

KPJ HEALTHCARE BERHAD

Shareholders Meeting Details

Date : 26 June 2024
 Location : Ballroom 1 and 2, Level 1
 Sime Darby Convention Centre
 1A, Jalan Bukit Kiara 1, Bukit Kiara
 60000 Kuala Lumpur
 Malaysia

All resolutions were approved by the EPF and details of the resolutions are as follows:

Summary Resolutions		Voting Decision
1	To re-elect Encik Mohamed Ridza Bin Mohamed Abdulla, who retires pursuant to Rule 95(i) of the Constitution of the Company and being eligible, has offered himself for re-election.	FOR
2	To re-elect Encik Hisham Bin Zainal Mokhtar, who retires pursuant to Rule 95(i) of the Constitution of the Company and being eligible, has offered himself for re-election.	FOR
3	To re-elect Puan Annie Binti Rosle, who retires pursuant to Rule 95(i) of the Constitution of the Company and being eligible, has offered herself for re-election.	FOR
4	To re-elect Mr. Chin Keat Chyuan, who retires pursuant to Rule 96 of the Constitution of the Company and being eligible, has offered himself for re-election.	FOR
5	To re-elect Tan Sri Dato' Sri Dr. Ismail Bin Haji Bakar, who retires pursuant to Rule 96 of the Constitution of the Company and being eligible, has offered himself for re-election.	FOR
6	To approve the payment of directors' fees up to an aggregate amount of RM3,110,000 to the Non-Executive Directors ("NEDs") from the conclusion of the 31st AGM until the conclusion of the next AGM of the Company. <i>(Reason for ABSTAIN: We observed the proposed payment of directors' fees up to an aggregate amount of RM3,110,000 is relatively high, an increase of about 94% yoy from RM1,600,000 in the previous AGM. Therefore, we strongly suggest the company to undertake a comprehensive benchmarking exercise on its directors' fees)</i>	ABSTAIN
7	To approve the payment of benefits payable to the NEDs up to an aggregate amount of RM2,200,000 from the conclusion of the 31st AGM until the conclusion of the next AGM of the Company.	FOR
8	To approve the payment of a one-off ex gratia of RM60,000 to each of the NEDs of the Company in recognising the dedicated commitment and invaluable contributions by the NEDs of the Company in steering and achieving the stellar financial performance of the Group for the financial year ended 31 December 2023. <i>(Reason for Voting AGAINST: We observed that the one-off ex gratia payment to NEDs is not a market practice and we believe that the total remuneration paid last year was adequate)</i>	AGAINST
9	To re-appoint Ernst & Young PLT as Auditors of the Company for the ensuing financial year ending 31 December 2024 and to authorise the Directors to fix their remuneration.	FOR
10	Authority to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016. <i>(Reason for Voting AGAINST: The Company does not provide sufficient disclosure on the purpose of the utilization of the proceeds from the allotment and issuance of the new shares)</i>	AGAINST
11	Proposed Authority for KPJ to purchase its own shares of up to 10% of the total number of issued shares of the Company. <i>(Reason for voting AGAINST: The EPF is of the view that the proposed share buyback scheme is not beneficial to shareholders. The EPF believes that higher dividend payments would be a better way of rewarding shareholders)</i>	AGAINST
12	Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions ("RRPTs") of a Revenue or Trading Nature and Proposed New Shareholders' Mandate for Additional RRPTs of a Revenue or Trading Nature.	FOR
13	Proposed Alteration or Amendments to the Constitution of the Company. <i>(Reason for Voting AGAINST: The EPF is of the view that the proposed amendments are not beneficial to shareholders)</i>	AGAINST

