

# 24<sup>th</sup> Annual General Meeting

20 April 2017



FTSE4Good



KPJ HEALTHCARE BERHAD



# SUSTAINABLE HEALTHCARE





# Welcome Remarks by the Chairman

Dato' Kamaruzzaman  
Abu Kassim



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*24<sup>th</sup>  
Annual General  
Meeting*



**KPJ HEALTHCARE BERHAD**

## **Poll Voting**

**The Chairman is authorised to regulate the meeting by virtue to Paragraph 8.29A of the MMLR, all resolutions tabled at General Meeting to be voted by poll**

*24<sup>th</sup>*  
*Annual General*  
*Meeting*



**KPJ HEALTHCARE BERHAD**

# **Poll Administrator & Scrutineers**

**Poll Administrator :**

**Pro Corporate Management Services Sdn Bhd**

**Scrutineers:**

**MESSRS HMZ Management Services**



# Opening Remarks by the Chairman

Dato' Kamaruzzaman  
Abu Kassim



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24<sup>th</sup>  
Annual General  
Meeting



KPJ HEALTHCARE BERHAD

# Presentation to Shareholders by President & Managing Director

Dato' Amiruddin Abdul Satar



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KPJ HEALTHCARE BERHAD



# SUSTAINABLE HEALTHCARE





# Agenda

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2016 Performance ●

Corporate Activities ●

Sustainability ●

Awards 2016 ●

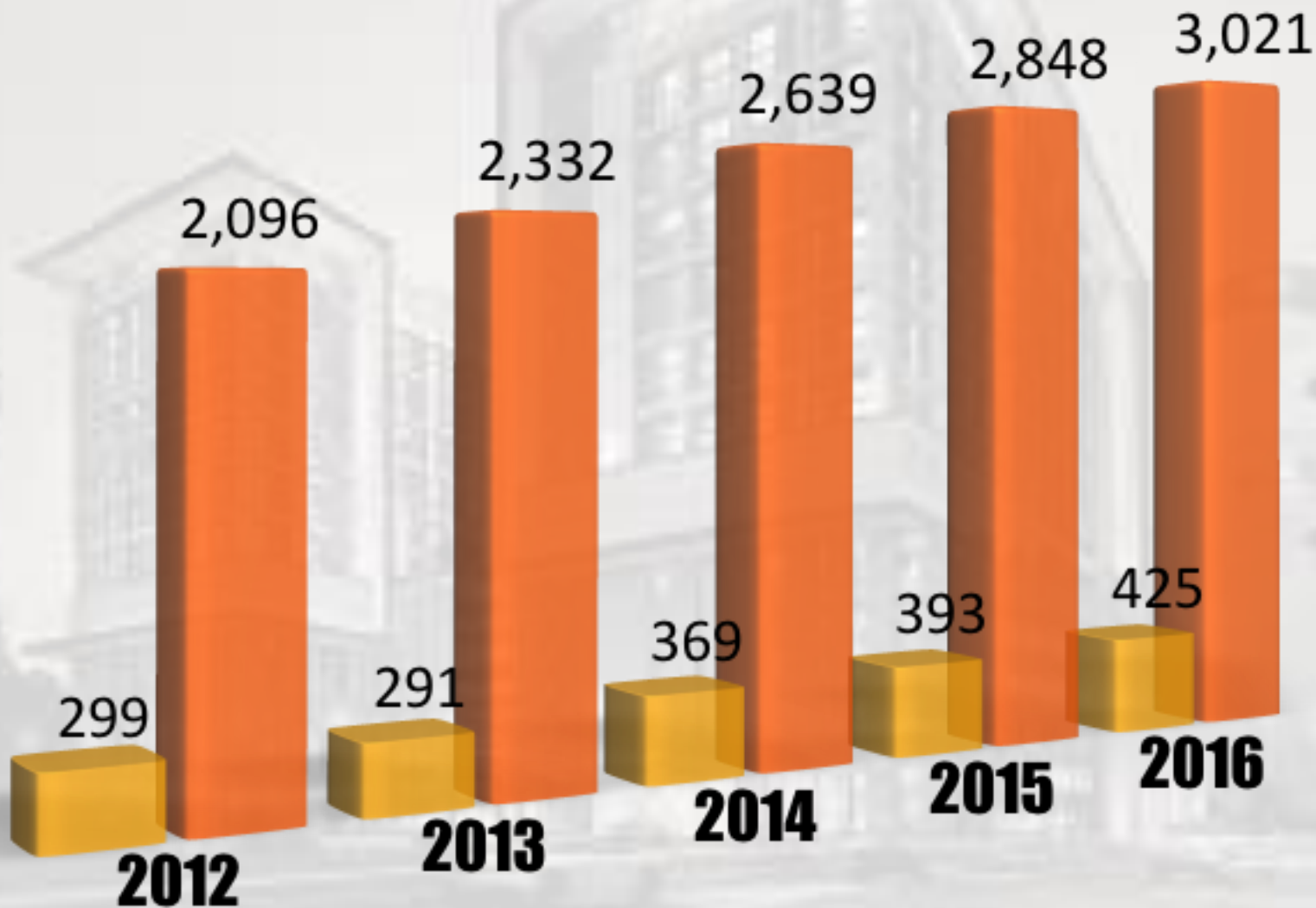
New Hospitals  
& Network Expansions ●

# FINANCIAL TRENDS

KPJ 5 years Revenue & EBITDA

EBITDA

REVENUE





# 2016 vs 2015



Revenue

**+6.1%**

2016-RM3.021bil  
2015 – RM 2.847bil



EBITDA

**+8.2%**

2016-RM425.3mil  
2015 – RM 392.9mil



EBITDA  
Margin

**+30bps**

2016-14.1%  
2015 – 13.8%



Profit after  
Zakat & tax

**+7.4%**

2016-RM155.88mil  
2015 – RM145.13mil



Basic  
EPS

**+4.7%**

2016-13.69 sen  
2015 – 13.04 sen

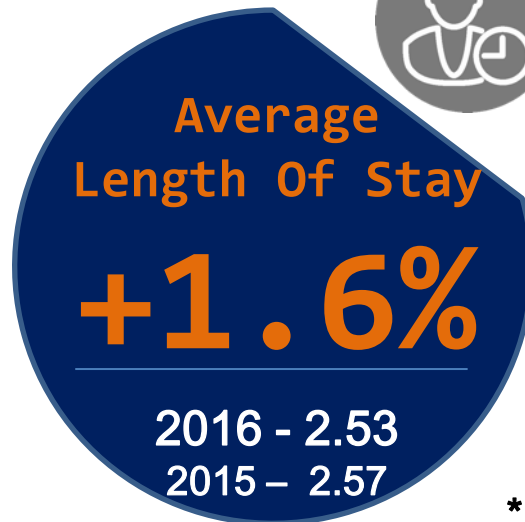
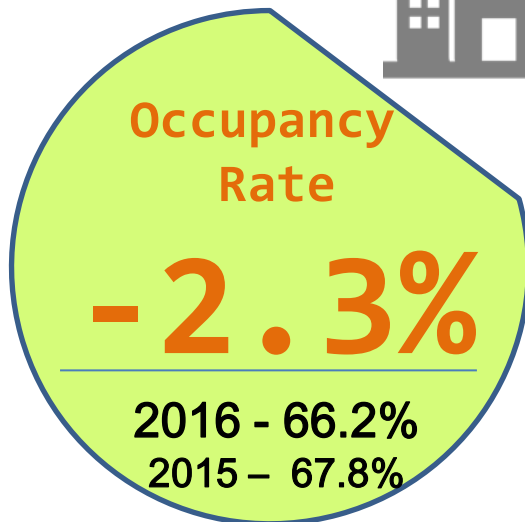
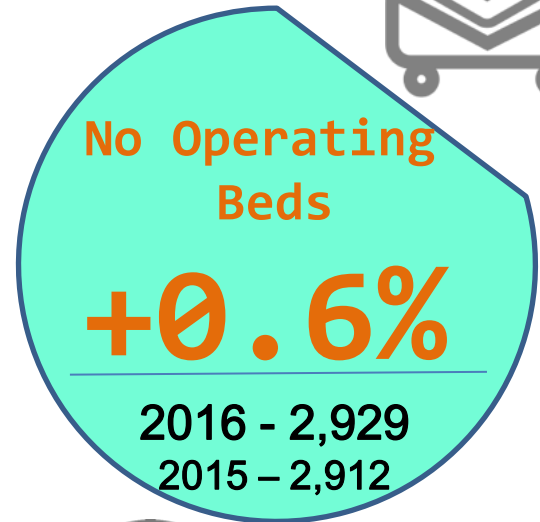
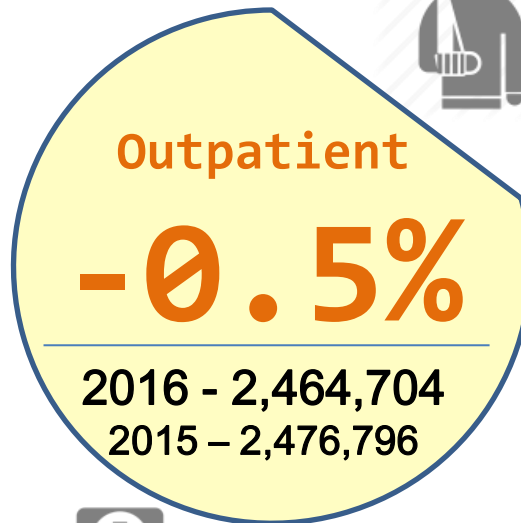
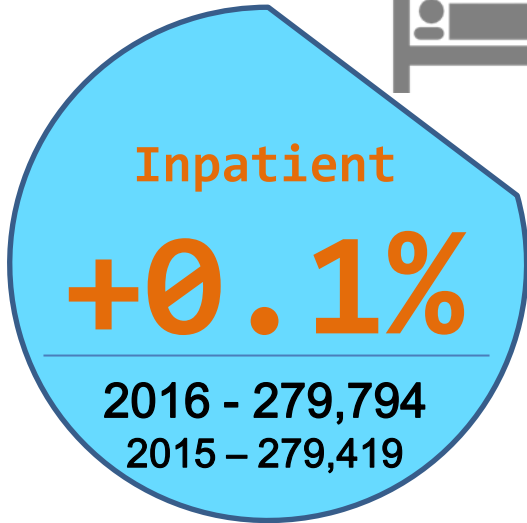


