

JF TECHNOLOGY BERHAD

(Company No. 747681-H)
(Incorporated in Malaysia)

MINUTES OF THE TENTH ANNUAL GENERAL MEETING OF THE COMPANY HELD AT GREENS II, TROPICANA GOLF & COUNTRY RESORTS, JALAN KELAB TROPICANA, 47410 PETALING JAYA, SELANGOR DARUL EHSAN ON THURSDAY, 1 DECEMBER 2016 AT 9:00 A.M.

DIRECTORS	:	Dato' Foong Wei Kuong (<i>Executive Chairman cum Managing Director</i>) Datin Wang Mei Ling (<i>Executive Director</i>) Mr. Goh Kok Sing (<i>Executive Director</i>) Mr. Koay Kah Ee (<i>Senior Independent Non-Executive Director</i>) Mr. Lew Jin Aun (<i>Independent Non-Executive Director</i>)
DIRECTOR ABSENT WITH APOLOGIES	:	Dato' Philip Chan Hon Keong (<i>Independent Non-Executive Director</i>)
MEMBERS	:	As per Attendance List
PROXY HOLDERS	:	As per Attendance List
CORPORATE REPRESENTATIVES	:	As per Attendance List
INVITEES	:	As per Attendance List
IN ATTENDANCE	:	Ms. Chua Siew Chuan (<i>Company Secretary</i>) Ms. Chin Mun Yee (<i>Company Secretary</i>)

CHAIRMAN

Dato' Foong Wei Kuong ("**Dato' Chairman**") was in the chair. Dato' Chairman welcomed all present to the Tenth Annual General Meeting of the Company and called the Meeting to order at 9:00 a.m.

Dato' Chairman then proceeded to introduce his fellow Directors and the Company Secretary of the Company to the shareholders.

QUORUM

The requisite quorum being present pursuant to Article 84 of the Company's Articles of Association, Dato' Chairman declared the Meeting duly convened.

NOTICE OF MEETING

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

The Company Secretary then briefed the Meeting that pursuant to Article 91 of the Articles of Association of the Company, a poll may be demanded: -

- (i) by the Chairman; or

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- (ii) by at least five (5) members having the right to vote at the Meeting in person or by proxy; or
- (iii) by a member or members representing at least one-tenth (1/10) of the total voting rights of all the members having the right to vote at the Meeting; or
- (iv) by a member or members holding shares conferring a right to vote at the Meeting being shares on which an aggregate sum has been paid-up equal to at least one-tenth (1/10) of the total sum paid-up on all the shares conferring that right, and a demand by a person as proxy for or attorney of a member (whether individual, corporate or otherwise) or as duly authorised representative for a corporate member shall be the same as a demand by the member.

The Meeting was informed that in line with the amendments to Bursa Malaysia Securities Berhad ("**BMSB**") ACE Market Listing Requirements ("**ACE MLR**"), all of the proposed resolutions set out in the Notice of Annual General Meeting shall be voted by poll.

The Meeting was further informed that the Share Registrar, Securities Services (Holdings) Sdn. Bhd. was appointed to act as the Poll Administrator and Commercial Quest Sdn. Bhd. was appointed to act as the Independent Scrutineer to verify the results of the poll voting. The voting process for all resolutions set out in the Notice of the Meeting would be carried out after the discussion of all agenda items of the Meeting.

1.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016 TOGETHER WITH THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON

Dato' Chairman informed the Meeting that the first item on the Agenda was to receive the Audited Financial Statements of the Company for the financial year ended 30 June 2016 together with the Reports of the Directors and the Auditors thereon.

Since there were no queries raised from the shareholders, Dato' Chairman informed that in view that the aforesaid item was meant for discussion only, it shall not be put forward for voting. Dato' Chairman then declared that the Audited Financial Statements for the financial year ended 30 June 2016 together with the Reports of the Directors and the Auditors thereon, be received.

2.0 APPROVAL OF THE PAYMENT OF DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 30 JUNE 2016

Dato' Chairman informed the Meeting that the next item on the Agenda was to approve the payment of Directors' fees for the financial year ended 30 June 2016.

The Meeting noted that the amount of Directors' fees for Non-Executive Directors provided for the financial year ended 30 June 2016 was RM88,800/- (Ringgit Malaysia: Eighty-Eight Thousand and Eight Hundred Only) as shown on page 15 of the Annual Report.

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The resolution was proposed by Mr. Phang Swee Tian, proxy for Dato' Foong Wei Kuong and seconded by Ms. Wong Siew Phin, proxy for HLIB Nominees (Tempatan) Sdn. Bhd.

The Meeting was informed that the poll for all the resolutions would be conducted upon completion of the formality and discussion of the remaining business of the Meeting.

