



No. 26 – FY2017-2018 AND FY2018-2019

**MINUTES OF THE ANNUAL GENERAL MEETING OF
YOMA BANK LIMITED (COMPANY REGISTRATION No. 193771947)**
HELD ON [FRIDAY, 22ND NOVEMBER 2019] [AT 14:30 P.M. -15.30 P.M.]
AT THE HEAD OFFICE BOARD ROOM OF YOMA BANK, YANGON, MYANMAR

SHAREHOLDER PRESENT IN PERSON: U Tun Tun
(Representative of First Myanmar Investment Public Company Limited and Yangon Land Company Limited)
[REDACTED] (Individual Shareholder)

SHAREHOLDER VOTED BY PROXY: [REDACTED]
(Proxy of International Finance Corporation)

DIRECTORS PRESENT: Mr. Chi Tung Melvyn Pun (Chairman)
U Tun Myat (Independent Non-Executive Director)
U Kyi Aye (Director)
Mr. Dean Alexander Cleland (Director)
Daw Aye Aye Soe (Executive Director)

APOLOGY WITH ABSENCE: U THEIM WAI @ Mr. Serge Pun (Executive Chairman)
U MYAT THIN AUNG (Director)

IN ATTENDANCE: Mr. Hal Boshier (Advisor to the Board)
Mr. Vijay Kumar Maheshwari (Chief Financial Officer)
Daw Zin Mie Mie (Corporate Secretary)
UTW (Myanmar) Limited Representative (External Auditor) **For Agenda Item No. 1-4 Only**

ANNUAL GENERAL MEETING AGENDA

No.	Item
1.	➤ Chairman's Comments
2.	➤ Directors' Reports FY 2018 & FY 2019
3.	➤ Financial Reports FY 2018 & FY 2019
4.	➤ External Auditor's Report FY 2018 & FY 2019 – UTW (Myanmar) Limited
5.	➤ Resignation of Director
6.	➤ Appointment of Directors
7.	➤ List of committees and members
8.	➤ General Discussions

APPOINTMENT OF CHAIRMAN OF THE MEETING

The Executive Chairman, Mr. Serge Pun was absent from the meeting and therefore, the members present elected Mr. Chi Tung Melvyn Pun to chair the Annual General Meeting held on 22nd November 2019 in accordance with the Myanmar Companies Law section 151 (a) iii.

AGENDA ITEM	COMMENTS
1)	<p>Chairman's Comments</p> <p>The Chairman opened the meeting at 14:30 p.m. He welcomed the members to the meeting and declared that a quorum was present.</p> <p>The Chairman commented that Yoma Bank Limited is doing well. Under the new leadership of Mr. Dean Alexandar Cleland (CEO), Yoma Bank is re-focusing on its long term strategic goals.</p>
2)	<p>Directors' Report FY2018</p> <p>The Directors' Report for the financial year ended 30th September 2018 was approved unanimously by the Shareholders.</p>
3) & 4)	<p>Financial Reports and External Auditor's Report FY2018 & FY2019, and Directors' Report FY2019</p> <p>The Chairman went through the audited financial statements of the company for the year ended FY2018 and FY2019, including the profit and loss statement and balance sheet comprised within those statements and the directors' report for the financial year ended 30th September 2019 in the presence of UTW (Myanmar) Limited Representative.</p> <p>The Chairman invited the members present to ask queries arising out of audited annual financial statements of the Company and accompanying reports. No questions or clarifications were raised and all the reports were approved unanimously by the Shareholders.</p>
5)	<p>Notification of Resignation of Director</p> <p>The Chairman informed that Non-Executive Director, Daw Zarchi Tin resigned with immediate effect from 30th September 2019. All members acknowledged and approved the resignation.</p>
6)	<p>Appointment of Directors</p> <p>The Chairman presented the following list of directors to be appointed to the Board of Yoma Bank:</p> <ul style="list-style-type: none">○ U Theim Wai @ Mr. Serge Pun (Executive Chairman)○ U Myat Thin Aung (Director)○ U Kyi Aye (Director)○ U Tun Myat (Independent Non-Executive Director)○ Mr. Chi Tung Melvyn Pun (Non-Executive Director)○ Mr. Dean Alexander Cleland (Director, Executive Director)

- o Daw Aye Aye Soe (Executive Director).

