

TALAM TRANSFORM BERHAD
[Company No. (192001000012 (1120-H))]
(Incorporated in Malaysia)

Extract of Minutes of the 95th Annual General Meeting of the Company held at Pusat Konvensyen, Triumph Convention Centre, Lot 1.01, Level 1, Menara Maxisegar, Jalan Pandan Indah 4/2, Pandan Indah, 55100 Kuala Lumpur on Tuesday, 29 September 2020 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*)
Datuk Dr Ng Bee Ken (*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): 58 representing 1,380,346, 473 ordinary shares)
(Total proxies: 17 representing 1,379,039,879 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 Cheong Yeat Hwang, BTMH
Ms Yoong Xue Li, BTMH

IN ATTENDANCE : Mr Soo Kah Pik – Company Secretary

1.0 QUORUM

The Chairman welcomed all shareholders, proxies and invitees present to the Company's 95th 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 28 August 2020 ("Notice") which was circulated to all shareholders on the same date, be taken as read. As requested by the Chairman, Ms Wong Swee Keng, 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 and persons connected to him 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 7 and Resolution 8 pertaining to the proposed retention of Dato' Kamaruddin Bin Mat Desa and himself as Independent Non-Executive Directors 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 PERIOD ENDED 31 MARCH 2020 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 period ended 31 March 2020 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, informed that a letter dated 17 September 2020 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 the replies given by the Company in relation to strategic & financial and corporate governance matters as per Appendix 1 attached hereto. Mr Yaw welcomed Mr Lee Chee Meng from MSWG to the meeting and then proceeded to present the queries and replies 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 RM25,000.00 FOR EACH DIRECTOR FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2020

The Chairman informed that Resolution 1 was on the approval to pay Directors' fees of RM25,000.00 for each Director in respect of the financial period ended 31 March 2020.

The Chairman then invited questions from the floor regarding the Resolution 1.

Mr Lee Chee Meng from MSWG raised the following question and was duly replied by Mr Yaw Chun Soon:-

Question

Are the Executive Directors also being paid the Directors' Fees because it is normally paid to Non-Executive Directors while the Executive Directors are normally paid salary? If they also receive the Directors' Fee, TTB should consider restructuring the remuneration package of the Executive Directors to include their fee entitlement in their salary instead so that only the Non-Executive Directors are paid the Directors' Fee. Or could it be that the Directors' Fees come from subsidiary companies?

Answer

The policy on the Directors' Fees defers from one public listed company ("PLC") to another PLC. The Executive Directors are also paid Directors' Fees from TTB only and not from any of its subsidiary companies even though they are also appointed as directors of some of TTB's subsidiaries. Therefore, their additional responsibilities are compensated from the Directors' Fees payable by TTB which also forms part of their comprehensive remuneration package.

As there was no further question on Resolution 1, the Chairman requested for a proposer and seconder for the resolution.

**5.0 RESOLUTION 2
TO APPROVE THE PAYMENT OF ADDITIONAL NON-EXECUTIVE DIRECTORS' REMUNERATION (EXCLUDING DIRECTORS' FEES) UP TO AN AMOUNT OF RM52,000 FROM 1 AUGUST 2020 UNTIL 29 SEPTEMBER 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 1 August 2020 until 29 September 2020 following the change of the Company's financial year end from 31 January to 31 March comprising of additional 2 months of fixed monthly allowance and meeting allowance for 1 additional Board of Directors' meeting payable to the Directors.

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 APPROVE THE PAYMENT OF NON-EXECUTIVE DIRECTORS' REMUNERATION (EXCLUDING DIRECTORS' FEES) UP TO AN AMOUNT OF RM312,000 FROM 30 SEPTEMBER 2020 UNTIL THE NEXT ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN THE YEAR 2021**

The Chairman informed that Resolution 3 was on the approval to pay Non-Executive Directors' remuneration (excluding directors' fees) up to an amount of RM312,000 from 30 September 2020 until the next annual general meeting of the Company to be held in year 2021.

The Chairman then invited questions from the floor regarding the 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, MR TSEN KENG YAM WHO IS RETIRING
IN ACCORDANCE WITH CLAUSE 110 OF THE CONSTITUTION OF THE
COMPANY**

Tan Sri Chan took over the chair and informed the meeting that this resolution was pertaining to the re-election of the Chairman, Mr Tsen Keng Yam as a Director of the Company who retired in accordance with Clause 110 of the Company's Constitution and being eligible, Mr Tsen had offered himself for re-election.

