



YTL Power International Berhad

Company No. 406684-H

**TWENTY-FIRST ANNUAL GENERAL MEETING (“AGM”) HELD AT
MAYANG SARI GRAND BALLROOM, LOWER LEVEL 3, JW MARRIOTT HOTEL
KUALA LUMPUR, 183, JALAN BUKIT BINTANG, 55100 KUALA LUMPUR ON
TUESDAY, 12 DECEMBER, 2017**

SUMMARY OF PROCEEDINGS AND KEY MATTERS DISCUSSED

WELCOME ADDRESS

Tan Sri Dato’ (Dr) Francis Yeoh Sock Ping, who presided as Chairman for the meeting, welcomed all the attendees to the AGM.

MINUTE OF SILENCE IN MEMORY OF THE LATE FOUNDER AND CHAIRMAN OF THE BOARD OF DIRECTORS (“Board”)

A minute of silence was observed as a mark of respect for the late Tan Sri Dato’ Seri (Dr) Yeoh Tiong Lay.

QUORUM

There being the requisite quorum, the AGM was called to order at 10.05 a.m.

NOTICE OF MEETING

The notice convening the AGM as set out in the Annual Report was taken as read with the agreement of the members, corporate representatives and proxies present (collectively, “Members”).

ORDINARY BUSINESS

Audited Financial Statements and Reports for the financial year ended 30 June 2017

The Company’s audited financial statements for the financial year ended 30 June 2017 together with the Reports of the Directors and Auditors were tabled for discussion only as they did not require members’ approval pursuant to the provisions of Section 340(1)(a) of the Companies Act 2016. Hence, this matter was not put for voting.

The Chairman then invited questions from the Members. The salient questions raised related to the expected commencement of operations and yield/return from the power generation projects in Jordan and Indonesia, measures taken to address the drop in share price, and the status of the ongoing projects of YTL Communications Sdn Bhd and YTL Power Generation Sdn Bhd.

The Minority Shareholder Watchdog Group (“MSWG”) raised several queries, which were also set out in its letter to the Company dated 7 December 2017. The questions raised and answers provided by Dato’ Yeoh Seok Hong, the Executive Director, were as follows:

1. As reported in the Management Discussion & Analysis Financial Review on page 15 of the Annual Report, the Mobile Broadband Network Segment recorded a much lower segment loss of RM97.3 million in FY2017 as compared to a loss of RM277 million in FY2016, a reduction of RM179.7 million or 64.9%. The improved financial performance was due to an increase in revenue resulting from the launch of its Yes nationwide 4G LTE services.

(a) When would the segment be expected to turn around?

With sustained growth, we are working towards turning the segment around in the next 1-2 years.

(b) What is the composition of the mobile subscribers and Average Revenue per User (ARPU) in terms of prepaid and post-paid for both FY2016 and FY2017?

The composition of mobile subscribers is mainly post-paid users, with the prepaid segment making up a smaller share. As the telco sector is highly competitive, information such as ARPU levels is kept confidential.

(c) What was the EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) margin for both FY2016 and FY2017?

The EBITDA margin was -1.4% in in FY2016 and 17.8% in FY2017.

(d) Would there be additional Capex (capital expenditure) for FY2018? If yes, what would be the quantum and nature?

Additional Capex will be for the full conversion of Wimax equipment to LTE, the amount of which has not been finalised at this stage.

(e) How extensive is the network coverage in Sabah and Sarawak?

The network covers most of the major towns in Sabah and Sarawak.

2. As reported on page 15 of the Annual Report, the Paka Power Station is expected to commence operation from 1 September 2017.

(a) How are the terms of the new PPA as compared to the old PPA?

Old PPA was structured on a ‘take or pay’ basis whereas the new PPA is structured on the basis of capacity and energy payments.

