

DWL RESOURCES BERHAD
(FORMERLY KNOWN AS SPRING GALLERY BERHAD)

[Registration No. 200001002113 (504718-U)]
(Incorporated in Malaysia)

SUMMARY OF KEY MATTERS DISCUSSED AT THE NINETEENTH ANNUAL GENERAL MEETING ("AGM") OF THE COMPANY HELD AT DANAU 3, 1ST FLOOR, KOTA PERMAI GOLF & COUNTRY CLUB, NO. 1, JALAN 31/100A, KOTA KEMUNING, SECTION 31, 40460 SHAH ALAM, SELANGOR DARUL EHSAN ON TUESDAY, 26 NOVEMBER 2019 AT 9:00 A.M.

Datuk Wan Khalik Bin Wan Muhammad ("**Datuk Chairman**") chaired the Meeting.

The Company Secretary confirmed that a quorum was present pursuant to Article 53 of the Company's Articles of Association, and Datuk Chairman declared the Meeting duly convened.

Agenda 1	To receive the Audited Financial Statements for the financial year ended 30 June 2019 together with the Reports of the Directors and Auditors thereon.
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The Audited Financial Statements of the Company for the financial year ended 30 June 2019 together with the Reports of the Directors and of the Auditors thereon were duly received by the shareholders.

Agenda 2	To approve the payment of Directors' Fees of up to RM600,000.00 for the financial year ending 30 June 2020 and thereafter, which is payable quarterly in arrears.
Agenda 3	To approve the payment of Directors' benefits of up to RM40,000.00 from 27 November 2019 until the next AGM of the Company.

For the Agendas above, there were no questions raised by the shareholders.

In view that the next item on the Agenda included the re-election of Datuk Chairman as a Director of the Company, the chairmanship was handed to Encik Ahmad Ruslan Zahari Bin Dato' Dr. Zakaria ("**Encik Ahmad Ruslan**") to chair this segment of the Agenda.

Agenda 4	To re-elect the following Directors who are due to retire in accordance with Article 96 of the Company's Articles of Association and being eligible, have offered themselves for re-election:- (a) Datuk Wan Khalik Bin Wan Muhammad; (b) Dato' Sri Shahril Bin Mokhtar; (c) Dato' Sri Aminul Islam Bin Abdul Nor; (d) Dato' Rathakrishnan A/L Vellaisamy; and (e) Mr. Ng Keok Chai.
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There being no question raised, Encik Ahmad Ruslan handed over the chairmanship back to Datuk Chairman.

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(Summary of the key matters discussed at the Nineteenth AGM held on 26 November 2019 – page 2)

Agenda 5	To re-elect Mr. Tan Ooi Jin who is due to retire in accordance with Article 91 of the Company's Articles of Association and being eligible, has offered himself for re-election.
Agenda 6	To re-appoint Messrs. Folks DFK & Co as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.
Agenda 7	Authority to Issue Shares pursuant to the Companies Act 2016.
Agenda 8	Proposed Adoption of A New Constitution of the Company.

For the Agendas above, there were no questions raised by the shareholders.

All the resolutions as set out in the Notice of the Nineteenth AGM dated 25 October 2019, were tabled at the Meeting and voted upon by polling were duly passed by the shareholders, with the results of the polling announced accordingly to Bursa Malaysia Securities Berhad on 26 November 2019.

There being no other business to be transacted, Datuk Chairman concluded the Meeting at 9:28 a.m. and thanked all present for their attendance.

** End of Summary **