

Company No: 183314-V

**UNISEM (M) BERHAD**  
(Incorporated in Malaysia)

Minutes of the 30th Annual General Meeting of the Company held at the Concorde Ballroom, Lobby Level, Concord Hotel Kuala Lumpur, No. 2, Jalan Sultan Ismail, 50250 Kuala Lumpur on 25 April 2019, Thursday at 10.30 a.m.

**PRESENT:**

**Board of Directors:**

Mr. John Chia Sin Tet	(Chairman/Group Managing Director/Shareholder)
Mr. Lee Hoong Leong	(Executive Director)
Mr. Francis Chia Mong Tet	(Executive Director/Shareholder)
Mr. Alexander Chia Jhet-Wern	(Executive Director/Shareholder)
Y.Bhg. Dato' Gregory Wong Guang Seng	(Director)
Mr. Ang Chye Hock	(Director)
Mr. Yen Woon @ Low Sau Chee	(Director/Shareholder)
Madam Lim Siew Eng	(Director)
Puan Mahani Binti Amat	(Director)
Mr. Xiao Zhiyi	(Director)
Mr Cui Weibing	(Director)
Mr Wu Shutao	(Director)

**Company Secretaries:**

Mr. Chua Heng Fatt	(Company Secretary)
Ms. Chin Hock Yee	(Company Secretary)

**External Auditors:**

Deloitte PLT (Mr Lim Keng Peo, Partner and Ms Wong Chooi Lai, Director)

and shareholders and proxies as per attendance list.

1. Chairman  
Mr. John Chia Sin Tet chaired the meeting and welcomed all the shareholders on behalf of the Board of Directors.
2. Quorum  
The Company Secretary, Mr. Chua Heng Fatt confirmed a quorum was present. There being a quorum, the Chairman called the meeting to order and ready for business.
3. Notice  
The notice of meeting, which was issued on 27 March 2019, was taken as read.
4. Voting  
The Chairman briefed the shareholders that pursuant to the Main Market Listing Requirements of Bursa Malaysia, all resolutions set out in the notice of general meeting would be decided on a poll. He further informed that the resolutions at the Meeting would be put to vote by poll via electronic poll voting at the end of the meeting.

The Company had appointed Tricor Investor & Issuing House Services Sdn Bhd as the Poll Administrator to conduct the polling process and Asia Securities Sdn Bhd as Scrutineers to verify and validate the poll results. The polling process for voting on the resolutions would be conducted upon completion of the deliberation of all items to be transacted at the Meeting.

5. Audited Financial Statements for the Financial Year Ended 31 December 2018

The Chairman informed the meeting that the Audited Financial Statements for the year ended 31 December 2018 and the Directors' and Auditors' Reports thereon were tabled at the meeting for discussion only and were not required to be put forward for voting.

The Chairman invited comments and/or questions from the floor on the Financial Statements for the Financial Year Ended 31 December 2018 and the Directors' and Auditors' Reports. The Chairman then addressed questions from the floor pertaining to the audited financial statements and the operations and outlook of the Unisem Group, some of the questions raised and responses were as follows:

- (i) *What would be the synergies and collaboration between Tianshui Huatian Technology Co., Ltd ("TSHT") and Unisem after the voluntary conditional general offer ("VGO")?*

TSHT via Huatian Technology (Malaysia) Sdn Bhd ("HT Malaysia") is a major shareholder of Unisem. It was agreed that there will be no change in management of the Unisem Group. Unisem's operation is still managed by the present management team. The TSHT group of companies, which has a significant presence in the semiconductor industry in the People's Republic of China, is amongst the largest outsourced semiconductor assembly and test players worldwide. As TSHT has considerable resources and technology, I am of the view that it is in the position to contribute positively to the growth of the Unisem Group.

- (ii) *Have you lost any customers as a result of the VGO?*

No customers were lost consequent to the VGO. Customers were assured of continuity in the management of Unisem Group.

- (iii) *Do the representatives of TSHT, on the board of Unisem, have veto power?*

No, they do not. Under the Constitution of the Company no individual or small group of individuals can dominate the Board's decision making process. It is a practice that all decisions of the Board are unanimous. In the event of even a single dissenting voice a resolution will not be put to a vote and will be deferred or aborted.

- (iv) *What contributed to the drop in revenue / utilization rate in 2018?*

Generally the slowdown in 2018 was attributable to the uncertainties arising from the global trade war and slowdown in the communication and automotive industries. Over the years we have attained considerable technical depth in the business, developed a diversified portfolio of customers and a range of products and services across our facilities/plants in the region. These attributes coupled with prudent financial management will enable us to navigate through temporary market gyrations.

- (v) *What is the dividend distribution rate going forward?*

We paid a total of 7 sen per share of dividends for financial year 2018. It is likely to be the same for this financial year.

- (vi) *What is the status of the public spread?*

Bursa Malaysia Securities Berhad ("Bursa Securities") had vide their letter dated 17 January 2019 approved an extension of time from 31 December 2018 until 1

Company No: 183314-V

July 2019 to comply with the public spread requirement. Based on the Company's Register of Depositors as at 29 March 2019, the public shareholding spread of the Company was at 13.055%. This percentage represents a shortfall of 11.945% from the public spread requirement. The Company together with HT Malaysia are still working on a plan to address the shortfall in the public spread requirement.