- (b) Is the PPA subject to renewal on expiry?
- There is no renewal term on expiry in the new PPA.
- (c) How significant is the contribution of the Power Generation business to the Group revenue?
- Revenue is dependent on dispatch, which is not within YTL Power's control.
3. The Wessex Water division had finalised an agreement with Unilever for a certified supply of bio-methane.
- (a) How significant would be the revenue contribution from the supply of bio-methane?
- The contribution to revenue is not expected to be significant. This is a good environmental project that is part of the Group's corporate social responsibility (CSR) programme.
- (b) What is the contract period?
- This is an annual agreement through to 2020.
4. As highlighted in the Key Audit Matters, the impairment charge of RM222.8 million constitutes 33.7% of the total trade receivables of the water and sewerage segment amounting to RM661.3 million.
- (a) How would the Company be compensated if customers defaulted in payments as the UK statutory law states that the Company needs to continue providing water to them even though they have defaulted in payment?
- The impairment charge is a bad debt provision which was an estimate, based on historical trends, of the amounts of trade receivables that are not expected to be collected from customers. It is considered as valid cost by the Ofwat (the UK Water Services Regulation Authority, the industry's economic regulator), and therefore is factored into the calculation of the cost base when the regulator sets the turnover the company is allowed to collect at each price review.
5. The Group had invested RM2.5 billion and RM530.8 million in income funds quoted in Malaysia and outside Malaysia respectively in FY2017 as compared to nil amounts in FY2016.
- (a) What were the reason(s) for investing in these funds?
- These funds provided a better yield than fixed deposits and the income is tax exempt. The amount invested comprises the proceeds raised from the Company's RM2.5 billion sukuk in 2017 which are intended for investment in the Group's power projects in Indonesia and Jordan.

- (b) What were the average returns of these income funds quoted in Malaysia and outside Malaysia in FY2017?

For the funds quoted in Malaysia, the pre-tax return is approximately 4.5%, whilst for those quoted outside Malaysia, between 1.2% to 3.4%.

With that, the Chairman concluded the question and answer session for agenda 1 and declared that the Audited Financial Statements were duly laid before the Members in accordance with the requirements of the Companies Act, 2016.

No questions were raised on Resolutions 1 to 14 which were duly proposed and seconded by Members and put aside by the Chairman for voting by poll upon completion of the remaining business of the AGM.

The poll results were as follows:

RESOLUTION 1

- Re-election of Tan Sri Dato' (Dr) Francis Yeoh Sock Ping who retired pursuant to Article 84 of the Company's Constitution.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,923,166,771	99.4646	37,268,883	0.5354	Carried

RESOLUTION 2

- Re-election of Dato' Yusli Bin Mohd Yusoff who retired pursuant to Article 84 of the Company's Constitution.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,956,176,301	99.9401	4,172,602	0.0599	Carried

RESOLUTION 3

- Re-election of Dato' Sri Michael Yeoh Sock Siong who retired pursuant to Article 84 of the Company's Constitution.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,550,394,132	94.1104	409,938,496	5.8896	Carried

RESOLUTION 4

- Re-election of Dato' Mark Yeoh Seok Kah who retired pursuant to Article 84 of the Company's Constitution.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,550,532,798	94.1124	409,799,830	5.8876	Carried

RESOLUTION 5

- Re-appointment of Tan Sri Datuk Dr. Aris Bin Osman @ Othman as Director of the Company.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,354,587,837	91.2976	605,716,928	8.7024	Carried

RESOLUTION 6

- Approval of the payment of Directors' fees amounting to RM760,000 for the financial year ended 30 June 2017.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,960,302,369	99.9996	29,188	0.0004	Carried

RESOLUTION 7

- Approval of the payment of meeting attendance allowance of RM1,000 per meeting for each Non-Executive Director with effect from February 2017 until otherwise resolved.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,960,175,890	99.9978	155,667	0.0022	Carried

RESOLUTION 8

- Re-appointment of PricewaterhouseCoopers as Auditors of the Company and authorisation for the Directors to fix their remuneration.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,960,069,632	99.9962	261,925	0.0038	Carried

SPECIAL BUSINESS:**RESOLUTION 9**

- Approval for Tan Sri Datuk Dr Aris Bin Osman @ Othman to continue in office as Independent Non-Executive Director.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,367,989,630	91.4901	592,315,135	8.5099	Carried

RESOLUTION 10

- Approval for Tan Sri Dato' Lau Yin Pin @ Lau Yen Beng to continue in office as Independent Non-Executive Director.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
5,785,006,049	83.1263	1,174,293,749	16.8737	Carried

RESOLUTION 11

- Authorisation for the Directors to allot shares pursuant to Section 75 of the Companies Act, 2016.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,368,478,561	91.4971	591,829,264	8.5029	Carried

RESOLUTION 12

- Renewal of Share Buy-Back Authority.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
6,960,053,401	99.9995	35,702	0.0005	Carried

RESOLUTION 13

- Renewal of Shareholder Mandate for Existing Recurrent Related Party Transactions of a Revenue or Trading Nature ("RRPT") and New Shareholder Mandate for Additional RRPT.

Vote in Favour		Vote Against		Results
No. of Shares	%	No. of Shares	%	
1,863,851,304	99.9990	17,839	0.0010	Carried

CLOSE OF MEETING

As there was no further business to be transacted, the Chairman thanked Members for their attendance and support.

The AGM was declared closed at 12.00 noon with a vote of thanks to the Chairman as proposed by a Member.