

BINTULU PORT HOLDINGS BERHAD
[Registration No. 199601008454 (380802-T)]
[Incorporated in Malaysia]

MINUTES OF THE 25TH ANNUAL GENERAL MEETING CONDUCTED ENTIRELY THROUGH LIVE STREAMING FROM THE BROADCAST VENUE AT TRICOR BUSINESS CENTRE, GEMILANG MEETING ROOM, LEVEL 32, TOWER A, VERTICAL BUSINESS SUITE AVENUE 3, BANGSAR SOUTH, NO. 8 JALAN KERINCHI 59200 KUALA LUMPUR, WILAYAH PERSEKUTUAN KUALA LUMPUR ON WEDNESDAY, 28 APRIL 2021 AT 5.00 P.M.

VIDEO : PRESENT AT THE BROADCASTING VENUE
CONFERENCING

YBhg. Tan Sri Dr. Ismail bin Hj. Bakar
Chairman
Proxy to list of names enclosed as per Appendix I

Encik Salihin bin Abang
Director

YBhg. Dato Mohammad Medan bin Abdullah
Group Chief Executive Officer

Encik Rosli bin Idris (MIA15730)
Company Secretary

REMOTE : YBhg. Tan Sri Datuk Amar Hj. Mohamad Morshidi bin Abdul Ghani
PARTICIPATION Director

YABhg. Gen Dato' Seri DiRaja Tan Sri (Dr.) Mohd Zahidi bin Hj. Zainuddin (R)
Director

YBhg. Dato Sri Fong Joo Chung
Director

YBhg. Dato' Sri Mohamed Khalid bin Yusuf @ Yusup
Director

YBhg. Datuk Nasarudin bin Md Idris
Director

YBhg. Datuk Nozirah binti Bahari
Director

YBhg. Datuk Yasmin binti Mahmood
Director

Puan Zakiah binti Jaafar
Director

Encik Dzafri Sham bin Ahmad
Director

Sharifah Rafidah binti Wan Mansor (LS0009456)
Joint Company Secretary

**REMOTE
PARTICIPATION**

: Cik Najihah binti Khalid, Partner
Messrs. Ernst & Young PLT
External Auditors

Tricor Investor & Issuing House Services Sdn. Bhd.
Poll Administrator

Puan Melissa Liew
Scrutineer Solutions Sdn. Bhd.
Scrutineer

The attendance of Members/Corporate Representatives/Proxies as per Summary of Attendance List in **Appendix II**.

1.0 CHAIRMAN OF THE MEETING

YBhg. Tan Sri Dr. Ismail bin Hj. Bakar, the Chairman of Bintulu Port Holdings Berhad chaired the meeting. The Chairman extended a warm welcome and convened the Twenty - Fifth (25th) Annual General Meeting ("**AGM**") of Bintulu Port Holdings Berhad as the requisite quorum is present.

2.0 OPENING REMARKS

The Chairman expressed his sincere and utmost gratitude to the Management and staff for their continued efforts in making the year 2020 a meaningful year despite the very challenging business environment. For the safety of all shareholders, stakeholders and employees, particularly against the COVID-19 pandemic, the Board of Directors ("**Board**") has decided to convene the Company's 25th AGM entirely through live streaming from a broadcast venue at Tricor Business Centre, Gemilang Meeting Room located at the office of Tricor Investor & Issuing House Services Sdn. Bhd. ("**Tricor**").

Tan Sri Chairman introduced each and every member of the Board, the Group Chief Executive Officer, the Company Secretaries as well as the representatives from the office of the external auditors, poll administrator and scrutineer who were in attendance.

3.0 VALIDITY OF QUORUM

The Chairman informed that in accordance with Clause 23.1 of the Company's Constitution, the quorum necessary for the transaction of business at a general meeting shall be two (2) shareholders present personally or by proxy or by corporate representative entitled to vote.

There were one hundred and thirteen (113) Members present in person or by proxy at the commencement of this Meeting.

The Company Secretary also informed that shareholders of 383,764,071 shares had lodged their proxies within the stipulated time and holders of 313,898,294 shares had appointed the Chairman of the meeting to be their proxies.

The Chairman thereby call the Twenty – Fifth (25th) AGM to order as the requisite quorum is present.

4.0 VALIDITY OF NOTICE

The Chairman informed that the notice convening this AGM had already been circulated to all shareholders, the Bursa Malaysia and the Auditors of the Company in accordance with the Company's Constitution. The Notice of this 25th AGM had also been advertised in the New Straits Times and Borneo Post on 7 April 2021.

5.0 PRESENTATION BY MANAGEMENT

Before proceeding with the meeting agenda, the Chairman invited the Group Chief Executive Officer ("**Group CEO**") to present an overview on the performance and operation of Bintulu Port Holdings Berhad Group.

YBhg. Dato Mohammad Medan bin Abdullah made a brief presentation on the performance of the Company as per **Appendix III**, which, amongst others, covered the following areas:

- (a) the current corporate structure of the Group;

- (b) the aerial view of Bintulu Port Sdn Bhd, Biport Bulkiers Sdn Bhd and Samalaju Industrial Port Sdn Bhd;
- (c) the Group's business response plan highlights;
- (d) the Group's key achievement highlights in respect of the operational excellence, business growth and smart digital green port initiatives;
- (e) summary of the Group's operational performance highlights; and

the Group's financial highlights with profit after tax recorded at RM93.30 million (Profit After Tax for 2019: RM129.30 million).

The Group CEO further highlighted the seven (7) questions received from the Minority Shareholders Watch Group (MSWG), comprising six (6) questions on strategy and financials and one (1) on corporate governance. The response and feedback by the Management to all questions were displayed on the screen. The Group CEO answered all seven (7) questions and made further elaborations on the feedback to the questions. The complete questions and answers thereto will be published on the Company's website.

6.0 VOTING AND ADMINISTRATIVE MATTERS

Tan Sri Chairman highlighted to all Members, Corporate Representatives and Proxies that all resolutions tabled shall be voted upon by way of a poll. The Company has appointed Tricor as Poll Administrator to conduct the polling process, and Scrutineer Solutions Sdn. Bhd. as Independent Scrutineers to verify the poll results.

The Chairman further informed that all the Ordinary Resolutions will be put to vote remotely using the remote participation and voting or the Remote Participation and Voting ("RPV") application.

The Chairman reminded that attendance at this AGM is restricted only to the Company's shareholders, proxies and authorised representatives of corporate shareholders who have registered to participate in this meeting remotely. Due to confidentiality, any visual or audio recording during the AGM is strictly prohibited unless written consent from the Company has been obtained prior to this meeting.

The Chairman invited the representative from Tricor to explain the voting procedures. At this juncture, a pre-recorded video presentation on the voting procedures and steps was broadcasted on the screen.

7.0 AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 AND THE REPORTS OF DIRECTORS AND AUDITORS THEREON

The Chairman informed the meeting that the Directors' Report and Audited Financial Statements for the year ended 31 December 2020 had been sent to all shareholders in accordance with the Company's Constitution and presumed that the Reports had been read.

Further he also informed that the agenda is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of shareholders and hence, will not be put for voting.

RESOLVED:

That the Audited Financial Statements of the Company for the financial year ended 31 December 2020 together with the Directors' Report and the Auditors thereon be adopted.

