

Meeting Results

29th May 2024

Results of the 2024 Annual General Meeting of Free Bird Institute Limited

The following resolutions were passed at the Annual General Meeting of members of Free Bird Institute Limited that was held at the Lautoka City Council Board Room at 12pm on 25th May 2024.

Item 1: Minutes of the last AGM

To receive, consider and adopt the Minutes of the last Annual General Meeting held on 27 May 2023 as a true and correct record of the meeting.

The motion was moved by Marica Debalevu and seconded by Hiroshi Taniguchi and was unanimously accepted by the Shareholders.

Item 2 (a): Audited Financial Statements for the year ended 31 December 2023

To receive, consider and adopt the Audited Financial Statements for the year ended 31 December 2023 comprising of the statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows, directors' report, statement by the directors and the Report of the Auditors together with the notes comprising significant accounting policies and other explanatory information for the year then ended.

The motion was moved by Marica Debalevu and seconded by Magdelene Naidu and was unanimously accepted by the Shareholders.

Item 2(b) (i): Re-appointment of Mr. Hiroshi Taniguchi

Mr Taniguchi retires in accordance with Article 3.4 of the Company's Board Charter and being eligible offers himself for re-appointment as a Director of the Company.

The motion was moved by Magdelene Naidu and seconded by Marica Debalevu and was unanimously accepted by the Shareholders.

Item 2(b) (ii): Appointment of Mr. Tevita Momoedonu

In line with Article 3.4 of the Board Charter, Mr. Momoedonu has offered himself for appointment as a Director of the Company.

The motion was moved by Sevuloni Tuikubulau and seconded by Hiroshi Taniguchi and was unanimously accepted by the Shareholders.





Item 2(b) (iii): Appointment of Mr. Ken Kawamura

In line with Article 3.4 of the Board Charter, Mr. Kawamura has offered himself for appointment as a Director of the Company.

The motion was moved by Seru Vuiyasawa and seconded by Hiroshi Taniguchi and was unanimously accepted by the Shareholders.

Item 2(b) (iv): Appointment of Sangeeta Singh

In line with Article 3.4 of the Board Charter, Ms Singh has offered herself for appointment as a Director of the Company.

The motion was moved by Marica Debalevu and seconded by Miho Miyamura and was unanimously accepted by the Shareholders.

Shareholders Information:

Mr Takumi Kawai, Ms Rina Kumar and Ms Yoko Nameki retires in accordance with Article 3.4 of the Company's Board Charter and have not offered themselves for re-appointment as Directors of the Company.

Mr Ken Kawamura and Ratu Tevita Momoedonu are being appointed as Non Executive Independent Directors while Ms Sangeeta Singh is appointed as a Non Executive Director of Free Bird Institute.

Item 2 (c): Appointment of Auditors

The board proposes that Messrs EY be appointed as auditors of the company until the next AGM and that the Board be authorised to fix their remuneration.

The motion was moved by Marica Debalevu and seconded by Hiroshi Taniguchi and was unanimously accepted by the Shareholders.

Item 2 (d): Ratification of Final Dividend

The Board has ratified that no further dividend be declared with respect to the 2023 financial year and that the interim dividend declared in October 2023 be considered the final dividend for 2023.

The motion was moved by Magdelene Naidu and seconded by Marica Debalevu and was unanimously accepted by the Shareholders.

No other business brought up in conformity with the Articles of Association of the Company.

Roqiqi Korodrau
Company Secretary

Hiroshi Taniguchi
Executive Chairman