

MINORITY SHAREHOLDER WATCHDOG GROUP

BADAN PENGAWAS PEMEGANG SAHAM MINORITI BERHAD
(Incorporated in Malaysia – Company No. 524989-M)

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MSWG AGM/EGM WEEKLY WATCH:

19 - 23 MARCH 2018

For this week, the following are the AGMs/EGMs of companies which are in the Minority Shareholder Watchdog Group's (MSWG) watch list.

The summary of points of interest is highlighted here, while the details of the questions to the companies can be obtained via MSWG's website at www.mswg.org.my.

The AGMs/EGMs for the week:

Date & Time	Company	Venue
20.03.18 (Tue) 02.00 pm	Kim Loong Resources Bhd (EGM)	Amari Johor Bahru, No. 82C, Jalan Trus, Johor Bahru, Johor
21.03.18 (Wed) 10.30 am	GFM Services Bhd (EGM)	Connexion Conference & Event Centre @ Nexus, Bangsar South City, Jalan Kerinchi, KL
23.03.18 (Fri) 11.00 am	TA ANN Holdings Bhd (EGM)	Tanahmas Hotel, Lot 277 Block 5, Jalan Kampong Nyabor, Sibul, Sarawak

The points of interest to be raised:

GFM Services Bhd (EGM)

We noted that on page 5 of the Circular, the Purchase Consideration was arrived at on "a willing-buyer and willing-seller" basis, after taking into consideration, ie (i) the appraised value of the entire equity interest in KP Mukah Development Sdn Bhd ("KPMD") which was arrived at using the DCF Valuation as performed by KAF IB; and (ii) potential synergistic benefits to be derived by GFM Services upon completion of the Proposed Acquisition of KPMD; and (iii) the future prospects and earnings potential of KPMD.

Could the Board share the range of value for KPMD's entire equity interest which was arrived at using the DCF Valuation as performed by KAF IB? What were the benchmark and parameters used?

TA ANN Holdings Bhd (EGM)

As highlighted in Section 3, Part A of the Circular to Shareholders dated 8 March 2018 ("the Circular"), SPB Group has 8,055 hectares of Encumbered Estates that are subject to on-going legal suit and/or disputes. Consequently, SPB Group has not been able to harvest from the Encumbered Estates. An accumulated impairment loss of RM21.8 million and RM43.0 million was provided in FYE 2016 and FYE 2017 respectively.

- What is the age profile of the palms in the Encumbered Estates?
- Considering that SPB Group had not been operating on the Encumbered Estates since 2010, would there be substantial CAPEX to be incurred on these estates upon resumption of the operations?
- As stated on Page 11 the Circular, SPB Group has successfully recovered part of the previous disputed estates in year 2016. What was the hectarage recovered?
- As reported on Page 57 of the Circular, the High Court had on 23 February 2017 dismissed SPB Group's claim and SPB Group has to vacate the land. SPB Group filed a notice of appeal and applied for a stay of execution. Could the Board share the view of the Company's solicitor on the case?
- What measures or actions that would be taken, besides what had been initiated by SPB, to ensure that the issues would be resolved?