Dividend per  
share

**-16.6%**

2016- 6.55 sen  
2015 – 7.85 sen

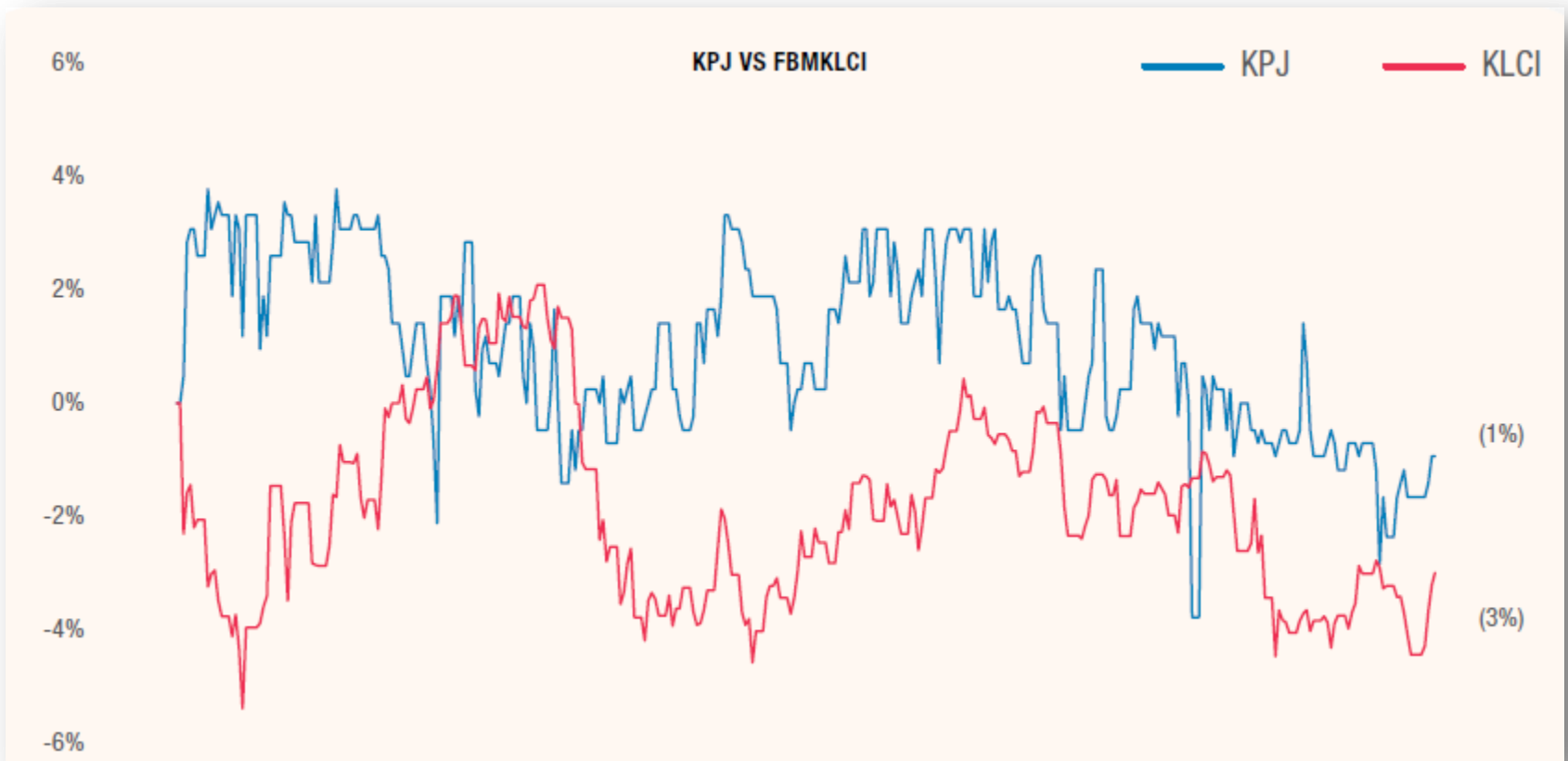
# 2016 OPERATIONAL PERFORMANCE



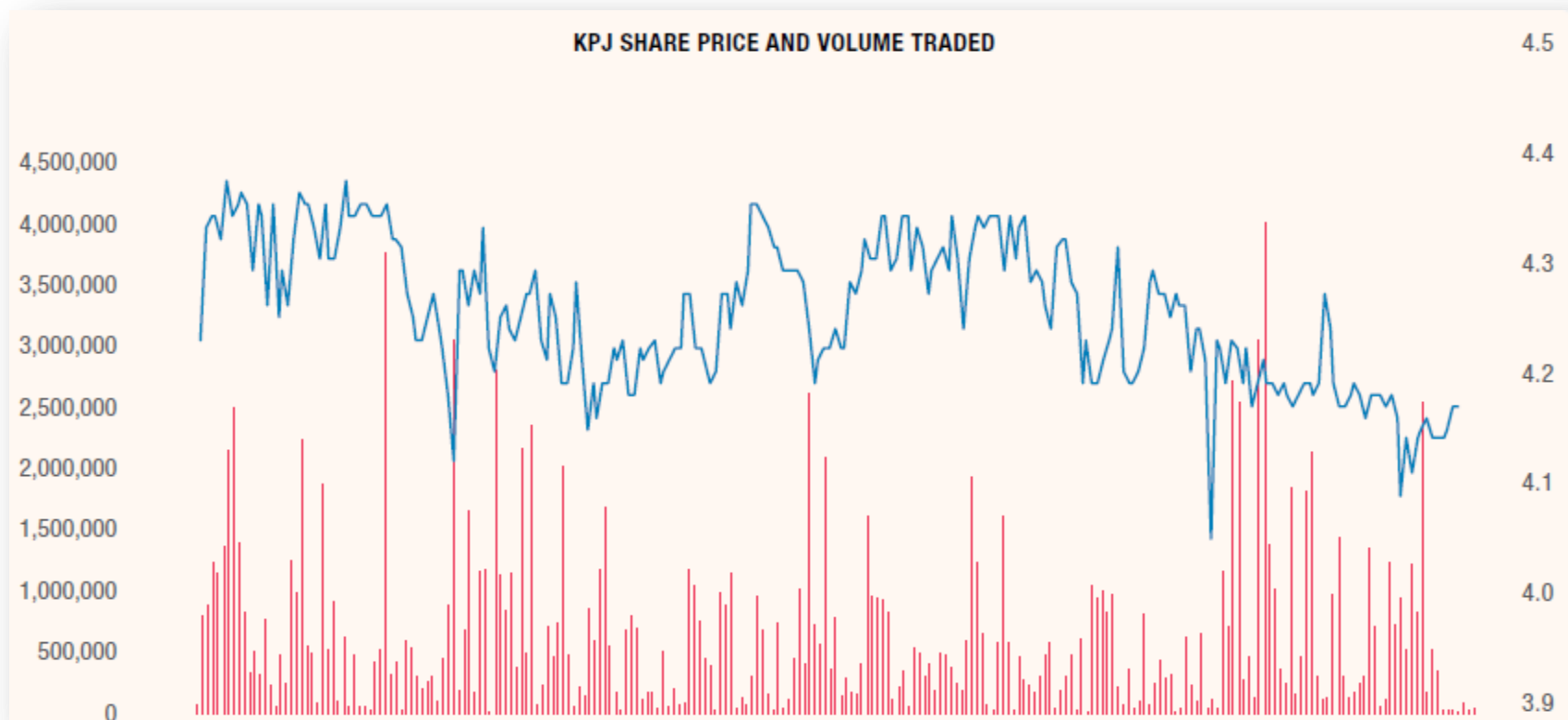
\*Malaysia Operation Only

# KPJ SHARE PRICE PERFORMANCE

2016 was a challenging and turbulent year which saw significant investment funds shifting away from most global emerging markets including Malaysia. Against this backdrop, KPJ share price performance throughout the year was closed at RM4.18 compared to RM4.22 in 2015. This represented a 1% drop in KPJ share price performance, compared to the drop in FBMKLCI performance of 3%.



SHARE PRICE (RM)	1Q	2Q	3Q	4Q	FY2016
<b>High</b>	4.40	4.36	4.37	4.30	4.40
<b>Low</b>	4.12	4.16	4.19	4.06	4.06
<b>Close</b>	4.27	4.23	4.23	4.18	4.18
<b>Trading Range</b>	0.28	0.20	0.18	0.24	0.34
<b>Average Volume</b>	796,400	629,076	472,928	696,823	648,241
<b>Market Capitalisation (billion)</b>	4,444	4,415	4,428	4,381	4,381



# Corporate Activities

August



MOU with Sojitz Corporation

September



MOU with Sebarun Hospital,  
DK Medical Centre & Daejeon Wellness  
Hospital

August



Official Opening of KPJ Sabah Specialist

October



Official Launch of KPJ Pahang Specialist

# Corporate Activities

October



Groundbreaking Ceremony of KPJ Batu Pahat Specialist Hospital

November



Groundbreaking Ceremony KPJ Miri Specialist Hospital

October



Official Launch KPJ Bandar Maharani Specialist Hospital

December



GroundBreaking Ceremony KPJ Kluang Specialist Hospital

# Sustainability

**ECONOMIC, ENVIRONMENTAL & SOCIAL/PEOPLE**

**Economic**



## CUSTOMER SATISFACTION

Customer Service Index score improved from 85.1% in 2015 to **86.1% in 2016**.



## EMPLOYMENT

75% of graduates from KPJ Healthcare University College (KPJUC) joined our hospitals.



## TRAINING

Up to **75,000 hours** spent on customer service training in 2016



## ONLINE APPOINTMENT BOOKING SYSTEM

Introduced an online appointment booking system in 2016 to help reduce waiting times for patients.



## NEW HOSPITALS

**Two new hospitals** achieved MSQH accreditation



## WATER USAGE

Water consumption:  
