

## SUMMARY OF KEY MATTERS DISCUSSED AT THE 34<sup>th</sup> ANNUAL GENERAL MEETING

**VENUE** : **BERJAYA TIMES SQUARE HOTEL, KUALA LUMPUR  
MANHATTAN II BALLROOM  
LEVEL 14, 1 JALAN IMBI, 55100 KUALA LUMPUR**

**DATE** : **THURSDAY, 30 MAY 2019**

**TIME** : **10.00 A.M.**

### CHAIRMAN

The Chairman of the Board of Directors (the “Board”), Datuk Iskandar bin Sarudin presided as Chairman of the Meeting and welcomed all shareholders, proxies and guests to the Thirty-Fourth (34<sup>th</sup>) Annual General Meeting of the Company.

### QUORUM

The Company Secretary, confirmed that a quorum was present and the Chairman called the Meeting to order at 10.00 a.m. The Chairman then proceeded to introduce himself, the Company Secretary and the Members of the Board to the shareholders.

At the invitation of the Chairman, Mr Poh Ying Loo (“Mr Poh”), the Executive Director of the Company, presented the business operations and results of the Company for the financial year ended 31 December 2018 to the Meeting.

### NOTICE

With the consent of the members present, the Notice convening the Meeting having been circulated for the prescribed period was taken as read.

As part of good governance, the Chairman reported that the Company had received total 792 proxy forms for a total of 1,094,546,415 ordinary shares, representing 77.96% of the issued share capital of the Company.

Out of those, there were 114 shareholders who have appointed the Chairman of the Meeting as proxy to vote on their behalf and the shares so represented are 263,282,017, representing 18.75% of the issued share capital of the Company.

AEON CO. (M) BERHAD.

(Company No. 126926-H)

- Summary of Key Matters Discussed at the 34<sup>th</sup> Annual General Meeting

## **POLLING**

The Chairman declared that in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia, all resolutions set out in the Notice of the Meeting will be voted by poll. The Chairman, in his capacity as Chairman of the Meeting, demanded for a poll to be taken on all resolutions set out in the Notice convening the Meeting, pursuant to the Company's Articles of Association.

The Chairman informed the Meeting that the poll would be conducted electronically by using the Tricor e-vote application. The Company had appointed Tricor Investor and Issuing House Services Sdn Bhd, the Company's Share Registrar as Poll Administrator to conduct the electronic polling process and Asia Securities Sendirian Berhad as an independent Scrutineer to verify the poll results.

After a brief explanation by the Poll Administrator on how the electronic poll voting would be conducted and the house keeping rules for the electronic poll voting process, the Chairman proceeded with the business of the Annual General Meeting.

## **QUESTION AND ANSWER SESSION**

The Chairman informed the Meeting that the Company had not received any question from Minority Shareholders Watchdog Group and invited questions from the floor. The following issues were duly responded by the Executive Director: -

- With regards to the plans to increase the margin for retail business, Mr Poh responded that the margin for retail business had been improving for the past few years mainly due to change in strategies such as refurbishment of stores, change of merchandise, introducing better margin assortments. Meanwhile, operating expenses will be controlled.
- With regards to the loss-making stores, Mr Poh informed that most of the loss-making stores in the Northern region were due to limited market size while loss-making stores in the Central region were due to the aging of the stores. The Company had planned to refurbish some of the aging stores in order to enhance competitive advantage against surrounding malls while other strategy such as downsizing had also been implemented for stores which were not performing well.
- On the high debt-to-equity ratio of the Company, Mr Poh responded that it was due to the capital expenditure incurred, which was expected to be reduced moving forward.
- On the increase in interest rate expenses of the Company, Mr Poh responded that the Company would leverage the cash generated from business to pay off its creditors and utilise financing facilities with lower interest rate where possible.

AEON CO. (M) BERHAD.

(Company No. 126926-H)

- Summary of Key Matters Discussed at the 34<sup>th</sup> Annual General Meeting

- With regards to query raised in respect of the poor staff facility at AEON Big in Mid Valley Megamall, Mr Poh informed that AEON Big is a separate entity from the Company. However, the Company would take note and also pay attention to the staff welfare in Mid Valley Megamall store.
- On the disposal of unsold ready-to-eat food, Mr Poh responded that clearance sale would normally take place one or two hours before the closing of business and any unsold ready-to-eat food for the day would be disposed.
- On the threat of e-commerce on the Company's retail business, Mr Poh informed that the Company had collaborated with an e-commerce service provider to provide e-commerce platform for the Company. In consideration of changing lifestyle of consumers, the Company would continue to focus in making the stores and malls to be more interesting to attract customers.
- With regards to the reduced margin in the property management business, Mr Poh responded that the reduction in margin was due to the depreciation of property and higher rental. Mr Shinobu Washizawa added that increase in utility expenses had also resulted in the reduction in margin.
- On the possibility of the Company to separate the business of retail and property management, Mr Poh responded that the Company currently has no plan to separate its retail and property management business.
- On the setting up of Maxvalu store in the vicinity of Ampang, Mr Poh informed that the Company would continue to source for a suitable location for the opening of Maxvalu store in the said vicinity.