The Shareholders unanimously approved the appointment of Board of Directors' of Yoma Bank Limited.

7) **Notification of list of committees and members**

The Chairman and members of Yoma Bank Limited acknowledged the notifications of board sub committees and committees established by the Management as well as its members, indicated as below:

Board Sub Committees

Audit Committee

S/N	Name	Title
1	U Tun Myat	Chairman
2	U Kyi Aye	Member

Risk Oversight Committee

S/N	Name	Title
1	Mr. Melvyn Pun	Chairman
2	U Tun Myat	Member
3	U Kyi Aye	Member
4	Daw Aye Aye Soe	Member

Committees established by Management

Leadership Committee

S/N	Name	Title
1.	Mr. Dean Alexander Cleland	Chair
2.	Ms. Suzanne Pun	Ombudsperson
3.	Daw Aye Aye Soe	Member
4.	Daw Ommar Sein	Member
5.	Mr. Vijay Kumar Maheshwari	Member
6.	U Ba Maung Sein	Member
7.	Daw Than Than Win	Member
8.	Mr. Murray MacDougall	Member
9.	U Kyaw Soe Lin	Member
10.	Daw Nang Khin Khin Gyi	Member
11.	Daw Nang Lao Kham	Member
12.	U Sai Woone Seng	Member
13.	Daw Mi Mi Thet	Member
14.	U Htin Kyaw Thein	Member

Assets and Liabilities Committee

S/N	Name	Title
1.	Mr. Dean Alexander Cleland	Chair
2.	Mr. Vijay Kumar Maheshwari	Co-Chair
3.	U Ba Maung Sein	Member
4.	Daw Than Than Win	Member
5.	Mr. Murray MacDougall	Member

6.	Daw Kyi Pyar	Member
7.	U Kyaw Khaing Win	Secretary (no voting rights)

Credit Committee – EXECUTIVE (ECC)

S/N	Name	Title
1.	Mr. Dean Alexander Cleland	Chair
2.	Mr. Vijay Kumar Maheshwari	Member
3.	Daw Aye Aye Soe	Member
4.	Daw Than Than Win	Member
5.	Mr. Murray MacDougall	Member

Credit Committee – JUNIOR (JCC)

S/N	Name	Title
1.	Daw Aye Aye Soe	Chair
2.	Daw Than Than Win	Member
3.	Daw Hsu Thet Htoon	Member
4.	U Naing Aye Lynn	Member

Product Committee

S/N	Name	Title
1.	Mr. Murray MacDougall	Chair
2.	Mr. Vijay Kumar Maheshwari	Member
3.	U Kyaw Soe Lin	Member
4.	U Ba Maung Sein	Member
5.	U Htin Kyaw Thein	Member

Non-Performing Loans Committee

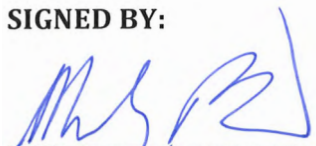
S/N	Name	Title
1.	Mr. Vijay Kumar Maheshwari	Chair
2.	Daw Than Than Win	Co-Chair
3.	Mr. Murray MacDougall	Member
4.	U Naing Aye Lynn	Member
5.	Mr. Gerald Loh	Member
6.	Mr. Ajith Govindapaniker	Member
7.	Daw Hsu Thet Htoon	Member
8.	Mr. Stephen Stanford	Secretary

The Chairman thanked the Shareholders for their continuous support in Yoma Bank Limited.

Signed as a correct record.

Date: 22nd November 2019

SIGNED BY:



CHAIRMAN



CORPORATE SECRETARY