8.0 RESOLUTION 1:

TO APPROVE THE PAYMENT OF DIRECTORS' FEES OF UP TO RM1,877,200.00 FOR THE PERIOD FROM APRIL 2021 TO THE NEXT AGM OF THE COMPANY IN 2022 TO THE NON-EXECUTIVE DIRECTORS OF BINTULU PORT HOLDINGS BERHAD GROUP OF COMPANIES

The Chairman put up before the meeting that the payment of Directors' Fee amounting RM1,877,200.00 to the Non-Executive Directors of Bintulu Port Holdings Berhad Group of Companies for the year 2021 starting from April 2021 until the next AGM of the Company in 2022 be paid.

The Chairman demanded for a poll as the Chairman of the Meeting in accordance with Clause 23.6 of the Company's Constitution, which would be conducted upon completion of the remaining business of the Meeting.

9.0 RESOLUTION 2:

TO APPROVE THE PAYMENT OF DIRECTORS' BENEFITS PAYABLE OF UP TO RM746,000.00 FOR THE PERIOD FROM APRIL 2021 TO THE NEXT AGM OF THE COMPANY IN 2022 TO THE NON-EXECUTIVE DIRECTORS OF BINTULU PORT HOLDINGS BERHAD GROUP OF COMPANIES

The Chairman put up before the meeting that the payment of Directors' benefits payable amounting RM746,000.00 to the Non-Executive Directors of Bintulu Port Holdings Berhad Group of Companies for the year 2021 starting from April 2021 until the next AGM of the Company in 2022 be paid.

Tan Sri Chairman demanded for a poll as the Chairman of the Meeting in accordance with Clause 23.6 of the Company's Constitution, which would be conducted upon completion of the remaining business of the Meeting.

10.0 RESOLUTION 3:

RE-ELECTION OF YBHG. DATO' SRI MOHAMED KHALID BIN YUSUF @ YUSUP WHO RETIRES PURSUANT TO CLAUSE 24.5 OF THE COMPANY'S CONSTITUTION

The Chairman informed that by virtue of Clause 24.5 of the Constitution of the Company, an election of Directors shall take place each year where one-third of the Directors (whether Government Appointed Directors or not) who are subject to retirement by rotation or, if their number is not 3 or a multiple of 3, the number nearest to one-third shall retire from office.

The Chairman tabled the motion that **YBhg. Dato' Sri Mohamed Khalid bin Yusuf @ Yusup** retired under Clause 24.5 of the Company's Constitution and has offered himself for re-election.

The Chairman proposed that **YBhg. Dato' Sri Mohamed Khalid bin Yusuf @ Yusup** be re-elected as Director of the Company.

Tan Sri Chairman demanded for a poll as the Chairman of the Meeting in accordance with Clause 23.6 of the Company's Constitution, which would be conducted upon completion of the remaining business of the Meeting.

**11.0 RESOLUTION 4:
RE-ELECTION OF YBHG. DATUK YASMIN BINTI MAHMOOD WHO RETIRES
PURSUANT TO CLAUSE 24.5 OF THE COMPANY'S CONSTITUTION**

The Chairman tabled the motion that **YBhg. Datuk Yasmin binti Mahmood** retired under Clause 24.5 of the Company's Constitution and has offered himself for re-election.

The Chairman proposed that YBhg. Datuk Yasmin binti Mahmood be re-elected as Director of the Company.

Tan Sri Chairman demanded for a poll as the Chairman of the Meeting in accordance with Clause 23.6 of the Company's Constitution, which would be conducted upon completion of the remaining business of the Meeting.

**12.0 RESOLUTION 5:
RE-ELECTION OF ENCIK DZAFRI SHAM BIN AHMAD WHO RETIRES
PURSUANT TO CLAUSE 24.5 OF THE COMPANY'S CONSTITUTION**

The Chairman tabled the motion that **Encik Dzafrî Sham bin Ahmad** retired under Clause 24.5 of the Company's Constitution and has offered himself for re-election.

The Chairman proposed that Encik Dzafrî Sham bin Ahmad be re-elected as Director of the Company.

Tan Sri Chairman demanded for a poll as the Chairman of the Meeting in accordance with Clause 23.6 of the Company's Constitution, which would be conducted upon completion of the remaining business of the Meeting.

**13.0 RESOLUTION 6:
RE-APPOINTMENT OF MESSRS. ERNST & YOUNG PLT AS AUDITORS OF
THE COMPANY AND TO AUTHORISE THE DIRECTORS TO FIX THEIR
REMUNERATION**

The Chairman put up before the meeting that Messrs. Ernst & Young PLT retired at this Annual General Meeting and had expressed their willingness to continue in office as Auditors of the Company.

The Audit and Risk Committee and the Board of Directors of the Company have considered the re-appointment of Messrs Ernst & Young PLT as Auditors of the Company and collectively agreed that Messrs Ernst & Young PLT has met the relevant criteria prescribed under Paragraph 15.21 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Chairman proposed that Messrs. Ernst & Young PLT be re-appointed as the Company's Auditors and the Board of Directors be authorized to fix their remuneration.

Tan Sri Chairman demanded for a poll as the Chairman of the Meeting in accordance with Clause 23.6 of the Company's Constitution, which would be conducted upon completion of the remaining business of the Meeting.

14.0 ANY OTHER BUSINESS

The Chairman informed that the Company has not received any notice to deal with any other business for which due notice is required to be given pursuant to the Companies Act 2016 and the Constitution of the Company.

15.0 QUESTIONS AND ANSWERS SESSION

The response by the Company to the comments and questions raised by the shareholders / corporate representatives / proxies were as follows :

- (a) Ms. Pui Syn Kong raised the following questions:
- (i) whether there was any COVID-19 case at the ports todate; and
 - (ii) the purpose of the LNG Gassing Up and Cooling Down ("GUCD") tanker.

The Group CEO informed that as at todate, there was no COVID-19 case among the employees of BPHB Group. In fact, the both Bintulu and Samalaju Ports managed to maintain zero downtime and there was no disruption to the ports' operations amid the pandemic outbreak. In respect to the GUCD tanker, the Group CEO explained that the purpose of GUCD tanker is to fill up LNG molecule into the storage tanks in LNG vessels. This molecule will reduce the temperature of the storage tanks and the next LNG cargos can be stored into the tanks upon completion of the GUCD process. This service is provided to LNG vessels.

(b) Ms. Au Yong Chee Hoong enquired on the following matters:

- (i) the breakdown on the port's exports from the SCORE corridor; and
- (ii) the top three (3) largest customers of Samalaju Industrial Port.

The Group CEO informed that the top three (3) major customers of Samalaju Industrial Port are Press Metal Berhad, OM Material Sdn Bhd and Pertama Ferraalloy Bhd. The main export products from the SCORE corridor at Samalaju Industrial Park are aluminum, silicone and manganese.

The Group CEO informed that the response and answers to other questions will be published on the Company's website.

16.0 VOTING

The Chairman reminded all proxies/corporate representatives to vote according to the procedures as presented by Tricor earlier. All shareholders and proxies are required to cast their vote using RPV facility.

The polling process for the 25th Annual General Meeting was expected to be concluded in about ten (10) minutes.

