

**T7 GLOBAL BERHAD**  
(Company No. 662315-U)  
(Incorporated in Malaysia)

MINUTES OF THE FIFTEENTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT OPEN FOYER, LEVEL 17, KL TRILLION CORPORATE TOWER, BLOCK C, 338 JALAN TUN RAZAK, 50400 KUALA LUMPUR, WILAYAH PERSEKUTUAN ON WEDNESDAY, 26 JUNE 2019 AT 9:00 A.M.

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- DIRECTORS** : YBhg. Datuk Seri Dr. Nik Norzrul Thani Bin N. Hassan Thani  
(Chairman)  
(Acting Executive Chairman)
- YBhg. Tan Sri Datuk Seri Tan Kean Soon  
(Executive Deputy Chairman)
- Mr. Tan Kay Vin  
(Executive Director)
- Ms. Tan Sam Eng  
(Independent Non-Executive Director)
- YBhg. Datuk Sheikh Fahmi Bin Sheikh Jaafar  
(Independent Non-Executive Director)
- Encik Ir. Abd Rashid Bin Md Sidek  
(Independent Non-Executive Director)
- Encik Mohd Noor Bin Setapa  
(Independent Non-Executive Director)
- YBhg. Admiral (R) Tan Sri Dato' Seri Panglima Ahmad Kamarulzaman Bin Hj Ahmad Badaruddin  
(Independent Non-Executive Director)
- MEMBERS** : As per Attendance List
- PROXY HOLDERS** : As per Attendance List
- BY INVITATION** : As per Attendance List
- IN ATTENDANCE** : Ms. Chua Siew Chuan (Company Secretary)  
Ms. Michelle Tan Loo Ee (Company Secretary)  
Ms. Agnes Huan Hui Shin (Assisting the Company Secretary)  
Mr. Bryan Low Yih Chuen (Assisting the Company Secretary)

**CHAIRMAN**

YBhg. Datuk Seri Dr. Nik Norzrul Thani Bin N. Hassan Thani ("**Datuk Seri Chairman**") was in the Chair. Datuk Seri Chairman welcomed all present to the Fifteenth Annual General Meeting of the Company and called the Meeting to order at 9:00 a.m.

Datuk Seri Chairman then introduced the Board of Directors, the Company Secretary and the Auditor who were in attendance to the floor.

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**QUORUM**

The requisite quorum being present pursuant to Article 73 of the Company's Articles of Association, Datuk Seri Chairman declared the Meeting duly convened.

**NOTICE**

The Notice convening the Meeting having been circulated within the prescribed period was, with the permission of the Meeting, taken as read.

**PROXIES**

Datuk Seri Chairman advised the Meeting that the Company was using 19 June 2019 as the determinant date of the General Meeting Record of Depositors.

Datuk Seri Chairman reported that in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), all resolutions at general meetings shall be voted by poll. Hence, all the resolutions as set out in the Notice of the Fifteenth Annual General Meeting would be voted by poll.

Datuk Seri Chairman invited the Company Secretary to give an overview of the process of poll voting.

The Meeting was informed that the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. acted as the Poll Administrator to conduct the polling process and Scrutineer Solutions Sdn. Bhd. acted as the Independent Scrutineer to verify the results of the poll.

**PRESENTATION ON THE GROUP'S PERFORMANCE AND KEY HIGHLIGHTS FOR YEAR 2018**

Datuk Seri Chairman then invited Mr. Lee Boon Leng ("**Mr. Lee**"), the Senior Manager of Corporate Affairs of the Company, to brief an overview of the Group's performance and key highlights for the financial year ended 31 December 2018.

Mr. Lee made a brief presentation on the business overview, key achievements, financial highlights for the past four (4) years from 2015 to 2018, business updates for 2019 and aerospace updates.

**1.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2018 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON**

Datuk Seri Chairman informed that the first item on the Agenda was to receive the Audited Financial Statements for the financial year ended 31 December 2018 together with the Reports of the Directors and the Auditors thereon.