Tan Sri Chan then invited questions from the floor regarding the Resolution 4. As there was no question on Resolution 4, 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.

**8.0 RESOLUTION 5
TO RE-ELECT THE DIRECTOR, DATO' KAMARUDDIN BIN MAT DESA
WHO IS RETIRING IN ACCORDANCE WITH CLAUSE 110 OF THE
CONSTITUTION OF THE COMPANY**

The Chairman informed that the next resolution was pertaining to the re-election of Dato' Kamaruddin Bin Mat Desa as a Director of the Company who retired in accordance with Clause 110 of the Company's Constitution and being eligible, Dato Kamaruddin had offered himself for re-election.

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.

**9.0 RESOLUTION 6
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 6 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 6. As there was no question on Resolution 6, 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.

10.0 SPECIAL BUSINESS

10.1 RESOLUTION 7

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 7. As there was no question on Resolution 7, 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.

10.2 RESOLUTION 8

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 12 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.

10.3 RESOLUTION 9

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 9. As there was no question on Resolution 9, the Chairman requested for a proposer and seconder for the resolution.

**10.4 RESOLUTION 10
ORDINARY RESOLUTION - AUTHORITY TO ISSUE SHARES PURSUANT TO
SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016**

The Chairman informed the meeting that Resolution 10 was pertaining to 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 20% of the total number of issued shares of the Company pursuant to the provision of Sections 75 and 76 of the Companies Act 2016. Such authority shall commence immediately upon the passing of this resolution and Special Resolution 12 and shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

He further explained that Resolution 10 is intended to renew the authority granted to the Directors of the Company at the 94th Annual General Meeting of the Company held on 25 July 2019, to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 10% of the total number of issued shares of the Company for the time being ("General Mandate"). The General Mandate granted by the shareholders at the 94th Annual General Meeting of the Company has not been utilised and hence, no proceed was raised therefrom. The new General Mandate will be seeking a higher limit for the issuance of new shares up to 20% limit as allowed or authorised by Bursa Malaysia Securities Berhad pursuant to its letter dated 16 April 2020. This gives the Company additional fund raising flexibility and will enable the Directors to take swift action for the allotment of shares for any possible fund raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisitions and to avoid delay and cost in convening general meetings to approve such issue of shares.

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.

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

The Chairman informed that the next resolution was 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 28 August 2020.

The Chairman then proceeded with the next resolution 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 the related parties.

The Proposed Shareholders' Mandate 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.

10.6 RESOLUTION 12
SPECIAL RESOLUTION - PROPOSED ALTERATION TO THE CONSTITUTION OF THE COMPANY

The Chairman informed the meeting that Special Resolution 12 was pertaining to the Proposed Alteration to the Constitution of the Company ("Proposed Alteration").

According to Bursa Malaysia Securities Berhad's letter dated 16 April 2020, one of the additional temporary reliefs to listed issuers is the increase of the general mandate limit for new issue of securities from 10% to 20% which will be valid up to 31 December 2021. However, the Company's Constitution has restricted the mandate to 10% of the total number of issued shares that it could issue and therefore, this relief will be not available to the Company unless the Constitution is altered by amending Clause 14. Therefore, the Proposed Alteration is to amend Clause 14 of the Constitution to seek higher general mandate limit for issuance of new shares up to 20% limit as allowed or authorised by Bursa Malaysia Securities Berhad or any other authorities from time to time.

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.

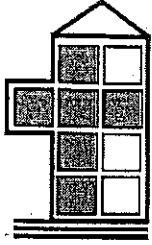
After the polling process has completed, the Chairman declared the poll closed and the meeting adjourned for 30 minutes for the counting of the votes. He then invited the shareholders and proxies to the foyer to collect their packed foods and golden melon for refreshments while the votes were being counted 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 12.50 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

Date: 25 September 2020

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: 95th Annual General Meeting of Talam Transform Berhad to be held on Tuesday, 29 September 2020

Thank you for your letter dated 17 September 2020.

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

Strategic and Financial Matters

1. *The Group is exploring venturing and expanding into agriculture and horticultural commercial farming. The Group's existing abundant landbanks can be monetised to create a new stream of revenue flow to cater for a rising demand for essential and secure food supplies and in turn generating new cash flow and profitability for the Group (page 14 of the Annual Report).*

(a) *What is the latest development of the Group's venture into agriculture and horticulture commercial farming?*

Answer:

As announced to Bursa Malaysia Securities Berhad on 23 September 2020, we have entered into a joint venture with Smart Hybrid Resources Sdn Bhd and Skyscraper Airhydro Industries Sdn Bhd who will provide their expertise, intellectual proprietary ("IP") operating system, training and experiences for the implementation of Phase 1 of 26 acres of hydroponic commercial melon farming in Bukit Beruntung.

