



Jadi Imaging Holdings Berhad

(526319-P)

(Incorporated in Malaysia)

SUMMARY OF KEY MATTERS DISCUSSED DURING THE FIFTEENTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT MAUNA LANI A ROOM, HOLIDAY INN GLENMARIE KUALA LUMPUR, 1 JALAN USAHAWAN U1/8, SEKSYEN U1, 40250 SHAH ALAM, SELANGOR DARUL EHSAN, ON WEDNESDAY, 17 AUGUST 2016 AT 10.00AM (“15TH AGM”)

Mr. Liew Kim Siong (“the Chairman”) chaired the 15th AGM of the Company. The meeting was called to order at 9.3am after confirmation by the Secretary of the requisite quorum being present pursuant to Article 79 of the Company’s Article of Association.

All ordinary and special resolutions that were tabled at the 15th AGM of the Company on 17 August 2016 were duly passed by the shareholders through poll voting, including the re-election and appointment of Directors, as well as the appointment of new Auditors of the Company as set out in the Notice of the 15th AGM. The shareholders also received the Audited Financial Statements of the Company and of the Group, along with the Reports of Directors and Auditors for the financial period ended 31 March 2016.

The result of the poll, which was announced by the Scrutineer, is as follows:

		Vote For		Vote Against		Total Votes	
		No. of Shares	%	No. of Shares	%	No. of Shares	%
Ordinary Business							
Ordinary Resolution 1	Re-election of Mr Liew Choon as Director pursuant to Article 123 of the Company’s Article of Association	310,143,329	99.988	35,882	0.012	310,179,211	100.000
Ordinary Resolution 2	Re-election of Mr Yeoh Chui En as Director pursuant to Article 128 of the Company’s Article of Association	310,143,329	99.988	35,882	0.012	310,179,211	100.000
Ordinary Resolution 3	Election of Ms Sim Swee Yoke as Director pursuant to Article 128 of the Company’s Article of Association	310,143,329	99.988	35,882	0.012	310,179,211	100.000
Ordinary Resolution 4	Election of Ms Chia Yuet Yoong as Director pursuant to Article 128 of the Company’s Article of Association	310,143,329	99.988	35,882	0.012	310,179,211	100.000
Ordinary Resolution 5	Payment of Directors’ fees for the financial period ended 31 March 2016	310,139,329	99.987	39,882	0.013	310,179,211	100.000

Ordinary Resolution 6	To appoint Auditors of the Company for the ensuing year and to authorize the Directors to fix their remuneration	310,179,211	100.000	0	0.000	310,179,211	100.000
Special Business							
Ordinary Resolution 7	Authority to Issue Shares pursuant to Section 132D of the Companies Act, 1965	310,143,329	99.988	35,882	0.012	310,179,211	100.000
Ordinary Resolution 8	Proposed Renewal of Share Buy-Back Authority	310,179,211	100.000	0	0.000	310,179,211	100.000
Special Resolution	Amendment to Articles of Association of the Company	309,743,278	100.000	0	0.000	309,743,278	100.000

The shareholders raised questions during the 15th AGM, which were duly answered and clarified by the Chairman. The salient questions raised by the shareholders are as follows:

Q1 Please explain the details of the dividend policy of Jadi Imaging Holdings Berhad (“the Company” or “JADI”) as mentioned in the Chairman’s Statement of the Annual Report 2016.

A1 The Board of Directors (“the Board”) of JADI will facilitate further deliberation on the establishment of the Company’s dividend policy and will announce the declaration of dividend via Bursa Malaysia Securities Berhad’s website.

Q2 Please advise the Auditors’ Fee of Messrs PKF.

A2 As the Auditors’ Fee is one of the contract terms in the Auditors’ Appointment Letter, the Board sought the permission of the shareholders not to discuss this matter in the open forum. However, the Board is more than happy to discuss this issue in private with any others interested shareholders at the end of the meeting.

Q3 Please explain the rationale for the proposed renewal of share buy-back authority for the Company to purchase its own shares and whether the Company will exercise share buy-back for the purpose of bonus issue.

A3 Please be informed that the purpose of the proposed renewal of share buy-back authority for the Company to purchase its own shares is to give flexibility to the Board to purchase the Company’s shares at any time in the best interest of the Company without having to convene a general meeting to seek shareholders’ approval. The Board will deliberate on the declaration of bonus issue to reward the shareholders of the Company.

Q4 Please advise whether the Company had exercised any share buy-back since the last annual general meeting of the Company.

A4 The Company had not exercised any share buy-back since the last annual general meeting of the Company.

There being no further business, the 15th AGM of the Company was concluded, and the Chairman thanked all present for their attendance. The meeting ended at 10.50am with a vote of thanks to the Chair.