As there were no questions raised from the floor, Datuk Seri Chairman declared that the Audited Financial Statements for the financial year ended 31 December 2018 together with the Reports of the Directors and the Auditors thereon, be received.

(Minutes of the Fifteenth Annual General Meeting held on 26 June 2019 - cont'd)

**2.0 RESOLUTION 1**  
**PAYMENT OF DIRECTORS' FEES OF RM225,000/- FOR THE PERIOD FROM 27 JUNE 2019 TO THE SIXTEENTH ANNUAL GENERAL MEETING OF THE COMPANY IN YEAR 2020**

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Datuk Seri Chairman proceeded with the next item of the agenda (Resolution 1) to approve the payment of Directors' fees of RM225,000/- for the period from 27 June 2019 to the Sixteenth Annual General Meeting of the Company in year 2020.

Datuk Seri Chairman further informed that the proposed Resolution 1 is to facilitate payment of Directors' fees on current financial year basis.

There being no questions raised, the Meeting proceeded to the next item on the agenda.

**3.0 RESOLUTION 2**  
**PAYMENT OF BENEFITS PAYABLE TO THE NON-EXECUTIVE DIRECTORS UP TO AN AMOUNT OF RM245,000/- FOR THE PERIOD FROM 27 JUNE 2019 TO THE SIXTEENTH ANNUAL GENERAL MEETING OF THE COMPANY IN YEAR 2020 PURSUANT TO SECTION 230(1)(B) OF THE COMPANIES ACT 2016**

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Datuk Seri Chairman proceeded to Resolution 2 to approve the payment of benefits payable to the Non-Executive Directors up to an amount of RM245,000/- for the period from 27 June 2019 to the Sixteenth Annual General Meeting of the Company in year 2020 pursuant to Section 230(1)(b) of the Companies Act 2016.

Datuk Seri Chairman explained that the proposed benefit were derived from the estimated meeting allowance based on the number of scheduled meetings and unscheduled meetings (when necessary) for the Board and Board Committees, and number of Non-Executive Directors involved in the meetings.

There being no questions raised, the Meeting proceeded to the next item on the agenda.

**4.0 RESOLUTION 3**  
**RE-ELECTION OF MS. TAN SAM ENG WHO RETIRE PURSUANT TO ARTICLE 103 OF THE COMPANY'S ARTICLE OF ASSOCIATION AND BEING ELIGIBLE, HAS OFFERED HERSELF FOR RE-ELECTION**

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Datuk Seri Chairman announced that the next item on the Agenda was to re-elect Ms. Tan Sam Eng, who retired pursuant to Article 103 of the Company's Articles of Association and being eligible, had offered herself for re-election.

There being no questions raised, the Meeting proceeded to the next item on the agenda.

The Meeting noted that Encik Ir. Abd Rashid Bin Md Sidek who was retiring in accordance with Article 103 of the Company's Articles of Association, had expressed his intention not to seek for re-election. Hence, he will retain office until the close of the Meeting.

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On behalf of the Board, Datuk Seri Chairman recorded a vote of appreciation to Encik Ir. Abd Rashid Bin Md Sidek for his impeccable contribution rendered to the Board as well as the Company.

**5.0 RE-ELECTION OF THE FOLLOWING DIRECTORS WHO RETIRE PURSUANT TO ARTICLE 109 OF THE COMPANY'S ARTICLES OF ASSOCIATION AND BEING ELIGIBLE, HAVE EACH OFFERED THEMSELVES FOR RE-ELECTION:-**  
**(A) ENCIK MOHD NOOR BIN SETAPA (RESOLUTION 4)**  
**(B) YBHG. ADMIRAL (R) TAN SRI DATO' SERI PANGLIMA AHMAD KAMARULZAMAN BIN HJ AHMAD BADARUDDIN (RESOLUTION 5)**

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The Meeting noted that the next item on the Agenda were to re-elect the following Directors, who retired pursuant to Article 109 of the Company's Articles of Association and that the retiring Directors, being eligible, had offered themselves for re-election:-

- Encik Mohd Noor Bin Setapa
- YBhg. Admiral (R) Tan Sri Dato' Seri Panglima Ahmad Kamarulzaman Bin Hj Ahmad Badaruddin

There being no questions raised for all the abovesaid resolutions, the Meeting proceeded to the next item on the agenda.

