	Total Percentage
Resolution 1 To approve the payment of Directors' fees of RM50,000 for each Director for the financial year ended 31 January 2019 (2018:RM40,000 for each Director).	For 1,472,321,798 Against 635,300 Total 1,472,957,098	99.96 0.04 100.00
Resolution 2 To approve the payment of Non-Executive Directors' remuneration (excluding Directors' fees) up to an amount of RM362,000 from 26 July 2019 until the next Annual General Meeting of the Company to be held in the year 2020.	For 1,472,766,798 Against 635,300 Total 1,473,402,098	99.96 0.04 100.00
Resolution 3 To re-elect the Director, Tan Sri Dato' (Dr) Ir Chan Ah Chye @ Chan Chong Yoon, who is retiring in accordance with Article 97 of the Constitution (Memorandum and Articles of Association) of the Company.	For 1,472,872,098 Against 530,000 Total 1,473,402,098	99.96 0.04 100.00
Resolution 4 To re-elect the Director, Ms Chua Kim Lan who is retiring in accordance with Article 97 of the Constitution (Memorandum and Articles of Association) of the Company.	For 1,472,872,098 Against 530,000 Total 1,473,402,098	99.96 0.04 100.00
Resolution 5 To re-appoint Messrs Baker Tilly Monteiro Heng as Auditors of the Company and to authorise the Directors to fix their remuneration.	For 1,473,402,098 Against 0 Total 1,473,402,098	100.00 0.00 100.00

Company Name : **TALAM TRANSFORM BERHAD**
(1120-H)

Type Of Meeting : **94TH ANNUAL GENERAL MEETING**

Venue Of Meeting : **CUBIC WORLD FUNCTION HALL, 41, LEVEL 3 (1ST FLOOR), PUSAT BELI BELAH PANDAN KAPITAL, PERSIARAN MPAJ, OFF JALAN PANDAN INDAH UTAMA, PANDAN INDAH, 55100 KUALA LUMPUR**

Date & Time of Meeting : **25 JULY 2019 AT 11:30 A.M.**

Votes Summary Report

Resolution (s)

Tier 1 - Large Holders

Resolution 6

Special Business : Ordinary Resolution - Proposed retention of Mr Tsen Keng Yam as Independent Non- Executive Director.

	Total Securities	Total Percentage
For	1,265,871,048	100.00
Against	0	0.00
Total	1,265,871,048	100.00

Tier 2 - Other Holders

Resolution 6

Special Business : Ordinary Resolution - Proposed retention of Mr Tsen Keng Yam as Independent Non- Executive Director.

For	207,530,750	100.00
Against	300	0.00
Total	207,531,050	100.00

Resolution 7

Special Business : Ordinary Resolution - Proposed retention of Dato' Kamaruddin Bin Mat Desa as Independent Non- Executive Director.

For	1,472,871,798	99.96
Against	530,300	0.04
Total	1,473,402,098	100.00

Resolution 8

Special Business : Ordinary Resolution - Proposed retention of Datuk Dr Ng Bee Ken as Independent Non- Executive Director.

For	1,472,871,798	99.96
Against	530,300	0.04
Total	1,473,402,098	100.00

Resolution 9

Special Business : Ordinary Resolution - Authority to issue shares pursuant to Section 75 and 76 of the Companies Act 2016.

For	1,473,302,083	99.99
Against	100,000	0.01
Total	1,473,402,083	100.00

Resolution 10

Special Business : Ordinary Resolution - Proposed renewal of shareholders' mandate for existing recurrent related party transactions of a revenue or trading nature ("Proposed Shareholders' Mandate I")

For	1,380,461,566	99.99
Against	100,000	0.01
Total	1,380,561,566	100.00

Company Name : **TALAM TRANSFORM BERHAD**
(1120-H)

Type Of Meeting : 94TH ANNUAL GENERAL MEETING

Venue Of Meeting : CUBIC WORLD FUNCTION HALL, 41, LEVEL 3 (1ST FLOOR), PUSAT BELI BELAH PANDAN KAPITAL, PERSIARAN MPAJ, OFF JALAN PANDAN INDAH UTAMA, PANDAN INDAH, 55100 KUALA LUMPUR

Date & Time of Meeting : 25 JULY 2019 AT 11:30 A.M.

Votes Summary Report

Resolution (s)

Resolution 11

Special Business : Ordinary Resolution - Proposed renewal of shareholders' mandate for existing recurrent related party transactions of a revenue or trading nature ("Proposed Shareholders' Mandate II")

Resolution 12

Special Resolution : Proposed Adoption of New Constitution of the Company.

	Total Securities	Total Percentage
For	206,864,486	99.95
Against	100,000	0.05
Total	<u>206,964,486</u>	<u>100.00</u>
For	1,472,872,083	100.00
Against	0	0.00
Total	<u>1,472,872,083</u>	<u>100.00</u>