

EXTRACT of the MINUTES of the Twenty First Annual General Meeting of AirAsia Berhad held on Wednesday, 4 June 2014 at 10.00 a.m.

---

**1.0 CHAIRMAN OF THE MEETING**

1.1 The Chairman requested the Company Secretary to read out to the meeting the rights of the shareholders to demand for poll on the voting of the resolutions to be passed at the meeting pursuant to Article 87 of the Company's Articles of Association.

**3.0 ORDINARY RESOLUTION 1**  
**TO RECEIVE THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013**

3.5 **RESOLVED THAT** the Audited Financial Statements together with the Reports of the Directors and Auditors thereon for the financial year ended 31 December 2013 be and is hereby received and considered.

**4.0 ORDINARY RESOLUTION 2**  
**DECLARATION OF A FIRST AND FINAL SINGLE TIER DIVIDEND OF 4 SEN PER ORDINARY SHARE OF RM0.10 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013**

4.1 **RESOLVED THAT** a First and Final Single Tier dividend of 4 sen per ordinary share of RM0.10 for the financial year ended 31 December 2013 be and is hereby approved.

**5.0 ORDINARY RESOLUTION 3**  
**PAYMENT OF DIRECTORS' FEES FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2013**

5.1 **RESOLVED THAT** the payment of Directors' Fees of RM1,658,875.00 for the financial year ended 31 December 2013 be and is hereby approved.

**6.0 ORDINARY RESOLUTION 4**  
**RE-ELECTION OF DATO' ABDEL AZIZ @ ABDUL AZIZ BIN ABU BAKAR**

6.1 **RESOLVED THAT** Dato' Abdel Aziz @ Abdul Aziz Bin Abu Bakar, the Director who retired pursuant to Article 124 of the Company's Articles of Association, being eligible for re-election, be re-elected to serve on the Board of Directors of the Company.

**7.0 ORDINARY RESOLUTION 5**  
**RE-ELECTION OF DATUK MOHD OMAR BIN MUSTAPHA**

7.1 **RESOLVED THAT** Datuk Mohd Omar Bin Mustapha, the Director who retired pursuant to Article 124 of the Company's Articles of Association, being eligible for re-election, be re-elected to serve on the Board of Directors of the Company.

**8.0 ORDINARY RESOLUTION 6**  
**RE-ELECTION OF MR. ROBERT AARON MILTON**

8.1 **RESOLVED THAT** Mr. Robert Aaron Milton, the Director who retired pursuant to Article 129 of the Company's Articles of Association, being eligible for re-election, be re-elected to serve on the Board of Directors of the Company.

**9.0 ORDINARY RESOLUTION 7**  
**RE-APPOINTMENT OF AUDITORS**

9.1 **RESOLVED THAT** Messrs PricewaterhouseCoopers be hereby appointed as Auditors of the Company and to hold office until the conclusion of the next Annual General Meeting at a fee to be determined by the Board of Directors of the Company.

**10.0 SPECIAL BUSINESS – ORDINARY RESOLUTION 8**  
**RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

10.2 **RESOLVED THAT** approval be and is hereby given to Dato' Fam Lee Ee who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, to continue to act as an Independent Non-Executive Director of the Company in accordance with the Malaysian Code on Corporate Governance 2012.

**11.0 SPECIAL BUSINESS – ORDINARY RESOLUTION 9**  
**AUTHORITY TO ALLOT SHARES PURSUANT TO SECTION 132D OF THE COMPANIES ACT, 1965**

11.2 **RESOLVED THAT** pursuant to Section 132D of the Companies Act, 1965 and subject to the approval of relevant authorities, the Directors be and are hereby empowered to issue shares in the Company from time to time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the issued share capital of the Company for the time being and that the Directors be and also empowered to obtain approval for the listing of and quotation for the additional shares so issued on the Main Market of Bursa Malaysia Securities Berhad **AND THAT** such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company.

**13.0 CLOSE OF MEETING**

13.1 There being no other matters, the meeting closed with a vote of thanks to the Chair.