3.0 RE-ELECTION OF THE FOLLOWING DIRECTORS WHO SHALL RETIRE PURSUANT TO ARTICLE 129 OF THE COMPANY'S ARTICLES OF ASSOCIATION AND BEING ELIGIBLE, HAVE OFFERED THEMSELVES FOR RE-ELECTION:-

A) DATIN WANG MEI LING

B) MR. GOH KOK SING

Dato' Chairman informed the Meeting that the next item on the Agenda was to re-elect the retiring Directors namely, Datin Wang Mei Ling and Mr. Goh Kok Sing who retired pursuant to Article 129 of the Company's Articles of Association. The Directors retired and being eligible for re-election, have offered themselves for re-election.

The proposed re-election of the retiring Director, Datin Wang Mei Ling was proposed by Mr. Goh Joo Hwa, a shareholder and seconded by Mr. Kok Kean Loon, a shareholder.

The proposed re-election of the retiring Director, Mr. Goh Kok Sing was proposed by Mr. Lee Eng Kiat, a shareholder and seconded by Mr. Choo Choon Song, proxy for Dato' Foong Wei Kuong.

4.0 RE-APPOINTMENT OF MESSRS. CROWE HORWATH AS AUDITORS OF THE COMPANY UNTIL THE CONCLUSION OF THE NEXT ANNUAL GENERAL MEETING AND TO AUTHORISE THE DIRECTORS TO FIX THEIR REMUNERATION

Dato' Chairman informed the Meeting that the next item on the Agenda was to re-appoint Messrs. Crowe Horwath as Auditors of the Company until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. Messrs. Crowe Horwath had indicated their willingness to continue as Auditors of the Company.

The resolution was proposed by Ms. Foong Mei Leng, a shareholder and seconded by Encik Mohd Nazri bin Mokhtar, a shareholder.

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5.0 SPECIAL BUSINESS
ORDINARY RESOLUTION NO. 1
- AUTHORITY TO ISSUE SHARES PURSUANT TO SECTION 132D OF THE COMPANIES ACT, 1965

Dato' Chairman informed the Meeting that the next item on the Agenda was a special business to approve the Ordinary Resolution No.1: Authority to Issue Shares Pursuant to Section 132D of the Companies Act, 1965.

The Meeting noted that the proposed adoption of the Ordinary Resolution No.1 was to issue and allot new shares in the Company from time to time provided that the aggregate number of shares issued pursuant to the general mandate does not exceed 10% of the issued and paid-up share capital of the Company for the time being.

The resolution was proposed by Mr. Goh Joo Hwa, a shareholder and seconded by Ms. Wong Siew Phin, proxy for HLIB Nominees (Tempatan) Sdn. Bhd.

6.0 SPECIAL BUSINESS
ORDINARY RESOLUTION NO. 2
- RETENTION OF DATO' PHILIP CHAN HON KEONG AS INDEPENDENT NON-EXECUTIVE DIRECTOR

Dato' Chairman informed the Meeting that the next item on the Agenda was a special business to approve the Ordinary Resolution No.2: Retention of Dato' Philip Chan Hon Keong as Independent Non-Executive Director.

The Meeting noted that the proposed adoption of the Ordinary Resolution No.2 was to retain Dato' Philip Chan Hon Keong as an Independent Non-Executive Director of the Company who would serve as Independent Director for nine (9) years on 18 January 2017 which has met the independence guidelines as set out in Chapter 1 of BMSB ACE MLR. The Board therefore, considered him to be independent and believed that he should be retained as an Independent Non-Executive Director of the Company.

The resolution was proposed by Mr. Lee Eng Kiat, a shareholder and seconded by Mr. Choo Choon Song, proxy for Dato' Foong Wei Kuong.

7.0 SPECIAL BUSINESS
ORDINARY RESOLUTION NO. 3
- RETENTION OF MR. KOAY KAH EE AS INDEPENDENT NON-EXECUTIVE DIRECTOR

Dato' Chairman informed the Meeting that the next item on the Agenda was a special business to approve the Ordinary Resolution No.3: Retention of Mr. Koay Kah Ee as Independent Non-Executive Director.

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The Meeting noted that the proposed adoption of the Ordinary Resolution No.3 was to retain Mr. Koay Kah Ee as an Independent Non-Executive Director of the Company who would serve as Independent Director for nine (9) years on 18 January 2017 which has met the independence guidelines as set out in Chapter 1 of BMSB ACE MLR. The Board therefore, considered him to be independent and believed that he should be retained as an Independent Non-Executive Director of the Company.

The resolution was proposed by Ms. Foong Mei Leng, a shareholder and seconded by Mr. Phang Swee Tian, proxy for Dato' Foong Wei Kuong.

8.0 ANY OTHER ORDINARY BUSINESS

The Meeting noted that no notice was received for transacting any other ordinary business.