(b) *What is the size of the land that is earmarked for the agriculture and horticultural commercial farming?*

Answer:

We will commence our hydroponic melon farming on 26 acres of land in Bukit Beruntung and will embark on another 100 acres upon successful implementation of the 26 acres land.

- (c) *Is the group partnering with third parties that have the expertise in agriculture and horticulture commercial farming?*

Answer:

Yes. We are partnering with Smart Hybrid Resources Sdn Bhd and Skyscraper Airhydro Industries Sdn Bhd who will provide their expertise, intellectual proprietary ("IP") operating system and training.

- (d) *When does the Group expect the agriculture and horticulture commercial farming to start contributing to the Group's profit?*

Answer:

Barring any unforeseen circumstances, we expect the agriculture and horticulture commercial farming to only contribute to the Group's profit in the financial year ending 31 March 2022.

2. *The Group has several new housing projects approved by the authorities and it is poised to re-enter into property development (page 15 of the Annual Report).*

What are the names of the new housing projects that the Group is targeting to launch during this year or next year and what are the Gross Development Value and location of the housing project?

Answer:

The approval was on the replanning of the Group's existing land bank in Selayang, Bukit Beruntung and Ukay Perdana with an estimated Gross Development Value of RM1.5 billion. However, due to the Covid-19 pandemic and the soft property market sentiment, the Group has not set any fixed target date for the new launching and will only launch them if and when the Group is able to lock in bulk purchase from certain target groups which the Group is currently working on.

3. *The Group's FY 2020 revenue was lower by 38% at RM44.86 million as compared to RM71.94 million in FY 2019. The lower revenue is mainly due to lower revenue from construction, which had dropped from RM34.02 million in FY 2019 to RM15.56 million in FY 2020.*

- (a) *What is the construction order book that the Group has secured in FY 2020?*

Answer:

Although there was no new order book secured in FY2020, the Group had initiated discussions on a new contract during the year and managed to secure the award for RM17 million in the current financial year

- (b) *What are the challenges that the Group faced in securing new construction work? How has the Group overcome these challenges?*

Answer:

The Group is only selectively securing contracts from associates to ensure prompt progress payments. Due to the soft property market sentiment, the Group expects that sales launches will be withheld by the developers and hence, we do not expect much contribution from new order books. The Group will now concentrate to complete its existing order book and in the meantime to look into other ventures such as agriculture business.

4. *The Group's positive results were derived mainly from a net gain on settlement with WCE Holdings Berhad and debts waived by various creditors.*

Will there be any settlement with WCE Holdings Berhad and debts waived by various creditors in FY 2020? If yes, what is the expected gain from WCE Holdings Berhad and the various creditors respectively?

Answer:

The gain on settlement with WCE Holdings Berhad was one-off and is not expected to repeat. The Group is unable to predict future debt waivers by creditors but will always endeavor to seek amicable mutually beneficial settlement solutions with creditors.

5. *The Group has successfully negotiated with IJM Properties Sdn Bhd ("IJMPSB") to extend the repayment of RM205.15 million owing to them by two years to 21 May 2022 with terms to incorporate an amicable arrangement to contra a property to IJMPSB to partially settle the amount and to charge certain properties to IJMPSB as collateral for the balances (page 16 of the Annual Report).*

- (a) *What is the value of the property that is used as a settlement to IJMPSB?*

Answer:

The negotiation on the contra arrangements is still in progress and we are unable to disclose the details until it is finalised. However, we assure the shareholders that it will be on a fair and win-win basis.

- (b) *What are the value of the properties that is charged to IJMPSB for the extension of the repayment of RM205.15 million owing to IJMPSB?*

Answer:

The value of the properties that are charged to IJMPSB for the extension of the repayment of RM205.15 million owing to IJMPSB is approximately RM 289 million.

- (c) *When is the Group expected to fully settle the debt owing to IJMPSB?*

Answer:

As the source to settle IJMP are tied to the properties charged to them, we will only be able to settle them upon the implementation of the projects. However, the Group will endeavor to settle by the expiry of the extended period.