After addressing the questions received, the Chairman deemed that the Audited Financial Statements of the Company for the financial year ended 31 December 2018 as tabled and received.

### **VOTING RESULTS**

The following resolutions tabled at the 34<sup>th</sup> Annual General Meeting of the Company were duly passed by the shareholders of the Company: -

AEON CO. (M) BERHAD.

(Company No. 126926-H)

- Summary of Key Matters Discussed at the 34<sup>th</sup> Annual General Meeting

Ordinary Resolution 1	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To declare and approve the payment of a final dividend of 4.0 sen per ordinary share in respect of the financial year ended 31 December 2018.	1,097,399,209	99.999	14,000	0.001	Carried
Ordinary Resolution 2	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To approve the aggregate Directors' fees of the Company of RM1,067,500 for the financial year ended 31 December 2018.	1,097,222,109	99.999	14,000	0.001	Carried
Ordinary Resolution 3	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To approve the benefits payable to the Directors of the Company of up to RM150,000 from the date of the forthcoming Annual General Meeting until the conclusion of the next Annual General Meeting of the Company.	1,097,222,109	99.999	14,000	0.001	Carried
Ordinary Resolution 4	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To re-elect the Director, Datuk Iskandar bin Sarudin, who is retiring pursuant to Article 74 of the Company's Articles of Association	1,097,279,209	99.988	128,500	0.012	Carried
Ordinary Resolution 5	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To re-elect the Director, Mr Shinobu Washizawa, who is retiring pursuant to Article 74 of the Company's Articles of Association	1,097,279,209	99.988	128,500	0.012	Carried

AEON CO. (M) BERHAD.

(Company No. 126926-H)

- Summary of Key Matters Discussed at the 34<sup>th</sup> Annual General Meeting

Ordinary Resolution 6	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To re-elect the Director, Mr Poh Ying Loo, who is retiring pursuant to Article 74 of the Company's Articles of Association	1,097,274,209	99.988	128,500	0.012	Carried
Ordinary Resolution 7	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To re-elect the Director, Datuk Syed Ahmad Helmy bin Syed Ahmad, who is retiring pursuant to Article 74 of the Company's Articles of Association	1,094,855,509	99.768	2,547,200	0.232	Carried
Ordinary Resolution 8	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To re-elect the Director, Dato' Tunku Putra Badlishah Ibni Tunku Annuar, who is retiring pursuant to Article 74 of the Company's Articles of Association	1,097,279,209	99.988	128,500	0.012	Carried
Ordinary Resolution 9	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To re-elect the Director, Encik Abdul Rahim bin Abdul Hamid, who is retiring pursuant to Article 74 of the Company's Articles of Association	1,096,518,909	99.919	888,800	0.081	Carried
Ordinary Resolution 10	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To re-elect the Director, Mr Charles Tseng @ Charles Tseng Chia Chun, who is retiring pursuant to Article 74 of the Company's Articles of Association	1,050,410,109	95.717	46,997,600	4.283	Carried

AEON CO. (M) BERHAD.

(Company No. 126926-H)

- Summary of Key Matters Discussed at the 34<sup>th</sup> Annual General Meeting

Ordinary Resolution 11	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To re-elect the Director, Mr Hiroyuki Kotera, who is retiring pursuant to Article 74 of the Company's Articles of Association	1,097,274,209	99.988	128,500	0.012	Carried
Ordinary Resolution 12	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To re-elect the Director, Ms Chong Swee Ying, who is retiring pursuant to Article 74 of the Company's Articles of Association	1,097,274,209	99.988	128,500	0.012	Carried
Ordinary Resolution 13	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
To re-appoint KPMG Desa Megat PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.	1,093,174,941	99.814	2,039,268	0.186	Carried
Ordinary Resolution 14	VOTES FOR		VOTES AGAINST		RESULT
	No. of shares	%	No. of shares	%	
Proposed Renewal of Existing Shareholders' Mandate for the Recurrent Related Party Transactions of a Revenue or Trading Nature and Proposed New Shareholders' Mandate for Additional Recurrent Related Party Transactions of a Revenue or Trading Nature	381,218,709	100.000	0	0.000	Carried

Mr Shinobu Washizawa, Mr Poh Ying Loo, Mr Hiroyuki Kotera and Ms Chong Swee Ying have declared their interest and have undertaken to ensure that persons connected to them have abstained from voting on the Ordinary Resolution 14, deliberating and approving the Proposed Shareholders' Mandate at the Annual General Meeting.

AEON CO. (M) BERHAD.

(Company No. 126926-H)

- Summary of Key Matters Discussed at the 34<sup>th</sup> Annual General Meeting

**CONCLUSION**

There being no other business to be transacted, the Meeting concluded at 11.55 a.m. with a vote of thanks to the Chair.