17.0 DECLARATION OF RESULTS

- 17.1 At 6.25 pm, the Chairman called the Meeting to order for the declaration of results. He informed that he had received the poll results from Tricor Investor & Issuing House Services Sdn. Bhd. The Chairman read out the poll results and informed the members and proxies present to pay attention to the polling result as displayed on the screen and the results of the poll Resolution are as follows: -

Resolution 1 - To Approve the Payment of Directors' Fee Amounting RM1,877,200.00 to the Non-Executive Directors of Bintulu Port Holdings Berhad Group of Companies for the Period from April 2021 until the next AGM of the Company in 2022

Resolution	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 1	383,750,517	99.9971	11,254	0.0029

The Chairman declared that **Resolution 1** was duly passed as follows: -

“THAT the payment of Directors’ Fee amounting RM1,877,200.00 to the Non-Executive Directors of Bintulu Port Holdings Berhad Group of Companies for the period starting from April 2021 until the next AGM of the Company in 2022 be hereby approved”.

Resolution 2 - To Approve the Payment of Directors’ Benefits Payable Amounting RM746,000.00 to the Non-Executive Directors of Bintulu Port Holdings Berhad Group of Companies for the Period from April 2021 until the next AGM of the Company in 2022

Resolution	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 2	383,750,712	99.9971	11,259	0.0029

The Chairman declared that **Resolution 2** was duly passed as follows: -

“THAT the payment of Directors’ benefits payable amounting RM746,000.00 to the Non-Executive Directors of Bintulu Port Holdings Berhad Group of Companies for the period from April 2021 until the next AGM of the Company in 2022 be hereby approved”.

Resolution 3 - Re-Election of YBhg. Dato’ Sri Mohamed Khalid bin Yusuf @ Yusup who retires pursuant to Clause 24.5 of the Company’s Constitution

Resolution	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 3	383,758,198	99.9990	3,773	0.0010

The Chairman declared that **Resolution 3** was duly passed as follows: -

“THAT YBhg. Dato’ Sri Mohamed Khalid bin Yusuf @ Yusup retiring pursuant to Clause 24.5 of the Constitution of the Company and who being eligible, be hereby re-elected as Director of the Company”.

Resolution 4 - Re-Election of YBhg. Datuk Yasmin binti Mahmood who retires pursuant to Clause 24.5 of the Company’s Constitution

Resolution	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 4	383,758,225	99.9990	3,746	0.0010

The Chairman declared that **Resolution 4** was duly passed as follows: -

“THAT YBhg. Datuk Yasmin binti Mahmood retiring pursuant to Clause 24.5 of the Constitution of the Company and who being eligible, be hereby re-elected as Director of the Company”.

Resolution 5 - Re-Election of Encik Dzafri Sham bin Ahmad who retires pursuant to Clause 24.5 of the Company’s Constitution

Resolution	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 5	383,757,802	99.9989	4,169	0.0011

The Chairman declared that **Resolution 5** was duly passed as follows: -

“THAT Encik Dzafri Sham bin Ahmad retiring pursuant to Clause 24.5 of the Constitution of the Company and who being eligible, be hereby re-elected as Director of the Company”.

Resolution 6 - Re-Appointment of Messrs Ernst & Young PLT as Auditors of the Company and to authorise the Directors to fix their Remuneration

Resolution	FOR		AGAINST	
	Number of Shares	%	Number of Shares	%
Ordinary Resolution 6	383,751,943	99.9992	3,028	0.0008

The Chairman declared that **Resolution 6** was duly passed as follows:-

“THAT Ernst & Young PLT be hereby re-appointed as Auditors of the Company and to authorise the Directors to fix their remuneration”

18.0 CLOSURE OF MEETING

There being no other business to be transacted, the Meeting ended at 6.30 p.m. with a vote of thanks to the Chairman.

The meeting adjourned at 6.30 p.m.

Confirmed on2021

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CHAIRMAN

BINTULU PORT HOLDINGS BERHAD

Minutes of 25th AGM of BPHB

APPENDIX I

BINTULU PORT HOLDINGS BERHAD
(380802-T)

Twenty-Fifth (25th) Annual General Meeting

Tricor Business Centre, Gemilang Room, Unit 29.01, Level 29, Tower A, Vertical Business Suite,
Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur
On 28-April-2021 at 05:00PM

Attendance Listing

8.Chairman as Proxy

No	P/Slip	Holder	Holder IC	Proxy	Proxy IC	Security Represent
1	52219	CARTABAN NOMINEES (ASING) SDN B	263367W	CHAIRMAN OF THE MEETING	100	94
2	52217	CIMB GROUP NOMINEES (TEMPATAN)	274740T	CHAIRMAN OF THE MEETING	100	131,171,000
3	52220	CITIGROUP NOMINEES (ASING) SDN BI	199301009138	CHAIRMAN OF THE MEETING	100	25,900
4	52221	CITIGROUP NOMINEES (ASING) SDN BI	199301009138	CHAIRMAN OF THE MEETING	100	300
5	52218	EQUISAR ASSETS SDN. BHD.	1036405V	CHAIRMAN OF THE MEETING	100	60,000,000
6	52216	STATE FINANCIAL SECRETARY SARA\	ORD211948	CHAIRMAN OF THE MEETING	100	122,701,000
Total						313,898,294

APPENDIX II

BINTULU PORT HOLDINGS BERHAD

(380802-T)

Twenty-Fifth (25th) Annual General Meeting

Tricor Business Centre, Gemilang Room, Unit 29.01, Level 29, Tower A, Vertical Business Suite,

Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur

On 28-April-2021 at 05:00PM

Attendance Listing

All Counters

No	P/Slip	Holder	CDS	Proxy	Proxy IC	Security rep	Security held
1	51439	KHOO SIEW	018109041	-	-	0	20
2	51441	KAM SANG @ KUM KWONG SE	057002651	-	-	0	2
3	51443	YAP YOKE MING	056843642	-	-	0	1,000
4	51444	TEH AI HIONG	014316350	KHOO CHOON HAWK @ KHO	450520-05-5151	2,000	0
5	51447	CHAN AH MOI	003679941	-	-	0	100
6	51448	MOY HA @ TONG SOW KHUAN	000388470	-	-	0	1,000
7	51449	WONG LOK JEE @ ONG LOK JE	001429083	-	-	0	3,227,000
8	51450	PRABAGAREN A/L SINGARAVI	003184132	-	-	0	2
9	51451	NG KIAN HUAT	032784506	-	-	0	5
10	51453	TEH PENG TIN	001559889	-	-	0	30
11	51454	SIEW AH MENG	043876291	-	-	0	1,500
12	51455	NAI MENG TONG	032809261	GOH PHAIK AI	500902-07-5214	200	0
13	51456	TEH AI TUAN	014281786	YOONG AH TAI	510210-05-5078	500	0
14	51457	LOH CHEOK WA	039762356	-	-	0	12
15	51458	YEE CHIONG FOON	000376574	-	-	0	1,000
16	51459	CHEW BOON HOR	039552773	-	-	0	3,000
17	51460	MOO SAIK LOONG	053953899	-	-	0	25,000
18	51461	YIM KAM MOON	052876406	-	-	0	4,000
19	51462	CHAN CHEE BIN	056775679	-	-	0	30
20	51464	YU CHOOI CHIN	010600070	-	-	0	2
21	51465	VOONG SIEW LIAN	044228906	-	-	0	9
22	51466	LEE SUAN BEE	001559723	-	-	0	30
23	51467	THAVARAJAN A/L MUTHIAH P	016032211	-	-	0	200
24	51469	TEH AI HIONG	014316350	TEH AI POH	530913-05-5216	2,000	0
25	51470	KOK SAK LIN	062235031	-	-	0	3
26	51472	ONG SON YANG	031364599	-	-	0	200
27	51474	KHOR BEE KUAN	002610665	TEH KIM CHOO	540808-10-5874	1	0
28	51475	TAN WUI YEE	009607060	-	-	0	80,200
29	51477	KHOR PENG SEONG	001046481	-	-	0	5,000
30	51478	LUM PEK KAM	062477179	-	-	0	2
31	51479	LEE YOKE CHUN	039767801	-	-	0	12
32	51481	ONG SEW YANG	008914210	-	-	0	200
33	51483	YEE CHIN CHIEW	003137965	-	-	0	1,000
34	51484	CHONG LEONG WANG	038384475	LIM BEE GEOK	560901-10-6212	1	0
35	51485	LOOI SIEW CHEONG	000632224	-	-	0	1
36	51487	LIM BEE GUAT	005186473	-	-	0	2
37	51488	YEOW HOO MENG	047075759	-	-	0	300
38	51489	KHONG SENG KONG	028092047	-	-	0	2
39	51490	TAN CHEE YEN	001444587	-	-	0	100
40	51492	PORAVI A/L S P SITHAMBARAI	056565690	-	-	0	100
41	51494	TEH AI HONG	014316871	-	-	0	1,000
42	51496	ENG BENG WENG	024129157	-	-	0	50
43	51497	TAN HANG SEONG	056982713	-	-	0	100
44	51500	ENG BENG LAN	003759297	-	-	0	10
45	51501	MONO KARI A/P SOKKALINGA	058402744	-	-	0	9
46	51504	TAN SAIK KUEN	056554074	-	-	0	500
47	51508	TSAI SONG LIM	050800218	-	-	0	100
48	51509	CHU KWOK KEONG	048350581	-	-	0	5
49	51510	TAN KIM KHUAT	059955773	-	-	0	10
50	51512	ENG BENG BEE	000435362	-	-	0	10

No	P/Slip	Holder	CDS	Proxy	Proxy IC	Security rep	Security held
51	51513	KUM HOE LEONG	053767281	-	-	0	11
52	51514	BADAN PENGAWAS PEMEGAN	043279652	RITA FOO CHUI FOONG	710426-10-5624	100	0
53	51516	THAM CHEE LEONG	005336052	-	-	0	1,000
54	51517	TAN CHOI CHENG	047093612	-	-	0	100
55	51519	PO KWANG HUEI	065307936	-	-	0	2
56	51520	CHONG MUI VUN	050587625	-	-	0	1,000
57	51523	ENG BENG YET	006671465	-	-	0	10
58	51524	AU YONG CHEE HOONG	037149580	-	-	0	1,000
59	51525	NG HOON HO	046020889	-	-	0	131
60	51526	HONG KOK CHUANG	049324700	-	-	0	1
61	51527	TAN HOOI IM	050162643	-	-	0	1
62	51528	LEONG WEN CHEW	053303533	-	-	0	2,000
63	51531	CHUA SIANG CHER	036844371	-	-	0	1,000
64	51532	TEH AI KING	014316681	KHOO LEONG HUANG	801003-05-5235	2,000	0
65	51533	NG YING SENG	051639938	-	-	0	5
66	51534	CHOW LEE JING	049342462	-	-	0	200
67	51536	TEH AI KING	014316681	KHOO LEONG SHEN	831025-05-5129	2,000	0
68	51537	OOI WEI CHANG	059037143	-	-	0	5
69	51538	TEH SUE LENG	039754379	-	-	0	20
70	51539	TEH SUE WEI	045586393	-	-	0	20
71	51540	YUAN TING JING	059849778	-	-	0	17,000
72	51541	CHONG MING HAN	053991006	-	-	0	2
73	51542	CITIGROUP NOMINEES (TEMP/	051417319	YONG MUN HONG	940510-10-5217	24,251,400	0
74	51543	CHONG LEONG WANG	038384475	LIM ZHE EN	980118-02-6596	1	0
75	51544	MAYBANK NOMINEES (ASING	050557685	HARRY CHANDRA TSJAN	B2929239	4	0
76	51545	JINI	056728306	-	-	0	200
77	51546	TSJAN KHEN SANG	056725435	-	-	0	196
78	52216	STATE FINANCIAL SECRETAR	012390340	CHAIRMAN OF THE MEETING	100	122,701,000	0
79	52217	CIMB GROUP NOMINEES (TEM	055815336	CHAIRMAN OF THE MEETING	100	131,171,000	0
80	52218	EQUISAR ASSETS SDN, BHD	056126170	CHAIRMAN OF THE MEETING	100	60,000,000	0
81	52219	CARTABAN NOMINEES (ASINC	044793016	CHAIRMAN OF THE MEETING	100	94	0
82	52220	CITIGROUP NOMINEES (ASING	034438143	CHAIRMAN OF THE MEETING	100	25,900	0
83	52221	CITIGROUP NOMINEES (ASING	057518490	CHAIRMAN OF THE MEETING	100	300	0
84	52223	ONG ENG KEOK (MALAYSIA) S	057884611	YEOH GEOK CHOO	431129-08-5020	3,000	0
85	52224	LAU AH LAH @ LAU KIM WAN	057002578	-	-	0	2
86	52225	NAI KOON SIANG	033082736	LIM YOK YU @ LIM YOK MEI	500125-05-5154	200	0
87	52226	PUI SYN KONG	010366722	-	-	0	20,000
88	52227	LIM YOK YU @ LIM YOK MEI	032911927	NAI MENG TONG	510802-10-5825	500	0
89	52228	LEE ENG FOCK	002666584	-	-	0	1,000
90	52229	SIM GUAN RESOURCES SDN B	032651804	YEOH GEOK BEE	521111-08-6040	4,000	0
91	52230	YAP SIEW LAN	045034196	-	-	0	100
92	52231	LIM POH LEAN	046288015	LEE YU KEONG	570423-06-5223	1	0
93	52232	LOH KHEN LOON	019483221	-	-	0	5,000
94	52233	KUM HOE CHEAONG	056547136	-	-	0	2
95	52234	THAM CHEE YEE	061002747	-	-	0	1,000
96	52235	SIAW SIN KEE	005861489	-	-	0	2,000
97	52236	NAI CHING YEE	032933913	NAI KOON SIANG	790115-14-5891	100	0
98	52237	KUM HOE KHAEN	057002636	-	-	0	2
99	52238	NAI CHING YEE	032933913	LEE SIN WEI	791220-14-5740	100	0
100	52239	NAI KOON SIANG	033082736	KOH CHEE MUN	820623-14-5649	200	0
101	52240	LIM YOK YU @ LIM YOK MEI	032911927	NAI CHING YEE	820808-14-5864	500	0
102	52241	CHIA ZHI HUI	053034690	-	-	0	100
103	52242	KUMPULAN WANG PERSARAA	043765304	MOHAMED FARHAN HILMAN	930406-05-5011	21,095,250	0
104	52243	KUMPULAN WANG PERSARAA	043765304	PRAVENA NITHIANANDA JAV	960306-08-5130	21,095,250	0
105	52244	KHOR BEE KUAN	002610665	CHAIRMAN OF THE MEETING	100	1	0
106	52245	TEH AI TUAN	014281786	CHAIRMAN OF THE MEETING	100	500	0
Total						380,358,103	3,405,968