1,021,647 m<sup>3</sup>



## ENERGY USAGE

Total electricity consumption:  
104,610,410 kWh



## WASTE

We collected and disposed of **1,170,870 kg** of hazardous waste.

**Environmental**

**Social/People**



## NEW KWAN OPENED

Opened **two new** Klinik Waqaf An-Nur (KWAN) clinics and treated over **100,000** patients from underprivileged communities.



## TRAINING AND DEVELOPMENT

**RM10.3 million** spent on employee training and development programmes.



## MANPOWER

**44%** of our management positions are held by women



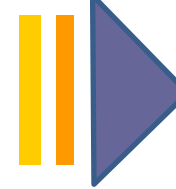
## TRAINING HOURS

Employees spent an average of **47 hours** on training

# Awards

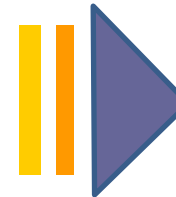
14 April 2016 -

Malaysia Hospital of the Year, awarded by  
**Frost & Sullivan**, Kuala Lumpur Malaysia



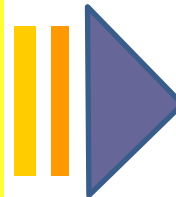
18 May 2016 -

Malaysia Hospital of the Year, awarded by  
**Frost & Sullivan and Global Health & Travel**, Bangkok Thailand



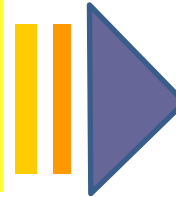
18 May 2016 -

GHT – Consumer Choice – Orthopaedics Service Provider of the Year, awarded by  
**Asia Pacific Healthcare & Medical Tourism** Bangkok, Thailand



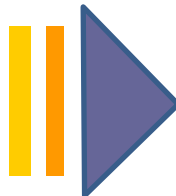
24 May 2016 -

Reader's Digest 18th Trusted Brand Award - Gold winner for Private Healthcare, awarded by  
**Reader's Digest Asia** Kuala Lumpur



27 October 2016 -

Anugerah Ketua Pengarah MPC, awarded by  
**Malaysia Productivity Corporation**



17 March 2017-

Anugerah Perdana Menteri, Anugerah Kecemerlangan Industri (AKI) 2016 awarded by  
**MATRADE**





# Network Expansion

## *New Hospitals*

<b>PROJECT</b>	<b>LOCATION</b>	<b>TOTAL CAPACITY (Beds)</b>	<b>OPERATING BEDS</b>	<b>COMPLETION</b>	<b>OPENING</b>
*KPJ Pahang Specialist Hospital	Pahang	190	88	4Q2015	May 2016
KPJ Perlis Specialist Hospital	Perlis	90	60	2Q2017	4Q2017
BDC Specialist Hospital	Sarawak	150	114	4Q2017	1Q2018
KPJ Bandar Dato' Onn Specialist Hospital	Johor	150	90	4Q2017	1Q2018
KPJ Miri Specialist Hospital	Sarawak	96	61	1Q2018	2Q2018