**6.0 RESOLUTION 6**  
**RE-APPOINTMENT OF MESSRS. GRANT THORNTON MALAYSIA AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION**

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Datuk Seri Chairman proceeded to Resolution 6 in respect of the re-appointment of the retiring auditors, Messrs. Grant Thornton Malaysia as auditors of the Company. The retiring auditors, Messrs. Grant Thornton Malaysia had indicated their willingness to continue in office.

As there were no questions from the floor, the Meeting proceeded to the next item on the agenda.

**7.0 SPECIAL BUSINESS**

**7.1 RESOLUTION 7 (ORDINARY RESOLUTION NO. 1)**  
**- AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016**

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Datuk Seri Chairman advised that the next item on the Agenda was a special business for the approval of the Ordinary Resolution on authority to issue shares pursuant to the Companies Act 2016.

The Meeting was informed that the proposed adoption of the Ordinary Resolution was primarily to give flexibility to the Board of Directors to issue and allot shares at any time in their absolute discretion without convening a general meeting provided that the aggregate number of shares issued does not exceed 10% of total number of issued shares of the Company during the preceding twelve (12) months for the time being.

(Minutes of the Fifteenth Annual General Meeting held on 26 June 2019 - cont'd)

There being no questions raised for the above said resolution, the Meeting proceeded to the next item on the agenda.

**7.2 RESOLUTION 8 (ORDINARY RESOLUTION NO. 2)**  
**- PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

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The next item on the Agenda was a special business for the approval of the Ordinary Resolution for proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature.

The Meeting was informed that the proposed adoption of the Ordinary Resolution was to renew the shareholders' mandate granted by the shareholders of the Company at the Fourteenth Annual General Meeting held on 26 June 2018. The proposed renewal of shareholders' mandate would enable the Company and its subsidiaries (T7 Global Berhad Group) to enter into any of the recurrent related party transactions of a revenue or trading nature which are necessary for T7 Global Berhad Group's day-to-day operations, subject to the transactions being in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company.

The Meeting noted that all interested Directors/major shareholders and/or persons connected have abstained and will continue to abstain from all deliberations and voting in respect of their direct and/or indirect shareholdings in the Company on the proposed renewal of existing shareholders' mandate.

There being no questions raised for the above said resolution, the Meeting proceeded to the next item on the agenda.

**7.3 RESOLUTION 9 (ORDINARY RESOLUTION NO. 3)**  
**- PROPOSED NEW SHAREHOLDERS' MANDATE FOR NEW RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

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The next item on the Agenda was a special business for the approval of the Ordinary Resolution for proposed new shareholders' mandate for new recurrent related party transactions of a revenue or trading nature.

The Meeting was informed that the proposed adoption of the Ordinary Resolution was to obtain new shareholders' mandate for new recurrent related party transactions. The new shareholders' mandate would enable the Group to enter into the recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations, subject to the transactions being in the ordinary course of business and on normal commercial terms which are not more favourable to the related parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company.

(Minutes of the Fifteenth Annual General Meeting held on 26 June 2019 - cont'd)

The Meeting noted that all interested Directors, major shareholders and/or persons connected had abstained and would continue to abstain from all deliberations and voting in respect of their direct and/or indirect shareholdings in the Company on the proposed new shareholders' mandate.

There being no questions raised from the floor, the Meeting proceeded to the next item on the agenda.

**7.4 RESOLUTION 10 (ORDINARY RESOLUTION NO. 4)**  
**- PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES**

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The next item on the Agenda was a special business for the approval of the Ordinary Resolution on proposed renewal of authority for the Company to purchase its own shares.

The Meeting was informed that the proposed adoption of the Ordinary Resolution was primarily to renew the authority granted by the shareholders of the Company at the Extraordinary General Meeting held on 20 August 2018. The proposed renewal would allow the Directors to exercise the power of the Company to purchase not more than 10% of the total number of issued shares of the Company any time within the time period stipulated in the Bursa Malaysia Securities Berhad's Main Market Listing Requirements.