Present At Meeting

Total Security : 383,764,071

Total Number: 106

Director Not A Holder Attendance

No	Name	IC
1	GENERAL DATO' SERI DIRAJA TAN SRI (DR.) MOHD ZAHIDI BIN	480430-08-5821
2	DATO SRI FONG JOO CHUNG	490624-13-5005
3	DATUK NASARUDIN BIN MD IDRIS	550427-05-5489
4	DATO MOHAMMAD MEDAN BIN ABDULLAH	580815-13-5699
5	DATO' SRI MOHAMED KHALID BIN YUSUF @ YUSUP	530602-13-5315
6	DATUK YASMIN BINTI MAHMOOD	630310-03-5142
7	TAN SRI DATUK AMAR HJ MOHAMAD MORSHIDI BIN ABDUL G	560812-13-5599
8	ENCIK DZAFRI SHAM BIN AHMAD	650820-06-5489
9	DATUK NOZIRAH BINTI BAHARI	551228-09-5044
10	ENCIK SALIHIN BIN ABANG	730103-13-5077
11	TAN SRI DR. ISMAIL BIN HJ BAKAR	600119-01-5103
12	ZAKIAH BINTI JAAFAR	670309-10-5592

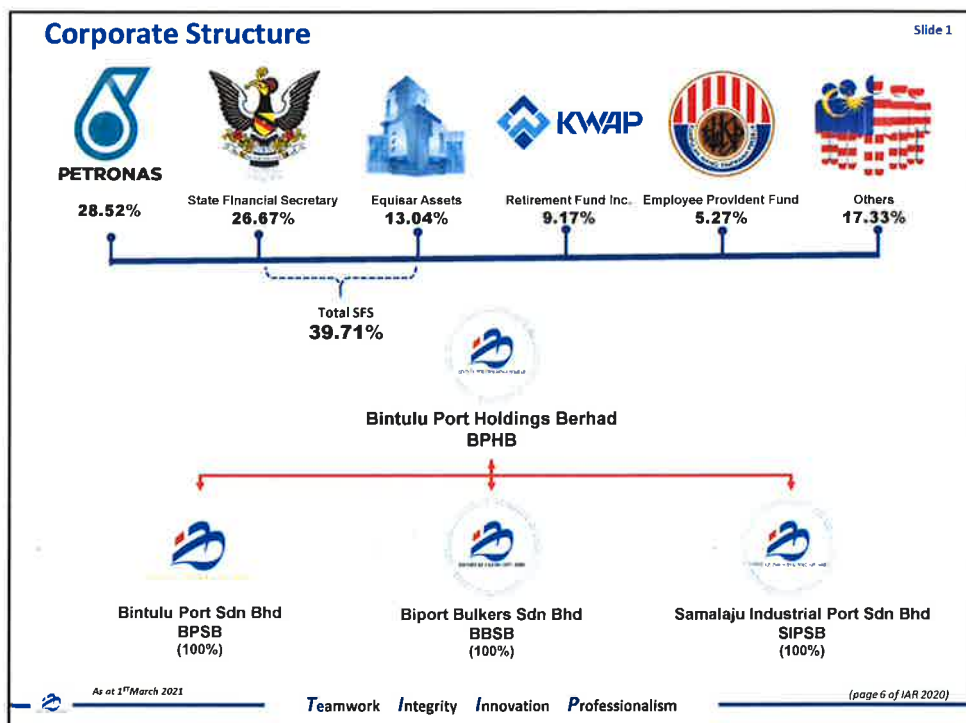
Total Number: 12

Secretary Not A Holder Attendance

No	Name	IC
1	ROSLI BIN IDRIS	690701-08-6689
2	SHARIFAH RAFIDAH BT WAN MANSOR	780214-13-5454

Total Number: 2

APPENDIX III



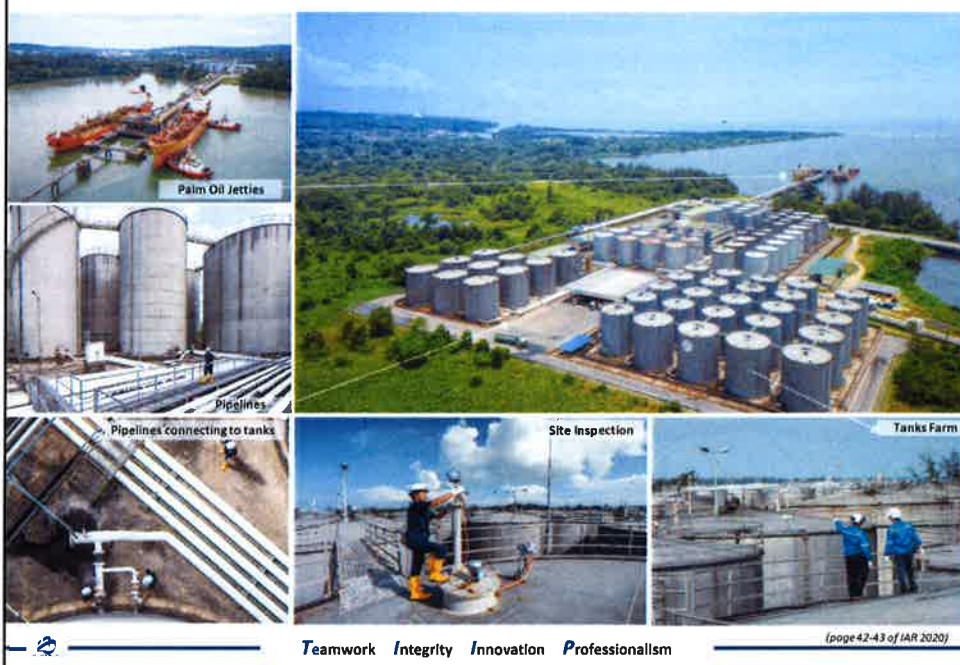
Aerial View of Bintulu Port Sdn. Bhd. (BPSB)

Slide 2



Aerial View of Biport Bulkers Sdn. Bhd. (BBSB)

Slide 3



Aerial View of Samalaju Industrial Port Sdn. Bhd. (SIPSB)

Slide 4

The slide features a large central aerial photograph of the Samalaju Industrial Port. Surrounding this central image are five smaller inset photographs: 'Stockpile Area' (top left), 'Handysize Berth' (top middle), 'Admin Building' (top right), 'Conveyor Belt' (middle left), and 'Handymax Berth' (bottom left). Each inset is labeled with its respective name.

