

DOLPHIN INTERNATIONAL BERHAD
[Registration No. 201201016010 (1001521-X)]
(Incorporated In Malaysia)

CERTIFIED EXTRACT OF MINUTES OF NINTH ANNUAL GENERAL MEETING OF DOLPHIN INTERNATIONAL BERHAD (“DOLPHIN”) HELD ON HELD ON 17TH DECEMBER, 2021.

PRESENT : **Members**

As per Attendance List

Directors

Tengku Ahmad Badli Shah Bin Raja Hussin
- Chairman of Meeting
Ms. Serena Goh Fhen Fhen
Mr. Tan Ban Tatt
Mr. Hoh Yeong Cherng
Mr. Lim Seng Hock
Mr. Yeo Boon Ho

IN ATTENDANCE : Mr. Ho Meng Chan) Joint-Secretaries
Ms. Wu Siew Hong)

PRELIMINARY

The Chairman, Tengku Ahmad Badli Shah Bin Raja Hussin called the meeting to order upon the confirmation of the presence of a quorum by the Company Secretary. He extended a warm welcome to everyone present at the virtual general meeting which is in compliance with Section 327 of the Companies Act, 2016. The Chairman informed that online meeting is necessary for the safety and health of the shareholders and employees during the COVID-19 pandemic. He then introduced the Board of Directors, Secretary, representative of Messrs. PCCO PLT, the Company’s Auditors, Ms. Chuah Sue Yin who are participating in the Ninth Annual General Meeting.

1. NOTICE OF MEETING

The notice convening the meeting was taken as read.

2. POLLING AND ADMINISTRATIVE DETAILS

The Chairman informed that all resolutions tabled at the Ninth Annual Meeting should be voted by way of a poll and the poll results would be verified by the Scrutineers, Sky Corporate Services Sdn. Bhd.. The polling process for the resolutions would be conducted upon completion of the deliberation of all items to be transacted at the Meeting.

The meeting continued with a short video on the remote polling process presented by the poll administrator, Boardroom Share Registrars Sdn. Bhd.. The meeting then proceeded to the agenda of the Ninth Annual General Meeting.

3. AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30TH JUNE, 2021

The audited financial statements of the Company and of the Group for the financial year ended 30th June, 2021 together with the Directors' and Auditors' Reports were tabled and thereon were received by the meeting.

The Chairman informed that all questions in relation to the audited Financial Statements would be dealt with during the Questions and Answers session which was allocated after tabling all resolutions for consideration.

4. RESOLUTIONS OF THE MEETING

The following resolutions were tabled for consideration:-

i) ORDINARY RESOLUTION 1 - DIRECTORS' FEES

“THAT the payment of the Directors' Fees amounting to RM327,000.00 for the financial year ending 30th June, 2022 be and is hereby approved.”

ii) ORDINARY RESOLUTION 2 - DIRECTORS' BENEFITS

“THAT the payment of Directors' benefits to the Directors up to an amount of RM100,000.00 for the period commencing from 18th December, 2021 until the next Annual General Meeting be and is hereby approved.”

iii) ORDINARY RESOLUTION 3 – RE-ELECTION OF YM TENGKU AHMAD BADLI SHAH BIN RAJA HUSSIN AS DIRECTOR

“THAT YM Tengku Ahmad Badli Shah Bin Raja Hussin, the Director retiring under Clause 97.1 of the Company's Constitution, be and is hereby re-elected as Director of the Company.”

iv) ORDINARY RESOLUTION 4 – RE-ELECTION OF HOH YEONG CHERNG AS DIRECTOR

“THAT Hoh Yeong Cherng, the Director retiring under Clause 97.1 of the Company's Constitution, be and is hereby re-elected as Director of the Company.”

v) ORDINARY RESOLUTION 5 – RE-ELECTION OF YEO BOON HO AS DIRECTOR

“THAT Yeo Boon Ho, the Director retiring under Clause 104 of the Company's Constitution, be and is hereby re-elected as Director of the Company.”