As there were no questions from the floor, the Meeting proceeded to the next item on the agenda.

**7.5 RESOLUTION 11 (SPECIAL RESOLUTION)**  
**- PROPOSED ADOPTION OF A NEW CONSTITUTION OF THE COMPANY**

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Datuk Seri Chairman informed that the next item on the Agenda was a special business to approve a Special Resolution on the proposed adoption of a new Constitution of the Company.

The Meeting was informed that the proposed adoption of the Special Resolution was undertaken primarily to streamline the existing Memorandum and Articles of Association of the Company with the Companies Act 2016, which was effective from 31 January 2017. The proposed adoption was also to align the existing Memorandum and Articles of Association with the amended Main Market Listing Requirements of Bursa Securities, and to provide clarity to certain provision thereof and to render consistency throughout in order to facilitate and further enhance administrative efficiency.

There being no questions raised for the abovesaid resolution, the Meeting proceeded to the next item on the agenda.

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**8.0 ANY OTHER BUSINESS**

The Meeting was advised that there was no other business to be transacted at this Meeting of which due notice had been given.

**9.0 POLLING PROCESS**

After dealing with all agenda items, Datuk Seri Chairman declared that the registration for attendance at the Meeting closed at 9:20 a.m. to facilitate the polling process.

Datuk Seri Chairman called upon the Company Secretary to brief the Meeting on the polling process.

After the briefing, Datuk Seri Chairman requested all shareholders and proxies to cast their votes.

The Meeting was adjourned briefly at 9:27 a.m. to facilitate the completion of the verification for the declaration of the results of the poll.

**10.0 ANNOUNCEMENT OF POLL RESULTS**

The Meeting resumed at 9:45 a.m. for the declaration of the polling results for all the Resolutions set out in the Agenda.

Based on the poll results verified by the Scrutineer, the poll results were as follows:-

Resolutions	Voted in Favour		Voted Against		Results
	No. of Shares	%	No. of Shares	%	
<b>Resolution 1</b> Payment of Directors' fees of RM225,000/- for the period from 27 June 2019 to the Sixteenth Annual General Meeting of the Company in year 2020.	216,888,345	100.00	Nil	0.00	Carried
<b>Resolution 2</b> Payment of benefits payable to the Non-Executive Directors up to an amount of RM245,000/- for the period from 27 June 2019 to the Sixteenth Annual General Meeting of the Company in year 2020 pursuant to Section 230(1)(b) of the Companies Act 2016.	216,887,345	99.99949	1,100	0.00051	Carried

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Resolutions	Voted in Favour		Voted Against		Results
	No. of Shares	%	No. of Shares	%	
<p><b>Resolution 3</b></p> <p>To re-elect Ms. Tan Sam Eng, a Director who retires pursuant to Article 103 of the Company's Articles of Association and being eligible, has offered herself for re-election.</p>	313,396,595	100.00	Nil	0.00	Carried
<p><b>Resolution 4</b></p> <p>To re-elect Encik Mohd Noor Bin Setapa, a Director who retires pursuant to Article 109 of the Company's Articles of Association and being eligible, has offered himself for re-election.</p>	313,396,595	100.00	Nil	0.00	Carried
<p><b>Resolution 5</b></p> <p>To re-elect YBhg. Admiral (R) Tan Sri Dato' Seri Panglima Ahmad Kamarulzaman Bin Hj Ahmad Badaruddin, a Director who retires pursuant to Article 109 of the Company's Articles of Association and being eligible, has offered himself for re-election.</p>	313,396,595	100.00	Nil	0.00	Carried
<p><b>Resolution 6</b></p> <p>To re-appoint Messrs. Grant Thornton Malaysia as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.</p>	313,396,595	100.00	Nil	0.00	Carried