**Total Beds**

**1,012**

**654**

\* Completed

# Network Expansion

## *New Hospitals- Lease*

<b>PROJECT</b>	<b>LOCATION</b>	<b>TOTAL CAPACITY (Beds)</b>	<b>OPERATING BEDS</b>	<b>COMPLETION</b>	<b>OPENING</b>	<b>LEASE PERIOD</b>
KPJ Batu Pahat Specialist Hospital	Batu Pahat	240	90	2018	TBA	30 years (6+3yrs up to 30 years)
Kluang Specialist Hospital	Kluang	90	90	2019	TBA	30 years (15+15yrs)
KPJ Damansara Specialist Hospital 2	Sg Penchala	300	150	2019	TBA	30 years (15+15yrs)

**Total Beds**

**630**

**330**

# Network Expansion

## *Hospital Expansion*

<b>HOSPITALS</b>	<b>DESCRIPTION</b>	<b>CAPACITY</b>	<b>COMPLETION</b>	<b>OPENING</b>
*KPJ Selangor Specialist Hospital	Clinics	54	Oct 2016	1Q2017
KPJ Seremban Specialist Hospital	Beds	90	1Q2017	3Q2017
Taiping Medical Centre	Clinics	16	3Q2017	4Q2017
Sri Manjung Medical Centre	Beds	30	3Q2017	4Q2017
KPJ Johor Specialist Hospital	Beds	53	3Q2017	4Q2017
KPJ Ampang Puteri Specialist Hospital	Beds	150	4Q2017	1Q2018
	Clinics	33		
KPJ Puteri Specialist Hospital	Beds	66	TBA	TBA
KPJ Penang Specialist Hospital	Beds	138	TBA	TBA

**Total Beds** 527

**Total Clinics** 103

\* Completed

# Network Expansion

Launching of KPJ Pahang Specialist Hospital on 6 Oct 2016



# Network Expansion

## *New Hospitals*

*KPJ Perlis Specialist Hospital*



*KPJ Bandar Dato' Onn Specialist Hospital*



*KPJ BDC Specialist Hospital*



*KPJ Miri Specialist Hospital*

# **Network Expansion**

## *New Hospitals- Lease*



*KPJ Batu Pahat Specialist Hospital*



*KPJ Kluang Specialist Hospital*



*KPJ Damansara Specialist Hospital 2*

# Network Expansion

## Hospital Expansion

*KPJ Seremban Specialist Hospital*



*Sri Manjung Medical Centre*



*Taiping Medical Centre*



*KPJ Johor Specialist Hospital*

# Network Expansion

## Hospital Expansion

*KPJ Ampang Puteri  
Specialist Hospital*



*KPJ Penang Specialist Hospital*



*KPJ Puteri  
Specialist Hospital*





Thank you





## Q&A

MSWG  
EPF  
KWAP



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- 1. As stated in the Management Discussion and Analysis (“MDA”) on page 27-31 of the Annual Report, the Group is actively expanding its capacity by building new hospitals and increasing the number of beds. Could the Board explain further on the risk and impact to the Group’s plans if the gestation period for new hospitals is extended from the set target?**

The gestation period of 3 to 5 years for new hospitals is typically influenced by factors such as the pace of new services offering (from new doctors joining the hospital) and patient volume growth.

The impact of a prolonged gestation period from the set target is the financial drag to the Group’s performance.

The Group is pleased to report that there has not been any new hospital opening since 2012 that has undergone a gestation period longer than the set target. The Group’s EBITDA growth of 142% over this period is a testimony of this.

- 2. We noted that KPJ provided services to customised packages for senior living care facilities for elderly persons.**
- (i) What is the projected demand for the services in the next 2 years?**
  - (ii) What is the percentage for long term and short term patients?**
  - (iii) Is there any plan to expand the service operations in other states in Malaysia?**

Malaysia's population profile of aged 60 years or older stood at 9.2% in 2015 and is projected to grow to 14.4% by 2030 according to published data. The Group has seen strong demand for its Senior Living Care facilities since opening, where gross operating revenue grew 72% in 2016. The occupancy rate had also improved from 50% in 2015 to 68% in 2016.

The clientele we served were mostly "long-term" patients (more than 3 months stay), with those requiring respite care forming the "short-term" patient admissions (less than 3 months stay). On average, the ratio is about 65:35 respectively.

Although we have plans to introduce more Senior Living Care services to other states in Malaysia, structural issues like absence of funding mechanism and legal framework for such services, are key hindrance to large scale investment in creating such facilities.

**3. The aged care facility in Australia is still in loss-making in 2016. When will this business turn to break-even/profitable?**

The key challenges faced by Jeta Gardens are its lack of scale of operations and higher costs structure. Its performance in 2016 has been encouraging, where losses have been narrowed on the back of improved occupancy rates.

The Group's present priority is to complete all the planned Malaysian network expansion by 2020 and we are exploring all our options, including possibility of divesting our stake in Jeta Gardens.

**4) We noted that the Group was involved with Global IT Strategic Transformation Project. How much has the Company allocated for technology advanced facilities expenditure for FY2017 and what is the current progress and results?**

The Group has allocated a budget of RM46.9 million for this Project in FY2017, to bring our IT infrastructure and applications to the next level in terms of technology. We are upgrading our Data Centre to meet the demands of our hospital network expansion, as well as technology refresh for our IT applications and infrastructure.

All new hospital openings in the coming years will start using this new cloud platform, presenting greater potential for shared IT services within the Group for cost optimisation and efficiency.

Presently, 8 hospitals have already completed their IT migration and transformation under this Project, with 3 more hospitals planned in 2017.

