



ENGINEERS

HSS ENGINEERS BERHAD (1128564-U)

Malaysia's Engineering DNA

B1 (1-4) Block B, Plaza Dwtasik, No.21, Jalan 5/106, Bandar Sri Permaisuri, 56000 Kuala Lumpur, Malaysia

T +603 9173 0355 | F +603 9173 0939 | E heb@hss.com.my | W www.hssgroup.com.my

HSS ENGINEERS BERHAD (Company No. 1128564-U)

SUMMARY OF THE KEY MATTERS DISCUSSED AT THE THIRD ANNUAL GENERAL MEETING (“3rd AGM”) OF THE COMPANY HELD AT THE SUMMIT 1, LEVEL M1, CONNEXION CONFERENCE & EVENT CENTRE AT THE VERTICAL, NO. 8, JALAN KERINCHI, BANGSAR SOUTH CITY, 59200 KUALA LUMPUR, ON MONDAY, 7 MAY 2018 AT 10.00 A.M.

CHAIRMAN

The Chairman, Dato[®] Mohd Zakhir Siddiqy bin Sidek called the Meeting to order at 10.00 a.m. and welcomed all members present to the Meeting.

The Chairman thereafter introduced the Board of Directors, Company Secretary and the External Auditors of the Company to all present.

QUORUM

The Company Secretary, Ms Tan Ai Ning, confirmed that a quorum was present for the Meeting. With that, the Chairman declared the Meeting duly constituted.

NOTICE

The Notice convening the Meeting, having been circulated for the prescribed period, was with the consent of the members present, taken as read. The Chairman then proceeded with the business of the Annual General Meeting (“AGM”).

As part of good governance, the Chairman informed the members that the Company had received in total 107 proxy forms from shareholders for a total of 265,525,236 ordinary shares representing 53.55% of the share capital of the Company.

The Chairman also informed the Meeting that pursuant to the requirements of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), all resolutions set out in the Notice of the AGM must be voted by poll. The Chairman thereafter demanded for a poll to be taken on all the resolutions set forth in the Notice of the AGM pursuant to Article 72 of the Articles of Association of the Company.

The Chairman further informed that the Company has appointed Deloitte Enterprise Risk Services Sdn Bhd as independent scrutineers to facilitate the polling process and the polling process would be conducted after the deliberation of all items on the Agenda.

HSS ENGINEERS BERHAD (Company No. 1128564-U)**- Summary of the key matters discussed at the 3rd AGM held on 7 May 2018****QUESTION AND ANSWER SESSION**

After the presentation on the financial performance of the Company, milestones and the key financial highlights for the financial year ended 31 December 2017, the Chairman invited questions from the floor and the following salient points were duly responded by the Chairman, Executive Vice Chairman, Group Chief Executive Officer and Group Chief Financial Officer:-

1. Growth and order book of the Company, dividend policy as well as the resources for expansion of overseas operation.
2. Queries in regard to collection for unbilled account receivables for the completed contracts, higher tax paid for the financial year ended 31 December 2017 and sufficiency of the issued share capital for the operations of the Company.
3. Impact of the 14th Malaysian General Election on the Company.

POLL PROCEDURE

After going through all the motions set out in the Notice of the Meeting, the representative from the Company's Share Registrar briefed the floor on the polling procedures before the commencement of e-polling.

POLL RESULTS

The shareholders had duly received the Audited Financial Statements for the financial year ended 31 December 2017 together with the Reports of Directors and Auditors thereon.

All the resolutions as set out in the Notice of the 3rd AGM were duly passed by the shareholders of the Company as follows:-

Resolutions	Votes in favour		Votes against	
	No. of votes	%	No. of votes	%
Ordinary Resolution 1 • Approval on the payment of Directors' Fees from this AGM until the next AGM •	338,535,121	99.9999	480	0.0001
Ordinary Resolution 2 • Approval on the payment of Directors' Benefits Payable to the Directors for the Company and its subsidiaries from this AGM until the next AGM	201,767,544	96.7364	6,807,080	3.2636

HSS ENGINEERS BERHAD (Company No. 1128564-U)**- Summary of the key matters discussed at the 3rd AGM held on 7 May 2018**

Resolutions (cont'd)	Votes in favour		Votes against	
	No. of votes	%	No. of votes	%
Ordinary Resolution 3 • Re-election of Mr Mohan A/L Ramalingam as Director	338,154,721	99.9999	480	0.0001
Ordinary Resolution 4 • Re-election of Tan Sri Ir. Kunasingam A/L V. Sittampalam as Director	338,154,721	99.9999	480	0.0001
Ordinary Resolution 5 • Re-election of Puan Ir. Sharifah Azlina Bt Raja Kamal Pasmah as Director	338,154,721	99.9999	480	0.0001
Ordinary Resolution 6 • Re-appointment of Messrs Azman, Wong, Salleh & Co as Auditors of the Company and to authorise the Directors to fix their remuneration	338,154,721	99.9999	480	0.0001
Ordinary Resolution 7 • Authority under Section 76 of the Companies Act 2016 for the Directors to allot and issue shares	338,154,721	99.9999	480	0.0001

CONCLUSION

There being no other matters, the Meeting concluded at 11.40 a.m. with a vote of thanks to the Chair.