6. *The Group is continuously looking to dispose of several non-strategic assets to generate cash to further pare down the Group's borrowings and for utilisation as working capital to fund the property development and construction activities.*

What is the expected value to be generated from the sale of several non-strategic assets? What are the non-strategic assets to be sold?

Answer:

The Group has identified the assets for disposal. That includes the IJMP contra arrangement, Puncak Jalil joint venture land and some small land parcels. The estimated value is around RM50 million. However, due to the tough lending guidelines on the property sector, the Group foresees challenges to finalise and complete the sales.

On top of the disposal of assets identified above, the Group's first "build and then sell" project with an estimated gross development value of RM45 million is due for completion in October 2020 and we target to launch the sale immediately upon obtaining the Certificate of Completion and Compliance.

Corporate Governance Matters

1. *Datuk Dr Ng Bee Ken has attended 3 out of the 6 Board meetings and 3 out of the 5 Audit Committee Meetings constituting 50% and 60% respectively. What are the reasons for his low attendance at the Board and Audit Committee meetings are normally scheduled in advance for the Board and Audit Committee members to attend?*

Answer:

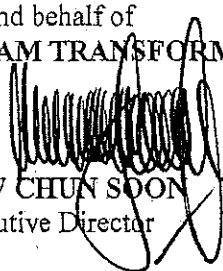
Datuk Dr Ng Bee Ken, an Independent Non-Executive Director was unable to attend the Board meetings on the 7 March 2019, 25 September 2019 and 17 December 2019, and Audit Committee meetings on the 25 September 2019 and 17 December 2019 as he had to be away overseas. The Board and Audit Committee meetings held on 25 September 2019 and 17 December 2019 were held on dates that were rescheduled while the Board meeting held on 7 March 2019 was an ad hoc emergency meeting.

Nevertheless, Datuk Ng had complied with the attendance required of him during the Financial Year 2020. Datuk Ng had also kept himself informed of the Board matters that were deliberated and is fully apprised of the decisions of the Board.

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**
 [REGISTRATION NO. 192001000012 (1120-H)]
 Type Of Meeting : **ANNUAL GENERAL MEETING**
 Venue Of Meeting : **PUSAT KONVENSYEN, TRIUMPH CONVENTION CENTRE, LOT 1.01, LEVEL 1, MENARA MAXISEGAR, JALAN PANDAN INDAH 4/2, PANDAN INDAH, 55100 KUALA LUMPUR**
 Date & Time of Meeting : **29 SEPTEMBER 2020 AT 11:30 A.M.**

Notes Summary Report

Resolution (s)

Ordinary Resolution 1

To approve the payment of Directors' fees of RM25,000 for each Director for the financial period ended 31 March 2020 (2019: RM50,000 for each Director).

	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	54	1,379,849,123	100.0000	
Against	0	0	0.0000	
Valid Cast	54	1,379,849,123	100.0000	
Abstain	1	445,000		
Spoilt	1	50,000		
Total Cast	56	1,380,344,123		

Ordinary Resolution 2

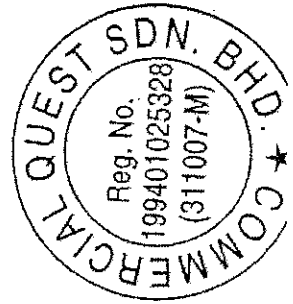
To approve the payment of additional Non-Executive Directors' remuneration (excluding Directors' fees) up to an amount of RM52,000 from 1 August 2020 to 29 September 2020.

	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	53	1,375,024,248	99.6182	
Against	2	5,269,875	0.3818	
Valid Cast	55	1,380,294,123	100.0000	
Abstain	0	0		
Spoilt	1	50,000		
Total Cast	56	1,380,344,123		

Ordinary Resolution 3

To approve the payment of Non-Executive Directors' remuneration (excluding Directors' fees) up to an amount of RM312,000 from 30 September 2020 until the next Annual General Meeting of the Company to be held in the year 2021.