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Resolutions	Voted in Favour		Voted Against		Results
	No. of Shares	%	No. of Shares	%	
<p><b><u>Resolution 7</u></b></p> <p>Ordinary Resolution No. 1</p> <p>– Authority to issue shares pursuant to the Companies Act 2016.</p>	313,396,595	99.99997	100	0.00003	Carried
<p><b><u>Resolution 8</u></b></p> <p>Ordinary Resolution No. 2</p> <p>– Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.</p>	243,423,145	99.99996	100	0.00004	Carried
<p><b><u>Resolution 9</u></b></p> <p>Ordinary Resolution No. 3</p> <p>– Proposed New Shareholders' Mandate for New Recurrent Related Party Transactions of a Revenue or Trading Nature.</p>	243,423,145	99.99996	100	0.00004	Carried
<p><b><u>Resolution 10</u></b></p> <p>Ordinary Resolution No. 4</p> <p>– Proposed Renewal of Authority for the Company to Purchase its Own Shares.</p>	313,396,595	99.99997	100	0.00003	Carried
<p><b><u>Resolution 11</u></b></p> <p>Special Resolution</p> <p>– Proposed Adoption of a New Constitution of the Company</p>	313,396,595	100.00	Nil	0.00	Carried

Datuk Seri Chairman then declared that Resolutions 1 to 11 were all **CARRIED**.

The Meeting **RESOLVED** that all the resolutions be **APPROVED** as follows:-

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**1.0 RESOLUTION 1**

**- PAYMENT OF DIRECTORS' FEES OF RM225,000/- FOR THE PERIOD FROM 27 JUNE 2019 TO THE SIXTEENTH ANNUAL GENERAL MEETING OF THE COMPANY IN YEAR 2020**

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"That the payment of Directors' Fees amounting to RM225,000/- (Ringgit Malaysia: Two Hundred and Twenty-Five Thousand) only for the period from 27 June 2019 to the Sixteenth Annual General Meeting of the Company in year 2020, be and is hereby approved."

**2.0 RESOLUTION 2**

**- PAYMENT OF BENEFITS PAYABLE TO THE NON-EXECUTIVE DIRECTORS UP TO AN AMOUNT OF RM245,000/- FOR THE PERIOD FROM 27 JUNE 2019 TO THE SIXTEENTH ANNUAL GENERAL MEETING OF THE COMPANY IN YEAR 2020 PURSUANT TO SECTION 230(1)(B) OF THE COMPANIES ACT 2016**

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"That the payment of Benefits payable to the Non-Executive Directors' amounting to RM245,000/- (Ringgit Malaysia: Two Hundred and Forty-Five Thousand) only for the period from 27 June 2019 to the Sixteenth Annual General Meeting of the Company in year 2020, be and is hereby approved."

**3.0 RESOLUTION 3**

**- RE-ELECTION OF MS. TAN SAM ENG WHO RETIRE PURSUANT TO ARTICLE 103 OF THE COMPANY'S ARTICLE OF ASSOCIATION AND BEING ELIGIBLE, HAS OFFERED HERSELF FOR RE-ELECTION**

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"That Ms. Tan Sam Eng who is retiring pursuant to Article 103 of the Company's Article of Association, being eligible for re-election, be and is hereby re-elected as a Director of the Company."

**4.0 RESOLUTION 4**

**- RE-ELECTION OF ENCIK MOHD NOOR BIN SETAPA WHO RETIRE PURSUANT TO ARTICLE 109 OF THE COMPANY'S ARTICLE OF ASSOCIATION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

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"That Encik Mohd Noor Bin Setapa who is retiring pursuant to Article 109 of the Company's Article of Association, being eligible for re-election, be and is hereby re-elected as a Director of the Company."

**5.0 RESOLUTION 5**

**- RE-ELECTION OF YBHG. ADMIRAL (R) TAN SRI DATO' SERI PANGLIMA AHMAD KAMARULZAMAN BIN HJ AHMAD BADARUDDIN WHO RETIRE PURSUANT TO ARTICLE 109 OF THE COMPANY'S ARTICLE OF ASSOCIATION AND BEING ELIGIBLE, HAS OFFERED HIMSELF FOR RE-ELECTION**

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"That YBhg. Admiral (R) Tan Sri Dato' Seri Panglima Ahmad Kamarulzaman Bin Hj Ahmad Badaruddin who is retiring pursuant to Article 109 of the Company's Article of Association, being eligible for re-election, be and is hereby re-elected as a Director of the Company."