**5) As stated in the MDA, KPJ has undertaken a series of measures to generate additional value from the assets such as by reviewing the operations to reduce cost, improve efficiencies and pricing strategy to soften the impact brought by the increasing material costs.**

**i) Please enlighten shareholders on the measures and strategies taken to keep the costs of material under control.**

**ii) How would the board plan to reduce the operational costs without compromising on the standards, quality of services and efficiencies in the operations?**

The Group's PharmaServ Alliances Sdn Bhd is the central buying arm that sources and procures most of the Group's medical supplies and consumables needs, leveraging on the scale of our operations to secure the best products at the most competitive prices. Purchases of medical equipment and appliances are also sourced and coordinated centrally at KPJ HQ. Tenders and/or competitive bidding by major suppliers and authorised distributors are the preferred approach taken whenever possible.

In 2016, the Group also consolidated 8 of its hospitals operations by pairing an established matured hospital with a new hospital still at gestation stage. This approach facilitates better sharing of talent, expertise and resources between the hospitals that translates into greater operational efficiencies. The merger also enabled the Group to be more tax efficient.

**6) KPJ Healthcare is one of the leading private healthcare providers in Southern Asia and Malaysia. Does the Group foresee any competitors in the region and please elaborate how it would protect and retain its leading position in the market?**

Over the years throughout our existence, we have seen increased competition coming from big and established players from around the world, through JVs and partnerships.

To protect our position as the preferred healthcare service provider, we are aggressively expanding our network reach and capacity; introduce new innovative services/procedures; build positive customer experience through continuous improvement in service quality to our patients and deliver the expected clinical outcomes.

“Sustainable Healthcare” is a theme we have adopted to encapsulate all the above to ensure that the KP J brand retains its market leadership and continue growing.



**7) As stated in the Business Review on page 35 of the Annual Report, the hospital operations in Bangladesh continue to grow year-on-year since its commencement in FY2014 with positive growth in the numbers for both inpatient and outpatient categories. What is the business climate in Bangladesh and are there any plans to expand to cater for more patients in future?**

The business climate in Bangladesh is promising, with the World Bank projecting that the country will achieve a 6.8% GDP growth in 2017.

KPJ has a 15-year hospital management agreement with the hospital owner, to manage the operations of the specialist hospital. Apart from this venture, the Group has no other plans in Bangladesh at present.

**8) As stated in the Business Review on page 61 of the Annual Report, KPJ Education offered 38 healthcare programs ranging from certificates to foundation and PhD courses.**

**Please share on how the Group would manage the supply issue of its graduates taking into consideration the state of unemployment in the labour market?**

The Group takes pride in seeing the transformation of KPJUC over the years, from a nursing college to become a premier medical university college that produce quality graduates to meet the nation's needs for nurses, allied healthcare professionals and specialist doctors.

KPJUC graduates received a holistic learning experience where 50% of their education program is allocated for hands-on learning and training within the Group's hospital network. This makes them highly skilled and sought after at both public and private hospitals. The Group offers employment to graduates that achieve good results for placement throughout its network. To-date, 75% of KPJUC graduates started their careers with KPJ.

**9) Inpatient volumes were flat in FY16 despite growth driven by higher revenue intensity. Please share with us if any signs of the volume numbers improving or normalizing, going forward?**

Judging by the patient volume trends for the last few consecutive quarters, it appears that the Group has seen the worst and managed to weather the storm so to speak. Patient volume has shown an encouraging growth so far, reversing the declining trends seen in late 2015 to mid 2016.

**10) The overseas venture in Indonesia has reached to profitable levels but KPJ yet to tap the burgeoning growth of the sector in a big way following the Badan Penyelenggaraan Jaminan Sosial Kesehatan (BPJS) introduction. Please provide us what is the company's strategic plan for Indonesia?**

The Group's RS Medika Bumi Serpong Damai and RS Medika Permata Hijau are now on the panel of BPJS Jaminan Kesehatan Nasional scheme. The strong performance of our Indonesian hospitals delivering a 153% growth in PBT in FY2016 was underpinned by the strong patient volumes generated from the BPJS scheme.

The Group has strategic aspiration for expansion in Indonesia in the medium to long term horizon, given its solid brand awareness amongst Indonesians being our largest foreign patient group and Indonesia's strong growth potential amongst ASEAN nations.

However, the Group's aspiration for expansion in Indonesia is contingent upon the successful completion of network expansion in Malaysia due to the capital burden it's carrying currently and also the search for a strong strategic Indonesian partner.

**11) How the company plan to address the impact from the weak Ringgit on the expansion plans since bulk of the equipment is to be imported?**

The weakened Ringgit seen recently has a negative impact to our business since the Group consumes many imported goods like drugs, medical consumables and medical equipment. Such procurements are invariably sourced locally through local distributors and paid in Ringgit, but most of these products are manufactured overseas and priced in US dollars.

The Group's strategy in dealing with the weakened Ringgit is to seek for alternatives of similar quality from domestic manufacturers whenever possible. Also, most of our drug suppliers have contractually locked prices good for 12 months, an advantage gained from our centralised bulk purchasing approach.

Our expansion plans have not been hugely impacted by the weakened Ringgit so far, although we are seeing some higher than normal increases in medical equipment prices.

**12) Net gearing level is rising along with heavy capex commitments in 2017. What are the plans to bring gearing levels down, if any?**

The high gearing level the Group is carrying is the result of our hospital network expansion that started in 2012. The traditional option of selling our hospital buildings to Al- A'qar REIT has been deferred due to the availability of Investment Tax Allowances that the government gave for new hospital development.

Presently, we have 5 operational greenfield hospital assets as well as 6 ongoing brownfield expansion projects that can be sold to Al-A'qar REIT at some point, to reduce our gearing level going forward.