	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	53	1,375,024,248	99.6182	
Against	2	5,269,875	0.3818	
Valid Cast	55	1,380,294,123	100.0000	
Abstain	0	0		
Spoilt	1	50,000		
Total Cast	56	1,380,344,123		



Company Name : **TALAM TRANSFORM BERHAD**
 [REGISTRATION NO. 192001000012 (1120-H)]
 Type Of Meeting : **ANNUAL GENERAL MEETING**
 Venue Of Meeting : **PUSAT KONVENSYEN, TRIUMPH CONVENTION CENTRE, LOT 1.01, LEVEL 1, MENARA MAXISEGAR, JALAN PANDAN INDAH 4/2, PANDAN INDAH, 55100 KUALA LUMPUR**
 Date & Time of Meeting : **29 SEPTEMBER 2020 AT 11:30 A.M.**

Notes Summary Report

Resolution (s)

Ordinary Resolution 4

To re-elect the Director, Mr Tsen Keng Yam, who is retiring in accordance with Clause 110 of the Constitution of the Company

	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	54	1,380,293,823	100.0000	
Against	1	300	0.0000	
Valid Cast	55	1,380,294,123	100.0000	
Abstain	0	0		
Spoilt	1	50,000		
Total Cast	56	1,380,344,123		

Ordinary Resolution 5

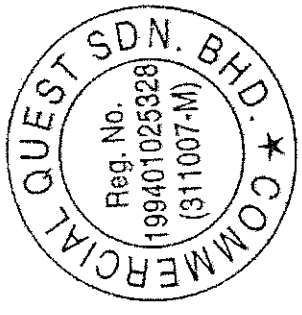
To re-elect the Director, Dato' Kamaruddin Bin Mat Desa who is retiring in accordance with Clause 110 of the Constitution of the Company.

	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	54	1,380,293,823	100.0000	
Against	1	300	0.0000	
Valid Cast	55	1,380,294,123	100.0000	
Abstain	0	0		
Spoilt	1	50,000		
Total Cast	56	1,380,344,123		

Ordinary Resolution 6

To re-appoint Messrs Baker Tilly Monteiro Heng PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.

	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	55	1,380,294,123	100.0000	
Against	0	0	0.0000	
Valid Cast	55	1,380,294,123	100.0000	
Abstain	0	0		
Spoilt	1	50,000		
Total Cast	56	1,380,344,123		



[Signature]
 Signature of Scrutineers

[Signature]

Acknowledgement of the chairman of the meeting

Company Name : **TALAM TRANSFORM BERHAD**
 [REGISTRATION NO. 192001000012 (1120-H)]
 Type Of Meeting : **ANNUAL GENERAL MEETING**
 Venue Of Meeting : **PUSAT KONVENSyen, TRIUMPH CONVENTION CENTRE, LOT 1.01, LEVEL 1, MENARA MAXISEGAR, JALAN PANDAN INDAH 4/2, PANDAN INDAH, 55100 KUALA LUMPUR**
 Date & Time of Meeting : **29 SEPTEMBER 2020 AT 11:30 A.M.**

Votes Summary Report

Resolution (s)

Tier 1 - Large Holders

Ordinary Resolution 7

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

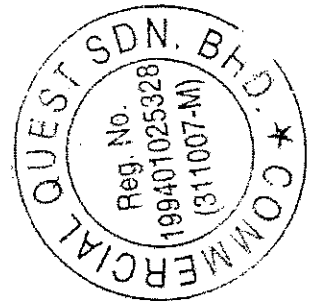
	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	10	1,265,871,048	100.0000	
Against	0	0	0.0000	
Valid Cast	10	1,265,871,048	100.0000	
Abstain	0	0		
Spoilt	0	0		
Total Cast	10	1,265,871,048		Carried/Not Carried

Tier 2 - Other Holders

Ordinary Resolution 7

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

For	44	114,422,775	99.9997	
Against	1	300	0.0003	
Valid Cast	45	114,423,075	100.00	
Abstain	0	0		
Spoilt	1	50,000		
Total Cast	46	114,473,075		
Grand Total Cast (Tier 1 + Tier 2)	56	1,380,344,123		



[Handwritten Signature]
 Signature of Scrutineers

Acknowledgement of the chairman of the meeting

Company Name : **TALAM TRANSFORM BERHAD**
 [REGISTRATION NO. 192001000012 (1120-H)]
 Type Of Meeting : **ANNUAL GENERAL MEETING**
 Venue Of Meeting : **PUSAT KONVENSyen, TRIUMPH CONVENTION CENTRE, LOT 1.01, LEVEL 1, MENARA MAXISEGAR, JALAN PANDAN INDAH 4/2, PANDAN INDAH, 55100 KUALA LUMPUR**
 Date & Time of Meeting : **29 SEPTEMBER 2020 AT 11:30 A.M.**

Votes Summary Report

Resolution (s)

