

Draft Minutes of 6th Annual General Meeting 2022 Centurion Public Limited Company

DRAFT

**07th July 2022
Meeruma Building
Male' Maldives**

A. Opening and Quorum

1. The 6th 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 20:30pm, announcing that the meeting was quorate with presence of 25 shareholders.
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 |
| • Mr. Hussain Nizar | Executive Director |
| • Mr. Abdulla Nafiz | Non-Executive Director |
| • Mr. Ahmed Ranesh | Non-Executive Director |
| • Uz. Hawwa Shafeea Riza | Non-Executive Director |

5. Board Directors unable to attend

Nil

6. Auditors

- | | |
|--------------------------|------|
| • Duminda Rathnadiwakara | KPMG |
|--------------------------|------|

7. Regulators

- | | |
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| • Ismail Abdul Razzaq | CMDA |
| • Aushan Latheef | MSD |

8. CPLC Management

- | | |
|---------------------------|--------------------------------|
| a. Mr. Muruthala Musthafa | Company Secretary |
| b. Mr. Mohamed Aneel | Deputy Chief Financial Officer |

Agenda

The agenda of the 6th Annual General Meeting is as Follows:

- Recitation of the Holy Qur'an
- Opening remarks by the Chairman of the Board of Directors.
- Approval of the Agenda of the 6th Annual General Meeting
- Approval of the Minutes of 5th Annual General Meeting.
- Approval of the Director's Report and Audited Financial Statement for the year ended 31st December 2022.
- Approval of the final Dividend for the year ended 31st December 2022.
- Approval of the appointment / re-appointment of the External Auditors for the year 2022 and fixation of their remuneration.
- Other matters
- Conclusion of AGM

C. Passing the Minutes of Previous Annual General Meeting

The 5th Annual General Meeting of Centurion PLC was held as a virtual AGM on Thursday, 27th May 2021 at 20:30pm Via Zoom. The Minutes was published on the company's website on 1st June 2022, requesting shareholders to submit comments and amendments to the minutes by the 30th June 2022.

No comments were received by the deadline.

As there were no requests for amendments from shareholders present in the meeting, the Minutes of the 5th Annual General Meeting held on 27th May 2021 were deemed to correct and approved.

D. Approval of the Director's Report and Audited Financial Statement for the year ended 31st December 2022.

It was resolved to approve the Annual Report 2022 which includes the Directors Report and Audited Financial Statement for the Financial Year ending 31st December 2022.

Voting was conducted by a show off hand and the shareholders resolved to adopt the Annual Report 2022.

The Resolution was passed with the necessary majority of 20 votes representing 95% of shareholders who voted for the resolution.

E. Approval of the Dividend for the year 2021

It was resolved to declare a full year dividend of MVR 7,137,452 being 25% of the profits attributable to owners of CPLC amounting to MVR 1.75 per share, for the year ended 31st December 2022.

It was noted that the majority shareholders surrendered their shares on condition that it be distributed amongst the minority shareholders.

Hence the final dividend for distributed is MVR 1.75 per share which comprises of the dividend of MVR 1.75 per share as declared by the board and approved by shareholders and MVR 1.75 per share on dividend surrendered by the majority shareholders and distributed equally

The Resolution was passed with necessary majority of 25 votes representing 100% of shareholders who voted for the resolution

F. Approval of the appointment / re-appointment of the External Auditors for the year 2022 and fixation of their remuneration.

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 5800/- (Including GST).

It was resolved to re-appoint KPMG as the Company's Auditors and set them remuneration of USD 5800/- (Including GST) for the financial year 2022.

The resolution was passed with the necessary majority of 20 votes representing 95% of shareholders who voted at the meeting.

G. Any other business

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. Conclusion of AGM

The Chairperson thanked all the shareholders and declared the 6th Annual General Meeting of Centurion PLC for the Financial Year 2022 closed at 21:30pm.

END