(Minutes of the Fifteenth Annual General Meeting held on 26 June 2019 - cont'd)

**6.0 RESOLUTION 6**  
**RE-APPOINTMENT OF MESSRS. GRANT THORNTON MALAYSIA AS**  
**AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT**  
**ANNUAL GENERAL MEETING AND TO AUTHORISE THE DIRECTORS TO FIX**  
**THEIR REMUNERATION**

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"That the retiring Auditors, Messrs. Grant Thornton Malaysia be re-appointed as Auditors of the Company until the conclusion of the next Annual General Meeting and that authority be given to the Directors to fix their remuneration."

**7.0 RESOLUTION 7**  
**ORDINARY RESOLUTION NO. 1**  
**AUTHORITY TO ISSUE SHARES PURSUANT TO THE COMPANIES ACT 2016**

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"That subject always to the Companies Act 2016 ("**the Act**"), the Constitution of the Company and the approvals from the relevant governmental and/or regulatory authorities, the Directors of the Company be and are hereby authorised and empowered pursuant to the Companies Act 2016, to issue and allot shares in the Company, at any time, at such price, to such persons 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 total number of issued shares of the Company for the time being;

And that the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad; and further that such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company."

**8.0 RESOLUTION 8**  
**ORDINARY RESOLUTION NO. 2**  
**PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR**  
**RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING**  
**NATURE**

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"That, subject always to the Companies Act 2016 ("**the Act**"), the Constitution of the Company and the Bursa Malaysia Securities Berhad's Main Market Listing Requirements, approval be and is hereby given to the Company and its subsidiaries to enter into all transactions involving the interests of Directors, major shareholders or persons connected with Directors and/or major shareholders of the Group ("**Related Parties**") as described in the Circular/Statement to Shareholders dated 29 April 2019 ("**Recurrent RPTs**") provided that such transactions are:-

- (i) recurrent transactions of a revenue or trading nature;
- (ii) necessary for the day-to-day operations;
- (iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (iv) are not to the detriment of the minority shareholders,

("RRPT Mandate").

And that such approval shall continue to be in force until:-

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- (a) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at that meeting, the authority is renewed; or
- (b) the expiration of the period within which the next Annual General Meeting of the Company is required to be held pursuant to Section 340 of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by shareholders in a general meeting; or

whichever is earlier; and the aggregate value of the Recurrent RPTs be disclosed in the annual report of the Company.

And that the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give full effect to the RRPT Mandate."

**9.0 RESOLUTION 9**  
**ORDINARY RESOLUTION NO. 3**  
**PROPOSED NEW SHAREHOLDERS' MANDATE FOR NEW RECURRENT RELATED PARTY TRANSACTION OF A REVENUE OR TRADING NATURE**

"That, subject always to the Companies Act 2016 ("**the Act**"), the Constitution of the Company and the Bursa Malaysia Securities Berhad's Main Market Listing Requirements, approval be and is hereby given to the Company and its subsidiaries to enter into all transactions involving the interests of Directors, major shareholders or persons connected with Directors and/or major shareholders of the Group ("**Related Parties**") as described in the Circular/Statement to Shareholders dated 29 April 2019 ("**Recurrent RPTs**") provided that such transactions are:-

- (i) recurrent transactions of a revenue or trading nature;
- (ii) necessary for the day-to-day operations;
- (iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
- (iv) are not to the detriment of the minority shareholders,

("RRPT Mandate").

And that such approval shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at that meeting, the authority is renewed; or
- (b) the expiration of the period within which the next Annual General Meeting of the Company is required to be held pursuant to Section 340 of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by a resolution passed by shareholders in a general meeting; or

whichever is earlier; and the aggregate value of the Recurrent RPTs be disclosed in the annual report of the Company.

