

# SEALINK INTERNATIONAL BERHAD

Company No. 800981-X  
Incorporated in Malaysia

**NOTICE OF TENTH ANNUAL GENERAL MEETING (“10<sup>th</sup> AGM”) of Sealink International Berhad (“the Company”) will be held at the Meeting Room, 1<sup>st</sup> Floor, Admin Block, Sealink Engineering and Slipway Sdn Bhd, Lot 816, Block 1, Kuala Baram Land District, 98100 Kuala Baram Miri, Sarawak, on Tuesday, 22<sup>nd</sup> May 2018 at 11:00 a.m. for the following purposes :**

## **AS ORDINARY BUSINESS**

1. To receive the Directors’ Report and Audited Financial Statements for the financial year ended 31 December 2017 together with the Report of the Auditors thereon.
2. To approve the payment of Directors’ Fees amounting to RM277,830.00 per annum for Non-Executive Directors and RM39,690.00 per annum for Executive Directors for the financial year ending 31 December 2018. Resolution 1
3. To re-elect Mr Wong Chie Bin who shall retire in accordance with Article 89 of the Company’s Articles of Association and, being eligible, has offered himself for re-election. Resolution 2
4. To re-elect Mr Toh Kian Sing who shall retire in accordance with Article 89 of the Company’s Articles of Association and, being eligible, has offered himself for re-election. Resolution 3
5. To re-appoint Messrs. Ernst & Young as the Auditors of the Company and to authorise the Directors to determine their remuneration. Resolution 4

## **AS SPECIAL BUSINESS**

**To consider and, if thought fit, to pass the following ordinary resolutions :**

6. **Continuation in office as Independent Non-Executive Directors**
  - (i) “That subject to the passing of Resolution 2, approval be and is given to Mr Wong Chie Bin who has served as an Independent Non-Executive Director of the Company for a consecutive term of more nine (9) years, to continue in office as an Independent Non-Executive Director of the Company.” Resolution 5
  - (ii) “That approval be and is given to Mr Toh Kian Sing who has served as an Independent Non-Executive Director of the Company for a consecutive term of more nine (9) years, to continue in office as an Independent Non-Executive Director of the Company.” Resolution 6
7. To transact any other business of which due notice shall have been given in accordance with the Company’s Articles of Association and the Companies Act 2016.

By order of the Board,

**Yeo Puay Huang (f)**  
Company Secretary  
(LS 0000577)

**Dated : 23rd April 2018**

## NOTES:

1. Only Depositors whose names appear in the General Meeting Record of Depositors as at 16th May 2018 be regarded as Members and shall be entitled to attend, speak and vote at the Tenth Annual General Meeting.
2. A Member entitled to attend, speak and vote at this Tenth AGM may appoint a proxy to attend, speak and vote on his behalf. A proxy need not be a member of the Company.
3. Where a member of the Company is an exempt authorized nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account), there is no limit to the number of proxies which the exempt authorized nominee may appoint in respect of each omnibus account it holds.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney of the corporation duly authorized.
5. The instrument appointing a proxy must be deposited at the registered office of the Company at Lot 1035, Block 4, MCLD, Piasau Industrial Area, 98000 Miri, Sarawak, not less than 48 hours before the time set for this Tenth AGM or any adjournment thereof.
6. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.

## Explanatory Notes

1. The Audited Financial Statements are for discussion only as they do not require shareholders' approval pursuant to Section 340(1) of the Companies Act, 2016. Hence, this Agenda item will not be put for voting.
2. Re-election of directors

Mr Wong Chie Bin and Mr Toh Kian Sing shall retire in accordance with Article 89 of the Company's Articles of Association and, being eligible, have offered themselves for re-election.

The profile of the directors who are standing for re-election are stated on page 7 of the Annual Report 2017.

3. Continuation in office as Independent Non-Executive Directors

The proposed Resolutions 5 and 6 are to seek shareholders' approval to retain Mr Wong Chie Bin and Mr Toh Kian Sing as Independent Non-Executive Directors. They have served the Company as Independent Non-Executive Directors since May 2008 for more than nine (9) years. The Nominating Committee have assessed both of them and thereby recommended that they continue in office as Independent Non-Executive Directors of the Company based on the following justifications :

- They have fulfilled the criteria under the definition of Independent Directors as stated in the Main Market Listing Requirements of Bursa Securities;
- They have possessed vast commercial experience and knowledge that complements the Company's board composition, and continue to provide valuable insights and contributions to the Board;
- They have participated in board discussions and they are able to bring independent and objective judgements to the Board.

The proposed Resolution 5 would also allow Mr Wong Chie Bin to serve as Chairman of the Audit Committee pursuant to the requirements of Paragraph 15.10 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.