vi) ORDINARY RESOLUTION 6 – RE-APPOINTMENT OF AUDITORS

“THAT Messrs. PCCO PLT [(LLP0000506-LCA)(AF1056)], be and are hereby re-appointed as Auditors of the Company for the ensuing year at a fee to be determined by the Directors”

vii) ORDINARY RESOLUTION 7 – AUTHORITY TO DIRECTORS TO ISSUE SHARES

“THAT subject to Sections 75 and 76 of the Companies Act 2016, the Constitution of the Company and approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby authorised and empowered to allot and issue shares in the Company, at any time, 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 to be issued does not exceed ten per centum (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 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.”

viii) ORDINARY RESOLUTION 8 - PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

“THAT subject always to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiaries (“DIB Group”) to enter into the recurrent related party transactions of a revenue or trading nature as specified in Section 2.4 of the Circular to Shareholders dated 12 November 2021, which are necessary for the DIB Group’s day-to-day operations and are in the ordinary course of business and are carried out at arm’s length basis on normal commercial terms which are not more favourable to the related party than those generally available to the public and are not detrimental to the minority shareholders of the Company;

THAT the authority conferred shall continue to be in force until:-

- i. the conclusion of the next Annual General Meeting of the Company following this Annual General Meeting at which such ordinary resolution for the Proposed Shareholders’ Mandate will be passed, at which time it will lapse, unless by a resolution passed at the general meeting, the authority is renewed;
- ii. the expiration of the period within which the next Annual General Meeting of the Company after the date it is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- iii. revoked or varied by a resolution passed by the shareholders in general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts, deeds and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed Shareholders’ Mandate.”

Thereafter, the Chairman proceeded to the Questions and Answers session.

5. QUESTIONS AND ANSWERS SESSION

Generally, the questions raised were in relation to door gifts and e-vouchers. The Chairman informed the meeting that the Company would not be providing door gifts and e-vouchers for the Ninth Annual General Meeting.

6. POLL VOTING

The Chairman announced the commencement of poll voting session and the members were given ten (10) minutes to cast their votes. The meeting allocated fifteen (15) minutes for Scrutineers to verify the votes.

7. POLL RESULTS

The Chairman announced the meeting be resumed for announcement of poll results after the poll results being verified by the Scrutineers. Based on the poll results as set out in Appendix A, the Chairman declared that Ordinary Resolutions 1 to 8 “CARRIED”.

8. CLOSE OF MEETING

There being no other business, the Chairman declared the meeting closed after a vote of thanks had been accorded to him.

DOLPHIN INTERNATIONAL BERHAD
 Registration No. 201201016010 (1001521-X))
 Ninth Annual General Meeting
 Friday, 17 December 2021 at 11.00 a.m.

Appendix A

As Scrutineers appointed by the Company for the purpose of the Poll taken at the Ninth Annual General Meeting of the Members of the Company, the detailed poll results were verified and validated is correctly set out as follows:-

	VOTES FOR	NO OF RECORDS	%	VOTES AGAINST	NO OF RECORDS	%	VOTES TOTAL
ORDINARY RESOLUTION 1	145,571,756	23	99.6120	566,962	10	0.3880	146,138,718
ORDINARY RESOLUTION 2	145,569,756	22	99.6107	568,962	11	0.3893	146,138,718
ORDINARY RESOLUTION 3	146,033,856	26	99.9282	104,862	7	0.0718	146,138,718
ORDINARY RESOLUTION 4	146,033,958	28	99.9283	104,760	5	0.0717	146,138,718
ORDINARY RESOLUTION 5	146,033,958	28	99.9283	104,760	5	0.0717	146,138,718
ORDINARY RESOLUTION 6	145,936,208	28	99.8614	202,510	5	0.1386	146,138,718
ORDINARY RESOLUTION 7	145,671,756	24	99.6805	466,962	9	0.3195	146,138,718
ORDINARY RESOLUTION 8	5,020,572	24	97.9522	104,962	7	2.0478	5,125,534

[Handwritten Signature]