Tier 1 - Large Holders

Ordinary Resolution 8

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

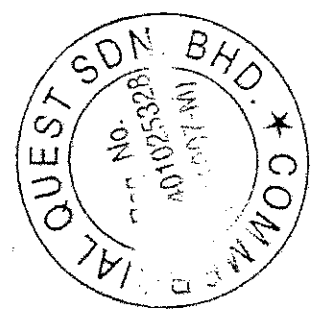
	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	10	1,265,871,048	100.0000	
Against	0	0	0.0000	
Valid Cast	10	1,265,871,048	100.0000	
Abstain	0	0		
Spoilt	0	0		
Total Cast	10	1,265,871,048		Carried/Not Carried

Tier 2 - Other Holders

Ordinary Resolution 8

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

For	44	114,422,775	99.9997	
Against	1	300	0.0003	
Valid Cast	45	114,423,075	100.00	
Abstain	0	0		
Spoilt	1	50,000		
Total Cast	46	114,473,075		
Grand Total Cast (Tier 1 + Tier 2)	56	1,380,344,123		



[Handwritten Signature]

Signature of Scrutineers

[Handwritten Signature]

Acknowledgement of the chairman of the meeting

Company Name : **TALAM TRANSFORM BERHAD**
 [REGISTRATION NO. 192001000012 (1120-H)]
 Type Of Meeting : **ANNUAL GENERAL MEETING**
 Venue Of Meeting : **PUSAT KONVENSyen, TRIUMPH CONVENTION CENTRE, LOT 1.01, LEVEL 1, MENARA MAXISEGAR, JALAN PANDAN INDAH 4/2, PANDAN INDAH, 55100 KUALA LUMPUR**
 Date & Time of Meeting : **29 SEPTEMBER 2020 AT 11:30 A.M.**

Votes Summary Report

Resolution (s)

Ordinary Resolution 9

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

	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	54	1,380,293,823	100.0000	
Against	1	300	0.0000	
Valid Cast	55	1,380,294,123	100.0000	
Abstain	0	0		
Spoilt	1	50,000		
Total Cast	56	1,380,344,123		

Ordinary Resolution 10

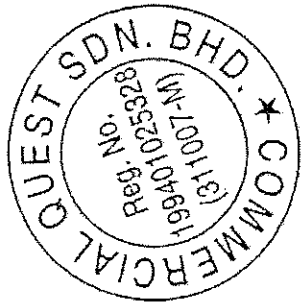
As Special Business - Authority to issue shares pursuant to Sections 75 and 76 of the Companies Act 2016.

	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	55	1,380,294,123	100.0000	
Against	0	0	0.0000	
Valid Cast	55	1,380,294,123	100.0000	
Abstain	0	0		
Spoilt	1	50,000		
Total Cast	56	1,380,344,123		

Ordinary Resolution 11

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

	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	38	113,756,496	100.0000	
Against	0	0	0.0000	
Valid Cast	38	113,756,496	100.0000	
Abstain	17	1,266,537,627		
Spoilt	1	50,000		
Total Cast	56	1,380,344,123		



[Signature]
 Signature of Scrutineers



Acknowledgement of the chairman of the meeting

Company Name : **TALAM TRANSFORM BERHAD**
 [REGISTRATION NO. 192001000012 (1120-H)]
 Type Of Meeting : **ANNUAL GENERAL MEETING**
 Venue Of Meeting : **PUSAT KONVENSYEN, TRIUMPH CONVENTION CENTRE, LOT 1.01, LEVEL 1, MENARA MAXISEGAR, JALAN PANDAN INDAH 4/2, PANDAN INDAH, 55100 KUALA LUMPUR**
 Date & Time of Meeting : **29 SEPTEMBER 2020 AT 11:30 A.M.**

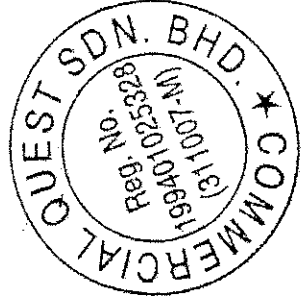
Votes Summary Report

Resolution (s)

Ordinary Resolution 12

As Special Business - Proposed Alteration to the Constitution of the Company.

	No. Of Shareholders	No. Of Shares	% of voted shares	Accepted/Rejected
For	55	1,380,294,123	100.0000	
Against	0	0	0.0000	
Valid Cast	55	1,380,294,123	100.0000	
Abstain	0	0		
Spoilt	1	50,000		
Total Cast	56	1,380,344,123		



Signature of Scrutineers

Acknowledgement of the chairman of the meeting