Teamwork Integrity Innovation Professionalism

(page 44-45 of IAR 2020)

Group's Business Response Plan Highlights

Slide 5

10 Business Strategies to mitigate the risk of Covid-19 pandemic to the Group

The infographic displays 10 strategies in a grid-like format, each with a number, an icon, and a brief description. The strategies are:

- Ensuring critical operations proceeds with minimal disruption (Keep the Business Going)** (Icon: Factory)
- Protecting safety and health of employees at all times (Keep the People Healthy)** (Icon: Heart)
- Open communication with all stakeholders (Communicate Well)** (Icon: People)
- Progressing key initiatives (business growth & operational excellence) as best as possible (Progress the Corporate Strategic Thrusts)** (Icon: Checkmark)
- Leveraging on IT and Virtual Communication Technology (Go Virtual)** (Icon: Computer monitor)
- Review and prioritisation of CAPEX spending plans and expenditure (Cash Preservation)** (Icon: Piggy bank)
- Cost optimisation (Cost Containment)** (Icon: Money bag)
- Employee Motivation (Maintain Staff Morale)** (Icon: Gift box)
- Targeted Incentives to Customers (Help Customers to Deliver)** (Icon: Truck)
- Keep the Board Engaged (Continuously updated the Board)** (Icon: Link)


Business Response Plan (BRPP)

Teamwork Integrity Innovation Professionalism

(page 13-16 of IAR 2020)

Key Achievement Highlights 2020 – Operational Excellence

Slide 6

<p>Open for Business</p>  <p>The Group stay open all year long and to continue our services without any major disruptions.</p>	<p>PPE Contribution</p>  <p>The Group cooperated with SITC Container Lines to bring-in Personal Protective Equipment (PPE) directly from China and contributed the PPE to four major hospitals in Sarawak.</p>
<p>New Policy Roll-Out</p>  <p>The Group introduced new Group-wide policies in order to comply with legislation, specifically Section 17A of the MACC Act 2009.</p>	<p>Innovation Initiatives</p>  <p>We have made improvements for overall safety in the transportation of the Cup Pipeline Intervention Gadgets (PIG) for palm oil pipelines.</p>

(page 17 of IAR 2020)

Teamwork Integrity Innovation Professionalism

Key Achievement Highlights 2020 – Operational Excellence

Slide 7

<p>1st Malaysian Port to received Award from ARC</p>  <p>BPHB became the first Malaysian Port to receive an award from Annual Report Competition (ARC) International Awards.</p>	<p>MARSEC Launched</p>  <p>The Group continuously evaluate and improve the integrity of its port security systems.</p>
<p>LNG ISOTank Operational Readiness</p>  <p>We achieved operational readiness for LNG ISO Tanks with the completion of the Interim facilities.</p>	<p>Improvement in Customer Satisfaction</p>  <p>The Group constantly focusing on our commitment to the delivery of quality services to our customers.</p>

(page 18 of IAR 2020)

Teamwork Integrity Innovation Professionalism

Key Achievement Highlights 2020 – Business Growth

Slide 8

Commencement of Marine Services in Brunei



The Group commenced its marine services in Muara Port District, Brunei.

1

Achieved 1 Billion tonnes of cargo



The Group surpassed the mark of 1 billion tonnes of cargo throughput accumulative since 1983.

2

The Group saw the first Ship-to-Ship commercial bunkering operations being undertaken within BPSB's port water limits.



1st Ship-to-Ship bunkering

3

The Group signed a long-term sub-lease agreement with Tiger Gas for the LNG ISOTank filling terminal and facilities.



LNG ISOTank Filling Facility

4



Teamwork Integrity Innovation Professionalism

(page 19 of IAR 2020)

Key Achievement Highlights 2020 – Business Growth

Slide 9

New Shipping Service



The Group received the maiden voyage of SITC's new China-Vietnam-Malaysia service.

5

Biohub Project



The Group signed an MoU to study on the development of the Biohub Industrial Port in Sarawak.

6

The Group handled a total of eight (8) LNG vessels for Gassing Up and Cooling Down (GUCD) operations.



8 LNG Vessels for GUCD

7

The Group secured contract extension with PTT Exploration and Production Public Company Limited as well as long-term contract with Mubadala Petroleum.



Secured Oil & Gas Contracts

8



Teamwork Integrity Innovation Professionalism

(page 19 of IAR 2020)

Key Achievement Highlights 2020 – Business Growth

Slide 10



Largest LNG Vessel Berthed

The Group received the largest LNG vessel ever berthed at Bintulu Port.

Press Metal Phase 3 Operations

The Group facilitated the operational requirements for Press Metal's Phase 3.



Teamwork Integrity Innovation Professionalism

(page 19 of IAR 2020)

Key Achievement Highlights 2020 – Smart Digital Green Port

Slide 11



SDGP Branding

The Group presented a paper titled "Balancing Economic and Environmental Demands" at the ASEAN Ports and Shipping Conference 2020 in Jakarta.

Green Belt Initiatives

The Group continues efforts to reduce carbon footprint and to demonstrate the importance of environmental protection and conservation.



Teamwork Integrity Innovation Professionalism

(page 20 of IAR 2020)

Group's Operational Performance Highlights 2020

Slide 12

- Actual cargo throughput performance for 2020 is better than forecasted.
- A significant rebound in the second half of 2020 and onwards.



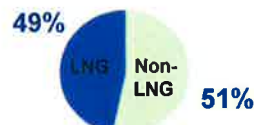
Total Cargo Throughput

- decreased by 5.04%
- from 50.14 to 47.61 million tonnes



Total Vessel Calls

- decreased by 14.99%
- from 7,990 to 6,792 vessel calls



Cargo Throughput Performance by Subsidiary Companies:



Bintulu Port Sdn Bhd
-5%



Biport Bulkiers Sdn Bhd
-8%



Samalaju Industrial Port Sdn Bhd
-5%

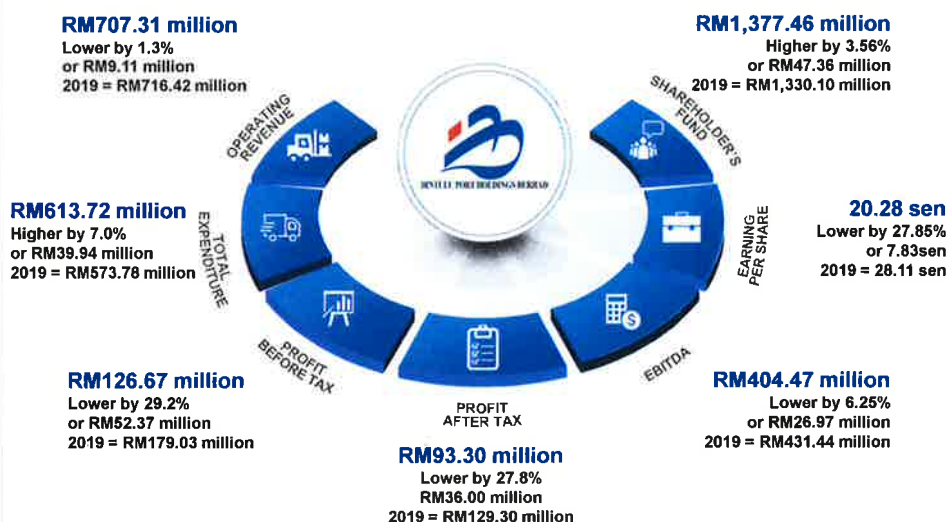


Teamwork Integrity Innovation Professionalism

(page 21 of IAR 2020)

Financial Highlights 2020

Slide 13



Teamwork Integrity Innovation Professionalism

(page 22-25 of IAR 2020)

QUESTIONS FROM MINORITY SHAREHOLDERS WATCH GROUP (MSWG) AND FEEDBACKS



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 14

Operational & Financial Matters

1. In FY2020, the Group's cargo throughput has declined 5.05% to 47.61 million tonnes and container throughput also dipped 1.7% to 339,660 TEUs compared to previous year. (Page 24 of Integrated Annual Report (IAR) 2020)

In view of the on-going Covid-19 pandemic which is affecting the global supply chain in the port services industry, what is the outlook on cargo and container throughput growth for Bintulu Port and Samalaju Port in 2021?