## **CORPORATE GOVERNANCE**

**1) Recommendation 3.2 of the Malaysia Code on Corporate Governance 2012 states that the tenure limit for independent directors should not exceed nine (9) years. We noted that four (4) of the independent directors have served the Company for a term 12 years and one director for a term of 23 years. Please address in the Board Succession Planning process.**

The present tenure of the independent non-executive directors of the Company are as follows:-

1. Tan Sri Paduka Siti Sadiyah Sheikh Bakir – 2 years
2. Zainah Mustafa - 13 years
3. Datuk Azzat Kamaludin - 23 years
4. Dr Yoong Fook Ngian - 12 years
5. Dr Kok Chin Leong - 12 years
6. Prof. Dato' Dr. Azizi Omar – 1 year

As Directors, they continue to bring independent and objective judgements to Board deliberations and the decision making process as a whole and maintain unbiased views without any influence. They also possess vast professional experience and bring the right mix of skills to the Board. The Board therefore, endorsed the NRC's recommendation for all the four (4) Directors to be retained as Independent Non-Executive Directors.

**2) “At the 23rd AGM of the Company held on 19 May 2016, Dr. Yoong Fook Ngian and Datuk Azzat Kamaludin, who is above the age of 70, was reappointed pursuant to Section 129 of the repealed Companies Act 1965 to hold office until the conclusion of 24th AGM. their term of office therefore will technically end at the conclusion of the 24th AGM irrespective of no age limit for directors under the new Companies Act 2016.**

**In view that there were no resolutions tabled for Dr. Yoong Fook Ngian and Datuk Azzat Kamaludin to continue to act as Directors of the Company, could the Board advise whether Dr. Yoong Fook Ngian and Datuk Azzat Kamaludin would be re-appointed as Directors of the Company by the Board?”**

The new Companies Act 2016 does not make any provision to the reappointment of Directors who are above the age of seventy. There is no age limit in the new Act.

Both Datuk Azzat Kamaludin and Dr Yoong Fook Ngian were appointed at the 23rd AGM held on 19 May 2016 and to hold office until the conclusion of the 24th AGM.

With the repeal of Section 129(6) of the Companies Act 1965, the Directors have agreed that no tenure is set for both Datuk Azzat and Dr Yoong respectively and they will continue as Independent Non-Executive Directors until the Board determines otherwise.



*24<sup>th</sup>  
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**KPJ HEALTHCARE BERHAD**

# **Ordinary Business Agenda 1**

**To receive the Audited Financial Statements  
for the year ended 31 December 2016 and  
the Reports of the Directors and  
Auditors thereon.**



# **Ordinary Business**

## **Agenda 2**

**To re-elect the following Directors of the Company who will retire in accordance with the Article 69 of the Articles of Association of the Company:-**

- i) Dato' Amiruddin Bin Abdul Satar**
- ii) Aminudin Bin Dawam**
- iii) Zulkifli Bin Ibrahim**
- iv) Dr Kok Chin Leong**

*24<sup>th</sup>  
Annual General  
Meeting*



**KPJ HEALTHCARE BERHAD**

**Ordinary Business  
Agenda 2 (Resolution 1)  
Re-election of**



**Dato' Amiruddin Bin Abdul Satar**

**24<sup>th</sup>**  
**Annual General**  
**Meeting**



**KPJ HEALTHCARE BERHAD**

**Ordinary Business**  
**Agenda 2**  
**Re-election of (Resolution 2)**



**Aminudin Bin Dawam**

**24<sup>th</sup>**  
**Annual General**  
**Meeting**



**KPJ HEALTHCARE BERHAD**

**Ordinary Business**  
**Agenda 2 (Resolution 3)**  
**Re-election of**



**Zulkifli Bin Ibrahim**

**24<sup>th</sup>**  
**Annual General**  
**Meeting**



**KPJ HEALTHCARE BERHAD**

**Ordinary Business**  
**Agenda 2 (Resolution 4)**  
**Re-election of**



**Dr Kok Chin Leong**



# **Ordinary Business**

## **Agenda 3 (Resolution 5(a))**

**To approve the following payment to  
Directors :-**

- i) Fees of RM918,750 paid in the financial year ended 31 December 2016 and proposed fees of RM925,000 for the financial year ending 31 December 2017.



# **Ordinary Business**

## **Agenda 3 (Resolution 5(b))**

**To approve the following payment to Directors :-**

ii) Remuneration (excluding Directors' fees) of RM838,250 for the financial year ended 31 December 2016 and up to an amount of RM965,000 from January 2017 until the conclusion of the next AGM of the Company ("Relevant Period"). *(See note K of the Notice of 24<sup>th</sup> AGM)*



*24<sup>th</sup>  
Annual General  
Meeting*



**KPJ HEALTHCARE BERHAD**

## **Ordinary Business Agenda 4 (Resolution 6)**

**To re-appoint Messrs  
PricewaterhouseCoopers as Auditors of the  
Company and to authorise the Directors to fix  
their remuneration.**

*24<sup>th</sup>  
Annual General  
Meeting*



**KPJ HEALTHCARE BERHAD**

# **Special Business Ordinary Resolution 1**

## **CONTINUING IN OFFICE AS INDEPENDENT NON-EXECUTIVE DIRECTORS**

In line with Recommendation 3.2 and 3.3 of the MCCG2012 NRC conducted an assessment of INED and Practice Note 13 of MMLR for shareholders' approval on the appointment of INEDs.



# **Special Business**

## **Ordinary Resolution 1**

### **Re-election of INEDs**

- i. Zainah Binti Mustafa
- ii. Datuk Azzat Kamaludin
- iii. Dr Yoong Fook Ngian
- iv. Dr Kok Chin Leong

**24<sup>th</sup>**  
**Annual General**  
**Meeting**



**KPJ HEALTHCARE BERHAD**

**Special Business**  
**Ordinary (Resolution 7)**  
**Re-election of**



**Zainah Binti Mustafa**

**24<sup>th</sup>**  
***Annual General***  
***Meeting***



**KPJ HEALTHCARE BERHAD**

**Special Business**  
**Ordinary (Resolution 8)**  
**Re-election of**



**Datuk Azzat Kamaludin**

**24<sup>th</sup>**  
***Annual General***  
***Meeting***



**KPJ HEALTHCARE BERHAD**

**Special Business**  
**Ordinary (Resolution 9)**  
**Re-election of**



**Dr Yoong Fook Ngian**

*24<sup>th</sup>  
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Meeting*



**KPJ HEALTHCARE BERHAD**

**Special Business  
Ordinary (Resolution 10)  
Re-election of**



**Dr Kok Chin Leong**

*24<sup>th</sup>  
Annual General  
Meeting*



**KPJ HEALTHCARE BERHAD**

# **Special Business**

## **Ordinary Resolution 2 (Resolution 11)**

Authority to issue and allot shares does not exceed 10 percent (10%) of the total number of issued shares of the Company, Pursuant to section 75 of the Companies Act, 2016.



