

# **Draft Minutes of 3<sup>rd</sup> Annual General Meeting Centurion Public Limited Company**

**16<sup>th</sup> May 2019  
Champa Central Hotel  
Male' Maldives**

## A. Opening and Quorum

1. The 3<sup>rd</sup> Annual General Meeting of Centurion Public Limited Company (CPLC) commenced with the recitation of the Holy Qur'an.
2. The Chairperson Capt Ahmed Maumoon declared the meeting open at 22:00pm announcing that the meeting was quorate with presence of 48 shareholders. (33 shareholders being present in person and 15 shareholders present by proxy.
3. The Chairperson opened the meeting by extending a warm welcome to all the shareholders and special invitees of the meeting.

## B. In Attendance

### 4. Board of Directors in Attendance

- |                          |                                   |
|--------------------------|-----------------------------------|
| • Capt. Ahmed Maumoon    | Chairman / Non-Executive Director |
| • Mr. Aimon Jameel       | Managing Director                 |
| • Ms. Juwairiya Saeed    | Non-Executive Director            |
| • Mr. Abdulla Nafiz      | Non-Executive Director            |
| • Mr. Abdulla Hassan     | Non-Executive Director            |
| • Mr. Ahmed Ranesh       | Non-Executive Director            |
| • Mr. Naheez Ahmed Saeed | Non-Executive Director            |

### 5. Board Directors unable to attend

Nil

### 6. Auditors

- |                   |      |
|-------------------|------|
| • Mr. Amal Piries | KPMG |
|-------------------|------|

### 7. Regulators

- |                       |      |
|-----------------------|------|
| • Ms. Aishath Liyusha | CMDA |
|-----------------------|------|

### 8. CPLC Management

- |                           |                               |
|---------------------------|-------------------------------|
| a. Mr. Muruthala Musthafa | Company Secretary             |
| b. Mr. Kanesh Jayasinghe  | Group Chief Financial Officer |

## Agenda

The Agenda of the 2nd Annual General Meeting is as Follows:

- Recitation of the Holy Qur'an
- Welcome address by the Company Chairman
- Approval of the Minutes of 2<sup>nd</sup> Annual General Meeting.
- Presentation of Annual Report of the year 2018
- Approval of the Dividend for the year 2018
- Appointment of Auditors of the Company for the year 2019 and fixing their remuneration.
- Any other business.
- Vote of thanks

### **C. Passing the Minutes of Previous Annual General Meeting**

9. The Minutes of 2<sup>nd</sup> Annual General Meeting held at Champa Central hotel on 28<sup>th</sup> May 2018 was published on the company's website on 25<sup>th</sup> July 2018, requesting shareholders to submit comments and amendments to the minutes by the 10th June 2018.
10. No comments were received by the deadline.
11. As there were no requests for amendments from shareholders present in the meeting, the Minutes of the 2<sup>nd</sup> Annual General held on 28<sup>th</sup> May 2018 were deemed to correct and approved.

### **D. Presentation of Annual Report of the year**

12. It was resolved to approve the Annual Report 2018 which includes the Directors Report and Audited Financial Statement for the Financial Year ending 31<sup>st</sup> December 2018.
13. Voting was conducted by a show off hand and the shareholders resolved to adopt the Annual Report 2018.
14. The Resolution was passed with the necessary majority of 48 votes representing 100% of shareholders who voted for the resolution.

### **E. Approval of the Dividend for the year 2018**

15. It was resolved to declare a full year dividend of MVR2,793,646 being 50.00% of the profits attributable to owners of CPLC amounting to MVR 00.39 per share, for the year ended 31st December 2018.
16. It was noted that the majority shareholders surrendered 44% of their dividends of value MVR1,174,359 on condition that it be distributed amongst the minority shareholders.
17. Hence the final dividend for distributed amongst the minority shareholders is MVR 3.50 per share which comprises of the dividend of MVR 0.39 per share as declared by the board and approved by shareholders and MVR 3.11 per share on dividend surrendered by the majority shareholders and distributed equally
18. The Resolution was passed with necessary majority of 48 votes representing 100% of shareholders who voted for the resolution.

### **F. Appointment of Auditors of the Company for the year 2018 and fixing their remuneration**

19. In accordance with the recommendation from the Audit Committee the Board of Directors recommended to appoint KPMG as the Company's External Auditors and to set the Auditors remuneration of USD 6400/- (excluding out of pocket expenses and subject to GST of 6%)
20. It was resolved to re-appoint KPMG as the Company's Auditors and set their remuneration of USD 6400/- (excluding out of pocket expenses and subject to GST of 6%) for the financial year 2019.
21. The resolution was passed with the necessary majority of 48 votes representing 100% of shareholders who voted at the meeting.

**G. Any other business**

22. The chairperson opened the floor for the shareholders to table any other matters. There being no other matter proposed by the shareholders, the chairperson moved to the next item on the Agenda.

**H. Vote of thanks**

23. The AGM was brought to close with a Vote of Thanks to the Shareholders who attended the AGM.
24. The Chairman declared the First Annual General Meeting of Centurion Public Limited Company closed at 23:00 pm and was followed by refreshment for all the attendees.

END