Answer:

For 2021, the Group expected better cargo and container throughput performance compared to year 2020 which will be driven by the recovery in import and export activities in line with the recovery in global trade.

For Bintulu Port, the outlook for the growth is expected at about 4 to 6% taking into account the forecast increase in LNG volume and handling of containers. Similarly, Samalaju Port is targeting to handle 6.0 million tonnes of cargo throughput which will be driven by the commencement of Malaysian Phosphate Additives Sdn Bhd's plant and Press Metal Bintulu Sdn Bhd's Phase 3 operation as well as the increase in raw materials importation.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 15

2. Bintulu Port Sdn Bhd (BPSB) conducted a series of meetings in 2020 with Bintulu Port Authority (BPA) to discuss the issues related to the concession renewal. Since then, both parties have set up a joint working committee with the target to finalise the terms of the concession extension in 2021. (page 14 of IAR 2020)
- (a) What is the status of the negotiation with BPA? How long will it take to finalise the concession terms with BPA?

Answer:

Negotiations with the Port authority are on-going and progressing as planned. A joint working committee which comprises of both BPA and BPSB has been established to facilitate the extension of Concession process.

Based on the current plan in place, both parties target to finalise all the key terms of the concessions by Quarter 4, 2021 or Quarter 1, 2022.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 16

2. (b) Bintulu Port Privatisation Agreement is coterminous with BPSB's port operating licence, which will expire on 31 December 2022. Does the Company foresee any risk of non-renewal or delay in extending the concession period and port operating licence, which may affect its future business plans and downgrading of Sukuk rating?

Answer:

While the Group has received the approval in principle for the extension of its concession since 2014, the risk described is only associated with the delay in finalising the details of the terms of the contract for the extension of the concession. The Group foresees the risk of delay to the extension of concessions to be very unlikely. We recognized and registered the risk into our risk profile on page 30 of the Annual Integrated Report.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 17

3. Samalaju Industrial Port Sdn Bhd (SIPSB) incurred higher loss before taxation (LBT) of RM67 million in FY2020, compared to previous year's LBT of RM56 million. (page 45 of IAR 2020)

- (a) When is SIPSB expected to turnaround and register operating profits?

Answer:

SIPSB expects to turnaround at 8.0 million tonnes in year 2024 and expects to register operating profit (before finance income and finance cost) from year 2022, assuming the cargo throughput is at 7.1 million tonnes.

- (b) What is the current utilisation rate of Samalaju port facilities? What is the expected utilisation rate in FY2021?

Answer:

The current utilization rate of Samalaju Port facilities is 26% with total tonnage handled of 4.7 million tonnes in 2020. For year 2021, the expected utilization rate is about 33% based on the targeted cargo throughput volume of 6.0 million tonnes.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 18

3. (c) One of the main challenges has been to increase its cargo throughput by attracting new users to increase the utilisation of Samalaju port facilities which is closely linked to more new investors establishing their businesses in Samalaju Industrial Park (SIP) (page 45 of IAR 2020).

What are the Group's plans and strategies to attract new investors to SIP to turnaround SIPSB?

Answer:

The Group is continuously engaging with all the relevant Federal and State agencies in facilitating to attract potential investors at Samalaju Industrial Park.

Other than attracting and facilitating new investors, the Group is also focusing to widen the scope of business and to create additional revenue stream for Samalaju Port, among the initiatives are promoting direct calls services from Samalaju Port and encouraging customers to make Samalaju Port as their logistics hub.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 19

3. (d) Samalaju Wenan Steel Project has been approved by the Ministry of International Trade and Industry with the agreed allowable production capacity of 5.7 million tonnes per annum for the first 10 years. The plant construction work is expected to start in early 2022 and be completed by middle 2024. (page 14 of IAR 2020)

Is Wenan steel plant expected to take up significant portion of Samalaju port's excess capacity? If yes, by how much of the Samalaju existing port capacity?

Answer:

Samalaju Port is currently undertaking the study on operational requirements of Wenan Steel Project. The Group is looking at the usage of the current port capacity and proposed additional capacity taking into consideration the potential plant expansion and requirements from existing customers and other potential investors.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 20

4. The Company's dividend payment for the past 5 financial years is shown in the table below (page 25 of IAR 2020):

	Dividend paid during the year (RM mil)	Single-Tier Dividend per share (sen)	Dividend pay-out ratio
FY2016	110.40	24.00	73.68%
FY2017	96.60	21.00	62.66%
FY2018	82.80	18.00	55.56%
FY2019	82.80	18.00	64.04%
FY2020	46.00	10.00	49.30%

(Source: Company's annual reports 2020)

Dividend payment over the past 5 years have been on a declining trend. As the Company does not have a fixed dividend policy, will the Company consider formalising a dividend policy that can give shareholders the assurance that, after taking in account of the Group's operational needs, the Company will strive to maintain a stable dividend pay-out to shareholders?



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 21

Answer to Question 4:

The table as disclosed in the IAR shows the actual dividend cash outflow during the year.

However, if we analyse the dividend declared based on the quantum in respect of the financial year is tabulated below:

	Dividend declared in respect of the year (RM mil)	Single-Tier Dividend per share (sen)	Dividend payout ratio (%)
FY2016	110.40	24.00	73.68%
FY2017	115.00	25.00	74.59%
FY2018	64.40	14.00	43.21%
FY2019	64.40	14.00	49.81%
FY2020	46.00	10.00	49.30%

From the table above, it is shown that the Company has consistently maintaining dividend payout ratio in the range of 40% to 50% starting from FY2018 to FY2020. The total dividend declared in respect of the financial year ended 31st December 2020 of 10.0 sen per share is in line with the lower after-tax profit achieved during the year.

Currently, BPHB does not have any dividend policy. However before approving any dividend payment, the Board must ensure that there is sufficient cash, sufficient distributable profit for the current year and the Company is solvent for the next 12 months after declaration of dividend.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 22

5. The Group has since identified several targeted developments in the Smart Digital Green Port (SDGP) Blueprint to begin its journey towards becoming a carbon neutral port. Alongside this long-term goal, the initiatives and projects identified in the blueprint will also benefit the Group in terms of cost and operational efficiencies. (page 28 of IAR 2020)
- (a) What are the several targeted developments for SDGP that have been identified by the Group.

Answer:

In 2020, we conducted a carbon footprint calculation exercise to ascertain a baseline of our carbon emissions resulting from our port operations and activities. The resulting exercise has enabled us to plan out a list of activities that has to be implemented in the next five years in order to become a neutral-carbon emissions port by 2030.

Starting from 2020, the allowed Sulphur emission from vessels is reduced from 3.5% mass by mass (m/m) to 0.5% m/m. From this new requirement, we are also looking into having an On-Shore Power supply service for any vessels berthing at Bintulu Port. Lastly, the bunkering of low sulphur fuel services also will be provided to minimize Sulphur emission in compliance with Annex VI of the International Convention for the Prevention of Pollution from Ships (MARPOL).

