

THE MALAYSIAN INSTITUTE OF CERTIFIED PUBLIC ACCOUNTANTS
(INSTITUT AKAUNTAN AWAM BERTAULIAH MALAYSIA)

Minutes of the Extraordinary General Meeting held on Saturday, June 19, 2010 at 10:45 a.m.
at MICPA Boardroom, No. 15, Jalan Medan Tuanku, Kuala Lumpur

PRESENT : Dato' Ahmad Johan bin Mohammad Raslan
(Vice-President, in the chair)
Dato' Abdul Halim bin Mohyiddin
Mr Beh Tok Koay
Datin Hajjah Fadzilah bte Saad
Dato' Gan Ah Tee
Ms Goh Lee Hwa
Mr Peter Lim Thiam Kee
Ms Loh Lay Choon
Dato' Hj Maidin Syed Ali
En Mohamad Raslan Abdul Rahman
Mr Pushpanathan a/l S A Kanagarayar
Mr Seow Yoo Lin
Mr Sukanta Dutt
Mr Robert Tan Bun Poo
Mr Tan Chin Hock
Mr Tan Theng Hooi
Dr Veerinderjeet Singh

15 other members as recorded in the attendance register

ABSENT WITH
APOLOGIES : En Abdul Halim Md Lassim
En Ahmad Mustapha Ghazali
Mr Lee Tuck Heng
Mr Lim Tian Huat
Ms Loo Mi Li
Mr Poon Yew Hoe
Mr Ng Kim Tuck
Mr See Huey Beng
Mr Venkatramanan Viswanathan
Dato' Yeo How
Datuk Robert Yong Kuen Loke

IN ATTENDANCE : Mr Foo Yoke Pin (Secretary)

EGM 1/10 QUORUM

The Secretary confirmed that the quorum of 20 members was present.

EGM 2/10 APOLOGIES

Apologies received were noted.

EGM 3/10 NOTICE OF MEETING

The Chairman proposed that the notice of the meeting be taken as read. It was seconded by YBhg Dato' Abdul Halim bin Mohyiddin and unanimously agreed by the meeting.

EGM 4/10 PURPOSE OF MEETING

4.1 The Chairman explained that the purpose of this Extraordinary General Meeting was to consider, and if thought fit, pass the resolution relating to the proposed amendments to the Institute's Articles of Association and Bye-laws, principally to amend the notice of meeting and nomination of candidates for Council and reduction of annual subscription in special cases.

4.2 Proposed Amendments to Articles of Association and Bye-Laws

The Chairman informed that the proposed amendments to the Institute's Articles of Association and bye-laws for the following purposes:

- (a) to align the notice of meeting and nomination of candidates for Council to that of the Companies Act 1965
- (b) To grant members who has attained the age of 70 years and has been a member for at least 30 years, life membership without the payment of further subscription or other amount.

4.2.1 Under the Institute's existing Articles of Association and Bye-laws, notice in writing of not less than fourteen days before any annual or extraordinary general meeting and notice of notice of nomination of candidates for Council send to each member enrolled on the register of Certified Public Accountants.

The Council had proposed that the notice in writing of not less than fourteen days be changed to twenty-one days.

4.2.2 Under the Institute's existing Bye-laws, member who had attained the age of sixty years and had been a member for at least thirty years may opt to make a one-off payment equal to twelve times the reduced rate of annual subscription payable by the member in any year and thereby entitled to all the privileges of a retired member.

The Council had proposed that a member who had attained the age of seventy years and had been a member for at least thirty years, life membership and henceforth be entitled to all the privileges of a retired member without the payment of further subscription or other amount.

4.3 The Chairman then invited comments from the floor on the proposed amendments to the Articles of Association and Bye-laws of the Institute. The following comments were noted:

(1) Mr Sukanta K Dutt commented that the proposed amendment to include a life membership without the payment of further subscription or other amount category was commendable. It was for honouring those long serving members. He had further enquired on the number of members that would qualify under this category.

The Secretary informed that there were about 70 members that qualify under the life membership without the payment of further subscription or other amount.

(2) Mr Chong Sai Sin commented that in future, the Institute should include a life membership classification in the annual report.

The Chairman commented that the Institute had taken note of the comment and would include a life membership classification in the future annual report.

4.4 Resolutions

The Chairman stated that the resolutions proposed by the Council were attached to the notice of this general meeting, which had been circulated to members.

The Chairman urged all members to duly consider and support the resolutions proposed by the Council.

EGM 5/10 APPOINTMENT OF SCRUTINEERS

5.1 The Chairman announced that as a matter of formality, three scrutineers were to be appointed.

5.2 Mr Ooi Chee Kun, Mr Ng Eng Kiat and Mr Lee Eng Choon volunteered to be scrutineers and to assist in counting the votes.

EGM 6/10 MANNER OF VOTING

6.1 The Chairman announced that in accordance with bye-law 93, the resolutions would be put to the vote of the meeting by a show of hands.

6.2 The Chairman also proposed that the Special Resolution No. 1 and Ordinary Resolution No. 1 be voted separately.

EGM 7/10 VOTING ON RESOLUTIONS

7.1 The Chairman explained that he would propose the resolutions for voting according to the manner agreed by members just now. The resolutions would be open to the floor for discussion before they were put to the vote.

7.2 Special Resolution No. 1

7.2.1 The Chairman proposed and was seconded by Mr Ken Pushpanathan that Special Resolution No. 1, as follows, be considered by the meeting and, if thought fit, to pass the Resolution:

Special Resolution No. 1: Amendments to Articles of Association

“That subject to the approval of the Minister of Domestic Trade and Consumer Affairs, the proposed amendments to the Articles of Association of the Institute as described in the “Proposed Amendments to Articles of Association and Bye-laws” enclosed with the notice of the meeting which has been circulated to members and for the purpose of identification subscribed by the Chairman, be approved and adopted and that the Council be authorised to do all such things as may be necessary or expedient in order to give full effect to the aforesaid proposed amendments.”

7.2.2 There were no comments from the members on the Resolution.

7.2.3 The Chairman put the Resolution to the vote. The Resolution was carried by a unanimous vote of the members present at the meeting.

7.3 Ordinary Resolution No. 1

7.3.1 The Chairman proposed and was seconded by YBhg Dato’ Haji Maidin Syed Ali that Ordinary Resolution No. 1 as follows, be considered by the meeting and, if thought fit, to pass the Resolution:

Ordinary Resolution No. 1: Amendments to Bye-Laws

“That subject to the approval and adoption of Ordinary Resolution No. 1, the bye-laws of the Institute be amended in the manner described in the “Proposed Amendments to Articles of Association and Bye-Laws” enclosed with the notice of the meeting which has been circulated to members and for the purpose of identification subscribed by the Chairman, be approved and adopted and that the Council be authorised to do all such things as may be necessary or expedient in order to give full effect to the aforesaid proposed amendments.”

7.3.2 There were no comments from members on the Resolution.

7.3.3 The Chairman put the Resolution to the vote. The Resolution was carried by a unanimous vote of the members present at the meeting.

EGM 8/10 CLOSE

There being no further business, the meeting was closed at 11.00 a.m. with a vote of thanks to the chair.

The Chairman in turn thanked all members for attending the meeting and for their support for the resolution.

CHAIRMAN

EGM.Min.June2010