*24<sup>th</sup>  
Annual General  
Meeting*



**KPJ HEALTHCARE BERHAD**

# **Special Business**

## **Ordinary Resolution 3 (Resolution 12)**

### **PROPOSED RENEWAL OF THE SHARE BUY-BACK AUTHORITY**

Subject to Section 127 of the Act, the provisions of the MMLR and all other applicable laws, rules, regulations and guidelines for the time being in force, the Directors of the Company be and are hereby authorised, to make purchase(s) of ordinary shares in the Company on Bursa Securities subject to the items that set out in Resolution 12 of the Notice of 24<sup>th</sup> AGM.

**24<sup>th</sup>  
Annual General  
Meeting**



**KPJ HEALTHCARE BERHAD**

# **Special Business**

## **Ordinary Resolution 3 (Resolution 13)**

To authorise the Company and/or its subsidiaries, to enter into and give effect to the Recurrent Related Party Transactions of a Revenue or Trading nature, all with the particulars of which are set out in Part B of the Circular to Shareholders dated 28 March 2017 (“Circular”) with the Related Parties as described in the Circular, provided that such transactions are stated in the Resolution 13 of the Notice of 24<sup>th</sup> AGM.



# POLL VOTING



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# SUSTAINABLE HEALTHCARE





# POLL RESULTS



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## KPJ HEALTHCARE BERHAD (247079-M)

### TWENTY FOURTH ANNUAL GENERAL MEETING HELD ON THURSDAY 20 APRIL 2017

Results of the Poll carried out at the Twenty Fourth Annual General Meeting

Resolution	For		Against		Abstain	
	No. of Shares	%	No. of Shares	%	No of Shares	%
<u>Ordinary Resolution 1</u> Re-election of Dato' Amiruddin Bin Abdul Satar as Director of the Company in accordance with Article 96 of the Company's Articles of Association	753,308,650	98.53	0	0	11,251,366	1.47
<u>Ordinary Resolution 2</u> Re-election of Aminudin Bin Dawam as Director of the Company in accordance with Article 96 of the Company's Articles of Association	717,256,482	93.81	43,335,833	5.67	11,256,297	1.47
<u>Ordinary Resolution 3</u> Re-election of Zulkifli Bin Ibrahim as Director of the Company in accordance with Article 96 of the Company's Articles of Association	699,604,888	91.50	68,136,324	8.91	4,107,400	0.54
<u>Ordinary Resolution 4</u> Re-election of Dr Kok Chin Leong as Director of the Company in accordance with Article 96 of the Company's Articles of Association	699,214,606	91.45	68,526,606	8.96	4,107,400	0.54

**KPJ HEALTHCARE BERHAD (247079-M)**

**TWENTY FOURTH ANNUAL GENERAL MEETING HELD ON THURSDAY 20 APRIL 2017**

Results of the Poll carried out at the Twenty Fourth Annual General Meeting

Resolution	For		Against		Abstain	
	No. of Shares	%	No. of Shares	%	No of Shares	%
<u>Ordinary Resolution 5(a)</u> Approval of Directors' fees of RM918,750 and RM925,000 for the financial year ended 31 December 2016 and 31 December 2017 respectively	627,391,058	82.06	135,951,495	17.78	1,217,463	0.16
<u>Ordinary Resolution 5(b)</u> Approval of Directors' remuneration of RM838,250 for the financial year ended 31 December 2016 and RM965,000 from January 2017 until the conclusion of the next AGM	733,308,016	95.91	30,228,187	3.95	1,217,463	0.16
<u>Ordinary Resolution 6</u> Re-appointment of Messrs PricewaterhouseCoopers as Auditors of the Company and to authorise the Directors to fix their remuneration	710,130,273	92.88	53,648,113	7.02	0	0
<u>Ordinary Resolution 7</u> Retention of Zainah Mustafa as Independent Non-Executive Director	558,284,071	73.02	202,168,545	26.44	4,107,400	0.54

**KPJ HEALTHCARE BERHAD (247079-M)**

**TWENTY FOURTH ANNUAL GENERAL MEETING HELD ON THURSDAY 20 APRIL 2017**

Results of the Poll carried out at the Twenty Fourth Annual General Meeting

Resolution	For		Against		Abstain	
	No. of Shares	%	No. of Shares	%	No of Shares	%
<u>Ordinary Resolution 8</u> Retention of Datuk Azzat Kamaludin as Independent Non-Executive Director	557,650,073	72.94	202,802,543	26.52	4,107,400	0.54
<u>Ordinary Resolution 9</u> Retention of Dr Yoong Fook Ngian as Independent Non-Executive Director	525,429,313	68.72	106,360,404	13.91	140,058,895	18.32
<u>Ordinary Resolution 10</u> Retention of Dr Kok Chin Leong as Independent Non-Executive Director	662,014,806	86.59	105,726,406	13.83	4,107,400	0.54
<u>Ordinary Resolution 11</u> Approval to Issue and Allot Shares pursuant to Section 75 of the Companies Act 2016	708,502,866	92.67	18,948,000	2.48	37,109,150	4.85
<u>Ordinary Resolution 12</u> Renewal of Share Buy-Back Authority	764,558,516	100.00	0	0	1,500	0
<u>Ordinary Resolution 13</u> Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature	300,678,280	99.99	0	0	14,822	0.01



**THANK YOU**



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