Another identified initiative is utilizing renewable energy for energy consumption. We have since identified several areas and buildings that are suited for solar photo voltaic panels. Additionally, we started an energy conservation programmed called Biport Hour encouraging prudent management and consumption of energy within our offices.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 23

5. The Group has since identified several targeted developments in the Smart Digital Green Port (SDGP) Blueprint to begin its journey towards becoming a carbon neutral port. Alongside this long-term goal, the initiatives and projects identified in the blueprint will also benefit the Group in terms of cost and operational efficiencies. (page 28 of IAR 2020)
- (a) What are the several targeted developments for SDGP that have been identified by the Group.

Answer: *continued*

We have also installed a water quality sensor at our palm oil jetty and bulk cargo wharf and an air quality sensor at our multipurpose terminal operation area, as part of our real-time environmental monitoring system.

These sensors will enable us to prevent the introduction of dangerous particles into our areas of operations, such as oils in the port waters or hazardous materials such as nitrogen oxide in the air.

In the unlikely event that such an incident was to happen, we are now able to construct a predictive model of the contamination using this system, which will help us to determine the best scenarios and approaches in containing the contaminants.

We have also in the early planning stages of converting some of our equipment to use green or hybrid forms of energy particularly for our marine operations such as utilizing LNG as a fuel.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 24

5. (b) How would these initiatives and projects identified in the Blueprint contribute towards the overall cost and efficiency in port operations in the medium term?

Answer:

In the medium term, we expect that the targeted initiatives identified in the SDGP will contribute to a reduction in our overall carbon footprint and emissions. Furthermore, we recognized the benefits of utilizing renewables particularly solar energy have evolved to become more significant over the course of recent years, especially in terms of lower cost and price.

We strive to conduct our operations sustainably not only in terms of minimizing our impact on the environment but to also ensure that our operations do not consume more resources than what is required.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 25

6. Manpower cost has increased by 10.5% or RM12.3 million from RM116.6 million in FY2019 to RM128.9 million in FY2020 (page 23 of IAR 2020)

What were the reasons for the higher increase in manpower cost given that the Group's total workforce of 1,534 in FY2020 did not increase significantly compared to 1,505 in FY2019?

Answer:

Manpower cost has increased due to annual increment, additional head count and higher performance merits pay-out. The manpower cost comprises salary and allowances, statutory contributions, overtime, staff training, staff medical, staff Group's Insurance Package, Provision for gratuity, performance merits, staff recruitment and staff retirement expenses. Also included in Year 2020 is the manpower cost for the staff at our Brunei Branch.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 26

Corporate Governance Matters

7. Based on the Corporate Governance Report for FY2020 ("CG Report 2020") of the Company on the application of the practices under the Malaysian Code on Corporate Governance 2017 (MCCG), please provide clarification on the following:

- (a) **Practice 4.1** - At least half of the board comprises independent directors. For Large Companies, the board comprises majority independent directors.

BPHB's response: Applied.

MSWG's comment: The Company has not applied this practice, as at 1 March 2020, BPHB Board membership stands at eleven 11 members comprising of 7 Non-Independent Non-Executive Directors (NINED) and the remaining 4 are Independent Non-Executive Directors (INED) i.e. 4 out of 11 are INED which represents 36.4% of the Board comprises of independent directors.

Please take note.

Answer:

We thank MSWG for highlighting this matter.

Nevertheless, the Company would also like to emphasise that it complies with the provision set under the Main Market Listing Requirements, specifically Paragraph 3.04 (1), Chapter 3 whereby it ensures that 1/3 of the Company directors are independent directors.



Teamwork Integrity Innovation Professionalism

Feedbacks to MSWG Questions

Slide 27

7. (b) **Practice 8.2** - The Audit Committee has a policy that requires a former key audit partner to observe a cooling-off period of at least two years before being appointed as a member of the Audit Committee.

BPHB's response: Applied. None of the members of the Board were former key audit partners within the cooling-off period of two (2) years as per the new recommendation under Practice 8.2 of the MCCG. Therefore, there is no such person being appointed as the member of the AC.

MSWG's comment: The Company has not applied the Practice 8.2, as the Audit Committee does not have a written policy which requires a former key audit partner to observe a cooling-off period of at least two years before being appointed as a member of the Audit Committee.

Please take note.

Answer:

We thank MSWG for highlighting this matter.

As of now, the Company have yet to adopt such policy as stated under Practice 8.2 of the MCCG. Nevertheless, the Company will continue to promote applications of MCCG recommendations as an effort to improve its corporate governance practices.



Teamwork Integrity Innovation Professionalism

REMOTE VOTING PROCEDURES



Teamwork Integrity Innovation Professionalism

AGENDA ITEMS AND RESOLUTIONS



Teamwork Integrity Innovation Professionalism

Agenda Item 1

To receive the Audited Financial Statements for the year ended 31 December 2020 together with the Reports of the Directors and the Auditors thereon.

Please refer to **Explanatory Note A** of the Notice of AGM



Teamwork Integrity Innovation Professionalism

Resolution 1

To approve the payment of Directors' fees of up to **RM1,877,200.00** for the period from April 2021 to the next AGM of the Company in 2022 to the Non-Executive Directors of Bintulu Port Holdings Berhad Group of Companies.

Please refer to **Explanatory Note B** of the Notice of AGM



Teamwork Integrity Innovation Professionalism

Resolution 2

To approve the payment of Directors' benefits payable of up to **RM746,000.00** for the period from April 2021 to the next AGM of the Company in 2022 to the Non-Executive Directors of Bintulu Port Holdings Berhad Group of Companies.

Please refer to **Explanatory Note C** of the Notice of AGM



Teamwork Integrity Innovation Professionalism

Resolution 3



To re-elect **Dato' Sri Mohamed Khalid bin Yusuf @ Yusup** who retires pursuant to Clause 24.5 of the Company's Constitution and, being eligible, have offered himself for re-election.

The profile of Dato' Sri Mohamed Khalid bin Yusuf @ Yusup is available on **page 63** of the Integrated Annual Report 2020.

Please refer to **Explanatory Note D** of the Notice of AGM



Teamwork Integrity Innovation Professionalism

Resolution 4



To re-elect **Datuk Yasmin binti Mahmood** who retires pursuant to Clause 24.5 of the Company's Constitution and, being eligible, have offered herself for re-election.

The profile of Datuk Yasmin binti Mahmood is available on **page 64** of the Integrated Annual Report 2020.

Please refer to **Explanatory Note D** of the Notice of AGM



Teamwork Integrity Innovation Professionalism

Resolution 5



To re-elect **Dzafrî Sham bin Ahmad** who retires pursuant to Clause 24.5 of the Company's Constitution and, being eligible, have offered himself for re-election.

The profile of Dzafrî Sham bin Ahmad is available on **page 63** of the Integrated Annual Report 2020.

Please refer to **Explanatory Note D** of the Notice of AGM



Teamwork Integrity Innovation Professionalism

Resolution 6

To re-appoint Messrs. Ernst & Young PLT, the retiring Auditors, as the Auditors of the Company for the financial year ending 31 December 2021 and to authorise the Directors to fix their remuneration.



Please refer to **Explanatory Note E** of the Notice of AGM



Teamwork Integrity Innovation Professionalism

Agenda Item 7

To transact any other business for which due notice has been given in accordance to Section 340 (1) (d) of the Companies Act 2016 and the Company's Constitution.



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Q & A SESSION



Teamwork Integrity Innovation Professionalism

VOTING SESSION



Teamwork Integrity Innovation Professionalism

DECLARATION OF POLL RESULTS



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