

THRIVEN GLOBAL BERHAD
(Company No. 182350-H)
(Incorporated in Malaysia)

Summary of Key Matters Discussed at the Twenty-Ninth Annual General Meeting of the Company Held at Level 23A, Menara LGB, No. 1, Jalan Wan Kadir, Taman Tun Dr. Ismail, 60000 Kuala Lumpur on Tuesday, 5 June 2018 at 2.30 p.m.

PRESENT :

Datuk Fakhri Yassin Bin Mahiaddin	- Executive Chairman
Encik Ghazie Yeoh Bin Abdullah	- Group Managing Director
Dato' Low Keng Siong	- Non-Independent Executive Director
Mr. Lim Kok Beng	- Independent Non-Executive Director
Mr. Henry Choo Hon Fai	- Independent Non-Executive Director
Mr. Rewi Hamid Bugo	- Independent Non-Executive Director
Mr. Lee Eng Leong	- Non-Independent Non-Executive Director

Shareholders/Proxies

As per Attendance List

IN ATTENDANCE :

Mr. Seet Wan Sing	- Joint Secretary
Ms. Tan Lai Hong	- Joint Secretary

BY INVITATION:

As per Attendance List

AUDITED FINANCIAL STATEMENTS TOGETHER WITH THE DIRECTORS' AND AUDITORS' REPORTS

The Audited Financial Statements of the Company for the financial year ended 31 December 2017 together with the Reports of the Directors and Auditors thereon, were tabled for discussion.

Among the key matters raised by the shareholders on the performance of the Company and its subsidiaries ("the Group") as well as the responses from the Board of Directors and Management were as follows:-

No.	Key Matters raised by the shareholders	Responses from the Board of Directors and Management Team
1.	The current unbilled sales of the Company and the targeted sales for the financial year ending 31 December 2018	The current unbilled sales of the Group is approximately RM461 million. The targeted sales of the Company for the financial year ending 31 December 2018 is RM200 million to be contributed by Lumi Tropicana, Residensi Enesta Behrang (Perak), Desa Aman as well as the Enesta Kepong projects.

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- Summary of Key Matters Discussed at the Twenty-Ninth Annual General Meeting of the Company [cont'd]

No.	Key Matters raised by the shareholders	Responses from the Board of Directors and Management Team
2.	Negative cash balances position of the Group stated on page 89 of the Annual Report 2017	<p>The cash balances were utilised to pay down loans, the majority of which were for project financing. The Group had paid down approximately RM60 million of loans during the financial year 2017.</p> <p>Future cash flow of the Group would be supported by its unbilled sales.</p>
3.	Whether the Company has any plan in appointing an Independent Non-Executive Chairman as well as to increase the number of Independent Directors of the Company to be in line with the recommendation from Malaysian Code of Corporate Governance.	<p>There was a recent reshuffling of members and chairman of the Committees of the Company, in view of the new requirements in the Malaysian Code on Corporate Governance 2017 requiring the Committees to take up additional duties and functions.</p> <p>Hence, the Company had proposed a strategic move for the Board to focus and divide its attention into two (2), which are:-</p> <ol style="list-style-type: none">i. the Audit and Risk Management Committee; andii. the Remuneration Committee and the Nomination Committee. <p>The Board and the Company would continue to develop its Corporate Governance policies for transparency and the best interest of the shareholders.</p>

ORDINARY RESOLUTION 1

- **RE-ELECTION OF DIRECTOR RETIRING PURSUANT TO ARTICLE 76 OF THE COMPANY'S CONSTITUTION**

The re-election of Encik Ghazie Yeoh bin Abdullah as Director of the Company was approved by the shareholders at the Meeting.

There was no matter raised by the shareholders of the Company on this Agenda.

ORDINARY RESOLUTION 2

- **RE-ELECTION OF DIRECTOR RETIRING PURSUANT TO ARTICLE 76 OF THE COMPANY'S CONSTITUTION**

The re-election of Mr. Henry Choo Hon Fai as Director of the Company was approved by the shareholders at the Meeting.

There was no matter raised by the shareholders of the Company on this Agenda.

ORDINARY RESOLUTION 3

- **PAYMENT OF NON-EXECUTIVE DIRECTORS' FEES AND BENEFITS FOR THE PERIOD FROM 1 JANUARY 2018 UNTIL THE 30TH ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD IN 2019**

The payment of Non-Executive Directors' Fees and Benefits for the period from 1 January 2018 until the 30th Annual General Meeting of the Company to be held in 2019 of RM272,300.00 was approved by the shareholders at the Meeting.

There was no matter raised by the shareholders of the Company on this Agenda.

ORDINARY RESOLUTION NO. 4

- **RE-APPOINTMENT OF AUDITORS**

The re-appointment of Messrs. BDO as Auditors of the Company and to hold office in accordance with the terms of their appointment at a remuneration to be determined by the Board of Directors was approved by the shareholders at the Meeting.

There was no matter raised by the shareholders of the Company on this Agenda.

SPECIAL BUSINESS

ORDINARY RESOLUTION NO. 5

- **AUTHORITY FOR DIRECTORS TO ISSUE AND ALLOT SHARES IN THE COMPANY PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016**

The resolution on authority for Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016 was approved by the shareholders at the Meeting.

There was no matter raised by the shareholders of the Company on this Agenda.

ORDINARY RESOLUTION NO. 6

- **PROPOSED RENEWAL AND ADDITIONAL SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

The resolution on proposed renewal and additional shareholders' mandate for recurrent related party transactions of a revenue or trading nature was approved by the shareholders at the Meeting.

There was no matter raised by the shareholders of the Company on this Agenda.

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- Summary of Key Matters Discussed at the Twenty-Ninth Annual General Meeting of the Company [cont'd]
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ORDINARY RESOLUTION NO. 7

• **RETENTION OF MR. LIM KOK BENG AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

The retention of Mr. Lim Kok Beng who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company was approved by the shareholders at the Meeting.

There was no matter raised by the shareholders of the Company on this Agenda.

ORDINARY RESOLUTION NO. 8

• **RETENTION OF MR. HENRY CHOO HON FAI AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

The retention of Mr. Henry Choo Hon Fai who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company was approved by the shareholders at the Meeting.

There was no matter raised by the shareholders of the Company on this Agenda.