There being no other questions raised, the audited financial statements of the Company and its subsidiaries for the financial year ended 31<sup>st</sup> December 2018 and the Reports of the Directors and Auditors thereon laid before the meeting were duly received.

6. Final Dividend Payment

Resolution 1 is to approve the payment of a final dividend of 3 sen per share tax-exempt for the financial year ended 31<sup>st</sup> December 2018.

The Chairman informed the shareholders that the poll for the resolution would be taken at the end of the meeting.

7. Directors' Fees

Resolution 2 is to approve the payment of Directors' fees amounting to RM1,728,000 for the financial year ended 31<sup>st</sup> December 2018.

The Chairman informed the shareholders that the poll for the resolution would be taken at the end of the meeting.

8. Election of Directors pursuant to Regulation 115 of the Company's Constitution

Under Resolutions 3, 4, and 5 in accordance with Regulation 115 of the Company's Constitution, Mr Lee Hoong Leong, Mdm Lim Siew Eng and Puan Mahani Binti Amat retired and being eligible offered themselves for re –election.

The Chairman informed the shareholders that the poll for the resolution would be taken at the end of the meeting.

9. Election of Directors pursuant to Regulation 118 of the Company's Constitution

Under Resolutions 6, 7, and 8 in accordance with Regulation 118 of the Company's Constitution, Mr Xiao Zhiyi, Mr Cui Weibing and Mr Wu Shutao retired and being eligible offered themselves for re –election.

The Chairman informed the shareholders that the poll for the resolution would be taken at the end of the meeting.

10. Appointment of Auditors

Resolution 9 is to approve the appointment of Deloitte PLT as Auditors of the Company until the conclusion of the next Annual General Meeting and that the Directors be authorised to fix their remuneration.

The Chairman informed the shareholders that the poll for the resolution would be taken at the end of the meeting.

11. Authority to Allot Shares

Resolution 10 is to give the Directors of the Company, from the date of the above Annual General Meeting, authority to issue not more than 10% of the issued share capital of the Company. Such issuance of shares will still be subject to the approvals of the Securities Commission and the Bursa Malaysia Securities Berhad. This authority, unless revoked or varied at a general meeting, will expire at the next Annual General Meeting of the Company.

The Chairman informed the shareholders that the poll for the resolution would be taken at the end of the meeting.

12. Any Other Business

The meeting noted that the Company had not received any notice for transaction of any other business.

13. Voting Process

The Chairman invited the representative from Tricor Investor & Issuing House Services Sdn. Bhd. to give an explanation on the e-voting process prior to the commencement of e-voting. The meeting then proceeded to vote.

14. Announcement of Poll Results

After counting of votes, the Chairman reconvened the meeting for the declaration of poll results, as verified by The Scrutineers, as follows:-

	Vote for		Vote against		Total votes	
	No. of units	%	No. of units	%	No. of units	%
<b>Resolution 1</b>	649403066	100.0	0	0	649403066	100.0
<b>Resolution 2</b>	648904676	99.996	23900	0.004	648928576	100.0
<b>Resolution 3</b>	648196728	99.814	1206338	0.186	649403066	100.0
<b>Resolution 4</b>	647305782	99.677	2097284	0.323	649403066	100.0
<b>Resolution 5</b>	647301882	99.676	2141184	0.324	649403066	100.0
<b>Resolution 6</b>	647185350	99.658	2217716	0.642	649403066	100.0
<b>Resolution 7</b>	647185350	99.658	2217716	0.342	649403066	100.0
<b>Resolution 8</b>	647185350	99.658	2217716	0.342	649403066	100.0
<b>Resolution 9</b>	649383066	99.997	20000	0.003	649403066	100.0
<b>Resolution 10</b>	647285782	99.674	2117284	0.326	649403066	100.0

Based on the poll results, the Chairman declared that all resolutions tabled at the Annual General Meeting as carried.

IT WAS RESOLVED:

**Resolution 1**

THAT the payment of a final dividend of 3 sen per share tax-exempt for the financial year ended 31<sup>st</sup> December 2018 be hereby approved.

**Resolution 2**

THAT the payment of Directors' fees amounting to RM1,728,000 for the financial year ended 31<sup>st</sup> December 2018 be hereby approved.

**Resolution 3**

THAT Mr Lee Hoong Leong be re-elected as director of the Company.

**Resolution 4**

THAT Mdm Lim Siew Eng be re-elected as director of the Company.

**Resolution 5**

THAT Puan Mahani Binti Amat be re-elected as director of the Company.

Company No: 183314-V

**Resolution 6**

THAT Mr Xiao Zhiyi be re-elected as director of the Company.

**Resolution 7**

THAT Mr Cui Weibing be re-elected as director of the Company.

**Resolution 8**

THAT Mr Wu Shutao be re-elected as director of the Company.

**Resolution 9**

THAT Deloitte PLT be appointed as Auditors of the Company until the conclusion of the next Annual General Meeting and that the Directors be authorised to fix their remuneration.

**Resolution 10**

THAT pursuant to Section 76(2) of the Companies Act, 2016 and subject to the approval of the relevant authorities (if any shall be required), the Directors be and are hereby empowered to issue and allot shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may deem fit provided that the aggregate number of shares issued in any one financial year of the Company does not exceed 10% of the issued capital of the Company for the time being.

15. **Termination**

There being no other business, the meeting terminated with a vote of thanks to the Chair.

Signed as a correct record,

- Signed -

John Chia Sin Tet  
Chairman of the Meeting