

**Announcing the Matters Resolved at the Special General Meeting and at the 5<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2018**

Date: 2 November, 2018

The Matters to be resolved at the Special General Meeting and the 5<sup>th</sup> Annual General Meeting of Myanmar Thilawa SEZ Holdings Public Limited was announced by the Board of Directors on 31<sup>st</sup> August, 2018 which is also stated below and were resolved and agreed at the said event held on 29<sup>th</sup> September, 2018. The Matters Resolved were announced on 2<sup>nd</sup> October, 2018, however, for a more comprehensive reporting which was based on the Board Decision of MTSH at the BOD meeting (2/2018-19) held on 13<sup>th</sup> October, 2018, the facts are supplemented as below.

**Special Resolution**

**Result**

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| 1. To resolve and approve on the new Constitution of Myanmar Thilawa SEZ Holdings Public Limited according to the Myanmar Companies Law 2017 | Approved |
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**Ordinary Resolution**

**Result**

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| 1. To resolve and approve on the company's FY 2017-18 Financial Statements and Audit Report   | Approved |
| 2. To resolve and approve on the company's reported Dividend Distribution for FY 2017-18  | Approved |
| 3. To resolve and approve on allocating 1% of the company's reported Net Profit for FY 2017-18 to the Directors holding position as of 28 <sup>th</sup> September, 2018 | Approved |
| 4. Appointing the Directors of the company  | Approved |

(a) In accordance to Myanmar Companies Law, Article 173 (B), one third of the number of directors must relinquish their position in rotation/ resignation after carrying out full term. The concerning directors were U Tun Lwin, U Nyan Thit Hliang, U Nyi Khin resigned and subsequently re-nominated themselves.

Among them, U Tun Lwin and U Nyan Thit Hlaing were appointed again as Directors and U Myint Zaw was newly appointed as Director.

- (b) Although they were not up for relinquishing their position in rotation/ had not fulfilled their full term, U Win Aung and U Theim Wai voluntarily resigned after which both were subsequently re-appointed.
- (c) Shareholding Directors that did not retire/ resign were U Khin Maung Aye, U Thein Han, U Aung Soe Tha and U Tin Maung Hlaing.
- (d) Therefore, for the year 2018-2019, the Shareholding Directors are stated as below:
1. U Win Aung
  2. U Khin Maung Aye
  3. U Theim Wai
  4. U Thein Han
  5. U Aung Soe Tha
  6. U Tun Lwin
  7. U Nyan Thit Hlaing
  8. U Tin Maung Hlaing
  9. U Myint Zaw
5. Regarding Independent Directors, based on the BOD meetings held on 25<sup>th</sup> September, 2018 and 27<sup>th</sup> September, 2018 (7/2018), as a majority of shareholding Directors resigned and were agreed to be re-appointed, the (3) Independent Directors currently holding their position will continue as Independent Directors for the year (2018-2019) and were approved unanimously by all board members who attended the meeting. In addition, as per the letter dated 9<sup>th</sup> October, 2018 from the Directorate of Investment and Company Administration (DICA) Reference no. YaKa 10/1/2018 (100045) has given confirmation of such appointment of Independents Directors.

Therefore, Independent Directors are-

1. Professor Dr. Aung Tun Thet
2. U Tin Htut Oo
3. U Aung Nyunt
6. To resolve and agree on the hiring of Win Thin And Associates as External Auditor Approved

In relation to what was announced at the Annual General Meeting of Myanmar Thilawa SEZ Holdings Public Limited, it is again stated that Shareholders will receive (230) Kyats per share.

For shareholders who have opened a securities account at licensed Securities may claim their dividends as of 17<sup>th</sup> October, 2018 through these securities companies. For shareholders who have not opened a securities account will receive their dividends through their respective banks by Pay Order Cheque (P.O. Cheque). The dates for claiming and the list of banks will be advertised in Newspapers on 9<sup>th</sup> October, 2018.



Aung Soe Tha  
Managing Director