9.0 POLLING PROCESS

The Company Secretary, Ms. Chua Siew Chuan, was requested to brief the Meeting on the procedure on the polling process. The Company Secretary explained the same and the Meeting was adjourned at 9:25 a.m. for shareholders, proxies and corporate representatives to cast their votes.

Dato' Chairman informed that the Meeting would be adjourned for poll voting for all the proposed Resolutions Nos. 1 to 7 for approximately 10 minutes or until the Scrutineers have completed the verification of the results of the votes.

The results of the poll were verified by the Independent Scrutineer from Commercial Quest Sdn. Bhd.

10.0 ANNOUNCEMENT OF POLL RESULTS

The Meeting resumed at 9:35 a.m. and Dato' Chairman announced the results of the poll voting.

The results of the poll voting were as follows:-

Resolutions	Voted For		Voted Against	
	No. of shares	%	No. of shares	%
<u>Resolution 1</u> Approval of the payment of Directors' fees for the financial year ended 30 June 2016.	80,069,283	100.00	3,000	0.00

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Resolutions	Voted For		Voted Against	
	No. of shares	%	No. of shares	%
<u>Resolution 2</u> Re-election of Datin Wang Mei Ling who retired in accordance with Article 129 of the Company's Articles of Association.	85,597,943	100.00	3,000	0.00
<u>Resolution 3</u> Re-election of Mr. Goh Kok Sing who retired in accordance with Article 129 of the Company's Articles of Association.	85,597,943	100.00	3,000	0.00
<u>Resolution 4</u> Re-appointment of Messrs. Crowe Horwath as Auditors of the Company until conclusion of the next Annual General Meeting and authorisation for the Directors to fix their remuneration.	80,069,283	100.00	3,000	0.00
<u>Resolution 5</u> Authority to Issue Shares pursuant to Section 132D of the Companies Act 1965.	80,069,283	100.00	3,000	0.00
<u>Resolution 6</u> Retention of Dato' Philip Chan Hon Keong as Independent Non-Executive Director	80,069,283	100.00	3,000	0.00
<u>Resolution 7</u> Retention of Mr. Koay Kah Ee as Independent Non-Executive Director	85,597,943	100.00	3,000	0.00

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Based on the results of the poll voting, Dato' Chairman declared the following resolutions be **CARRIED:-**

RESOLUTION 1

"That the payment of Directors' fees for the Non-Executive Directors amounting to RM88,800/- (Ringgit Malaysia: Eighty-Eight Thousand and Eight Hundred Only) for the financial year ended 30 June 2016, be approved."

RESOLUTION 2

"That Datin Wang Mei Ling who retired pursuant to Article 129 of the Articles of Association of the Company, being eligible for re-election, be re-elected as a Director of the Company."

RESOLUTION 3

"That Mr. Goh Kok Sing who retired pursuant to Article 129 of the Articles of Association of the Company, being eligible for re-election, be re-elected as a Director of the Company."

RESOLUTION 4

"That Messrs. Crowe Horwath be and are hereby 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."

SPECIAL BUSINESS

RESOLUTION 5

ORDINARY RESOLUTION NO.1

- AUTHORITY TO ISSUE SHARES PURSUANT TO SECTION 132D OF THE COMPANIES ACT, 1965

"THAT pursuant to Section 132D of the Companies Act, 1965 and approvals of the relevant governmental/regulatory authorities, the Directors be and are hereby empowered to issue and allot 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 issued pursuant to this Resolution does not exceed ten per centum (10%) of the issued and paid-up share capital of the Company for the time being and the Directors be and are also empowered to obtain 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."

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SPECIAL BUSINESS

RESOLUTION 6

ORDINARY RESOLUTION NO.2

- RETENTION OF DATO' PHILIP CHAN HON KEONG AS INDEPENDENT NON-EXECUTIVE DIRECTOR

"THAT approval be and is hereby given to retain Dato' Philip Chan Hon Keong as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting, who has served as an Independent Director of the Company for almost nine (9) years in accordance with the Malaysian Code on Corporate Governance 2012."

SPECIAL BUSINESS

RESOLUTION 7

ORDINARY RESOLUTION NO.3


- RETENTION OF MR. KOAY KAH EE AS INDEPENDENT NON-EXECUTIVE DIRECTOR

"THAT approval be and is hereby given to retain Mr. Koay Kah Ee as an Independent Non-Executive Director of the Company until the conclusion of the next Annual General Meeting, who has served as an Independent Director of the Company for almost nine (9) years in accordance with the Malaysian Code on Corporate Governance 2012."

TERMINATION

There being no other business, the Meeting terminated at 9:45 a.m. with a vote of thanks to the Chair.

SIGNED AS A CORRECT RECORD



DATO' FOONG WEI KUONG
CHAIRMAN

Dated: 1 December 2016