

PECCA GROUP BERHAD
(“Pecca” or “the Company”)
(Company No. 909531-D)

SUMMARY OF THE KEY MATTERS DISCUSSED AT THE EIGHTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT GREENS 1, GOLF WING, GROUND FLOOR, TROPICANA GOLF & COUNTRY RESORT, JALAN KELAB TROPICANA, 47410 PETALING JAYA, SELANGOR DARUL EHSAN ON MONDAY, 26 NOVEMBER 2018 AT 9.30 A.M.

CHAIRMAN

The Chairman of the Board of Directors, Dato’ Mohamed Suffian bin Awang presided as Chairman of the Meeting and welcomed all shareholders, proxies and guests to the Eighth Annual General Meeting (“8th AGM”) of the Company.

QUORUM

Ms Tai Yit Chan, the Company Secretary, confirmed that a quorum was present. With the requisite quorum being present, the Chairman called the Meeting to order at 9.30 a.m.

The Chairman then proceeded to introduce himself, the Board Members and the Chief Financial Officer, Mr Leong Wai Ming to the shareholders.

NOTICE

With the consent of the members present, the Notice convening the Meeting having been circulated for the prescribed period was taken as read.

As part of good governance, the Chairman reported that the Company had received 15 proxy forms from shareholders for a total of 92,094,571 shares representing 50.14% of the issued share capital of the Company.

The Chairman informed the Meeting that pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the 8th AGM must be voted by poll.

The Chairman informed the Meeting that the polling process would be conducted after the deliberation of all items on the Agenda. He added that the Company had appointed Symphony Corporatehouse Sdn Bhd (the “Scrutineers”) as the independent scrutineers to facilitate the poll process.

The Chairman then proceeded with the business of the 8th AGM.

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QUESTION AND ANSWER SESSION

The Chairman invited the Chief Financial Officer, Mr Leong Wai Ming, to give a brief presentation of the business activities of the Company and the key highlights for the financial year ended 30 June 2018 and thereafter, invited questions from the floor on the Audited Financial Statements for the financial year ended 30 June 2018. A number of shareholders and proxies made comments and sought clarification on various issues which were succinctly addressed by the Chairman and the Executive Director. The salient points raised were as follows:-

1. What was the expected returns year to date from the amount invested in Other Investments.
2. What caused the increase in Selling & Distribution Expenses.
3. How many foreign workers are being employed and how the increase in minimum wage rates have impacted Pecca.
4. Update of Pecca entry into Thailand subsequent to the completion of Pecca's IPO.
5. Pecca's opportunity in Proton's upcoming XC70 model.
6. Any plans for utilisation of existing cash proceeds for potential mergers and acquisitions.
7. Growth plans for the aviation segment.
8. How the Company maintains skilled foreign labours upon expiry of their contracts.
9. Name of the three (3) major customers disclosed in the annual report and if they were related to any Directors or major shareholders of Pecca.
10. The market outlook in particular with the entry of Geely into the local market.

POLL PROCEDURE

After going through all the motions set out in the Notice of the Meeting, the Chairman requested for the registration of the shareholders and proxies for the Meeting to be closed.

POLL RESULTS

The Audited Financial Statements for the financial year ended 30 June 2018 together with the Reports of the Directors and Auditors thereon were received and duly tabled at the 8th AGM of the Company under Agenda 1.

The following resolutions as set out in the Notice of the 8th AGM dated 29 October 2018 were duly passed at the 8th AGM of the Company.

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RESOLUTION	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
Ordinary Resolution 1 To approve the declaration of a Final Single Tier Dividend of 3.00 sen per ordinary share for the financial year ended 30 June 2018.	107,766,076	100.00	0	0.00	CARRIED
Ordinary Resolution 2 To approve the payment of Directors' fees of up to RM408,000 and benefits payable to the Directors of the Company and its subsidiary of up to RM42,000 from 1 July 2018 until the conclusion of the next Annual General Meeting of the Company.	88,838,521	95.60	4,085,300	4.40	CARRIED
Ordinary Resolution 3 To re-appoint KPMG PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	107,766,076	100.00	0	0.00	CARRIED
Ordinary Resolution 4 Proposed Renewal of Authority under Section 76 of the Companies Act 2016 for the Directors to allot and issue shares.	103,665,675	96.20	4,100,401	3.80	CARRIED

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	No. of shares	%	No. of shares	%	
Ordinary Resolution 5 Proposed Renewal of Authority to the Company to Purchase its own Ordinary Shares.	107,765,975	99.99	107,766,076	0.01	CARRIED

CONCLUSION

There being no other business to be transacted, the Meeting concluded at 11.15a.m. with a vote of thanks to the Chair.