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And that the Directors of the Company be and are hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give full effect to the RRPT Mandate."

**10.0 RESOLUTION 10**  
**ORDINARY RESOLUTION NO. 4**  
**PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES ("PROPOSED SHARE BUY-BACK AUTHORITY")**

"That, subject always to the Companies Act 2016 ("**the Act**"), the provisions of the Company's Memorandum and Articles of Association, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised to purchase such number of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities, upon such terms and conditions as the Directors in their discretion deem fit and expedient in the best interest of the Company, provided that:-

- (i) the aggregate number of ordinary shares which may be purchased and/or held by the Company shall not exceed ten percent (10%) of the total number of issued shares of the Company as at the point of purchase(s);
- (ii) the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the retained profits of the Company available at the time of the purchase(s); and
- (iii) the shares of the Company to be purchased may be cancelled, retained as treasury shares, distributed as dividends to the shareholders or resold on Bursa Securities, or a combination of any of the above, at the absolute discretion of the Directors.

And that the authority conferred by this Resolution shall commence immediately upon the passing of this Resolution and shall continue to be in force until:-

- (a) the conclusion of the next Annual General Meeting ("**AGM**") of the Company following this AGM at which such resolution was passed, at which time the authority will lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or
- (c) revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting,

whichever occurs first.

And further that the Directors of the Company be authorised to do all acts, deeds and things and to take all such steps as they may deem fit, appropriate, expedient or necessary in the best interest of the Company to give full effect to the purchase by the Company of its own shares with full powers to assent to any condition, modification, variation and/or amendment as may be required or imposed by the relevant authorities."

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**11.0 RESOLUTION 11**  
**SPECIAL RESOLUTION**  
**PROPOSED ADOPTION OF A NEW CONSTITUTION OF THE COMPANY**

"That approval be and is hereby given to revoke the existing Memorandum and Articles of Association of the Company with immediate effect and in place thereof, the proposed new Constitution of the Company as set out in Part C of the Circular/Statement to Shareholders dated 29 April 2019 accompanying the Company's Annual Report 2018, be and is hereby adopted as the Constitution of the Company;

And that the Directors of the Company be and are hereby authorised to assent to any modifications, variations and/or amendments as may be required by the relevant authorities and to do all acts and things and take all such steps as may be considered necessary to give full effect to the foregoing."

**TERMINATIONS**

There being no other notice received for any other business, Datuk Seri Chairman concluded the Meeting at 9:50 a.m. and thanked all present for their attendance.

SIGNED AS A CORRECT RECORD



**DATUK SERI DR. NIK NORZRUL  
THANI BIN N. HASSAN THANI**  
CHAIRMAN

Dated: 28 August 2019

**T7 GLOBAL BERHAD**  
(Company No. 662315-U)  
(Incorporated in Malaysia)

CERTIFIED EXTRACT OF THE MINUTES OF THE FIFTEENTH ANNUAL GENERAL MEETING HELD AT OPEN FOYER, LEVEL 17, KL TRILLION CORPORATE TOWER, BLOCK C, 338 JALAN TUN RAZAK, 50400 KUALA LUMPUR, WILAYAH PERSEKUTUAN ON WEDNESDAY, 26 JUNE 2019 AT 9:00 A.M.

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**RETIREMENT OF DIRECTOR**

The Meeting noted that Encik Ir. Abd Rashid Bin Md Sidek who retired in accordance with Article 103 of the Company's Articles of Association, had expressed his intention not to seek for re-election. Hence, he retained office until the close of today's Meeting.

On behalf of the Board, Datuk Seri Chairman recorded a vote of appreciation to Encik Ir. Abd Rashid Bin Md Sidek for his impeccable contribution rendered to the Board as well as the Company.

**CERTIFIED TRUE COPY**



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**DIRECTOR**  
**DATUK SERI DR. NIK NORZRUL**  
**THANI BIN N. HASSAN THANI**



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**SECRETARY**  
**TAN LOO EE**  
**(MAICSA 7063694)**  
**PRACTITIONER)**

Dated: 26 June 2019