



The Observer

15.11.2019

MSWG AGM/EGM Weekly Watch 18 November – 22 November 2019

For this week, the following are the AGMs/EGMs of companies which are in the Minority Shareholders Watch 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.

Date & Time	Company	Venue
18.11.19 (Mon) 10.00 am	D'Nonce Technology Bhd (EGM)	Northam All Suite Penang, 55 Jalan Sultan Ahmad Shah, Penang
18.11.19 (Mon) 11.00 am	Serba Dinamik Holdings Berhad (EGM)	Shah Alam Convention Centre, Jalan Perbadanan 14/9, Shah Alam
19.11.19 (Tue) 10.00 am	Padini Holdings Berhad (AGM)	The Saujana Hotel Kuala Lumpur, Jalan Lapangan Terbang Subang, Shah Alam
21.11.19 (Thur) 10.00 am	RGT Berhad (formerly known as Asia Knight Berhad) (AGM)	Hotel Jen Penang, Jalan Magazine, George Town, Pulau Pinang
22.11.19 (Fri) 10.30 am	Paos Holdings Berhad (AGM)	Best Western I-City Shah Alam, A-GF-01, No. 6, Citypark, I-City
22.11.19 (Fri) 11.00 am	UCrest Berhad (formerly known as Palette Multimedia Bhd) (AGM)	Tropicana Golf & Country Resort, Jalan Kelab Tropicana, Petaling Jaya

One of the points of interest to be raised:	
Company	Points/Issues to Be Raised
Padini Holdings Berhad (AGM)	<p>The fashion industry is considered by the UN Conference on Trade and Development (UNCTAD) as the second most polluting industry on earth with the environmental impact it inflicts during the production process.</p> <p>With the growing awareness to shop sustainably, to buy less and spend prudently, how will such awareness shape Padini's business direction going forward?</p>
RGT Berhad (formerly known as Asia Knight Berhad) (AGM)	<p>The Group faces challenges such as the intense competition from existing and new players and the volatile prices of raw materials. The Group will continue to embark on the development of new and innovative products and give emphasis on product quality in order to stay competitive in the market (Page 14 of the Annual Report 2019).</p> <p>a) With regard to the intense competition from existing and new players, what is the current competitive advantage that the Group has compared to its market rivals?</p> <p>b) How will the Group address the issue of volatile prices of raw material?</p> <p>c) What is the progress to date in the development of new and innovative products? How does the Group plan to give emphasis on product quality?</p>
Paos Holdings Berhad (AGM)	<p>Customer B contributed 90.6% of the total RM326.7 million revenue in 2019, compared to 89.24% of the RM279.52 million revenue in FY2018 (page 78 of AR2019). The high customer concentration ratio creates concentration risk. What does the Company plan to do to reduce the dependency on Customer B and to expand customer base?</p>

UCrest Berhad
(formerly known as Palette
Multimedia Bhd)
(AGM)

Mr. Eg Kah Yee, the Executive Chairman/Managing Director of U Crest is also the Executive Chairman/Chief Executive Officer of Key ASIC Berhad.

As the Executive Chairman/Managing Director of the Company, Mr Eg Kah Yee is expected to devote his full-time commitment to U Crest as he is drawing salary, bonus and other benefits under the contract of service with the Company.

Please explain how Mr Eg Kah Yee manages his time commitment to the Company vis-à-vis his position of Executive Chairman/Chief Executive Officer of Key ASIC Berhad given that both are executive positions that require full-time commitment.

MSWG'S WATCHLIST

AHB HOLDINGS BERHAD ("AHB" OR "THE COMPANY")

APPLICATION FOR EXTENSION OF TIME TO HOLD THE 2019 ANNUAL GENERAL MEETING PURSUANT TO SECTION 340 OF THE COMPANIES ACT, 2016

The Board of Directors of AHB wishes to announce that the Company had on 13 November 2019 submitted an application to Companies Commission of Malaysia ("CCM") to seek approval from CCM for an extension of time up to 31 March 2020 to hold the 2019 Annual General Meeting ("AGM") pursuant to Section 340 of the Companies Act, 2016 ("the Application").

Further announcement in relation to the outcome of the Application will be made to Bursa Malaysia Securities Berhad in due course.

(Source: <http://www.bursamalaysia.com/market/listed-companies/company-announcements/6338605>)

SEACERA GROUP BERHAD ("SEACERA" OR "THE COMPANY")

NOTICE OF INTENTION - DIRECTOR(S) FOR ELECTION PURSUANT TO PARA 7.28 OF THE BURSA MALAYSIA SECURITIES BERHAD - MAIN MARKET LISTING REQUIREMENTS AND CONSTITUTION

The Board of Directors of Seacera wishes to announce that the Company had on 11 November 2019, received the following documents from Ishak bin Ismail for the purpose of proposing/ nominating 4 candidates ("Proposed Directors") for election to the office of director of the Company at the 34th Annual General meeting of Seacera which is scheduled to be held at KIP Hotel, Function Room, Level 5, No. 77 Jalan Seri Utara, Off Jalan Ipoh, 68100 Kuala Lumpur on Friday, 29 November 2019 at 10.00 a.m. and any of its adjournment:-

- (a) Notice of Intention dated 11 November 2019;
- (b) Duly signed declaration under Section 201 of the Companies Act 2016 of the Proposed Directors; and
- (c) Notice of Nomination/ Consent to Act of the Proposed Directors.

The Company is seeking legal advice on the matter and any material development will be announced accordingly.

(Source: <http://www.bursamalaysia.com/market/listed-companies/company-announcements/6337281>)

NOTICE OF RESOLUTIONS WHICH ARE TO BE MOVED AND INTENDED TO BE MOVED AT THE EXTRAORDINARY GENERAL MEETING OF SEACERA WHICH WILL BE HELD AT CROWN 1, LEVEL 1, CRYSTAL CROWN HOTEL KUALA LUMPUR, NO. 3 JALAN JAMBU MAWAR, OFF JALAN KEPONG, 52000 KUALA LUMPUR ON 3 DECEMBER 2019 AT 11.00 A.M. OR ANY ADJOURNMENT THEREOF

The Board of Directors of Seacera wishes to announce that the Company had, on 6 November 2019, received a Notice of Resolution dated 5 November 2019 from AEV Engineering & Trading Sdn Bhd (Co. no. 954501-U/201101026365) and Fantastic Fortress Sdn Bhd (Co.no. 1187966-W/201601017035) who claimed to be the members of the Company holding at least two and a half per centum (2.5%) of the paid up capital of the Company carrying the right of voting excluding any paid up capital held as treasury shares, for the purpose of moving the resolutions in their Notice of Extraordinary General Meeting dated 16 October 2019 (details in the attachments) at an Extraordinary General Meeting of Seacera which is scheduled to be held at Crown 1, Level 1, Crystal Crown Hotel Kuala Lumpur, No. 3 Jalan Jambu Mawar, Off Jalan Kepong, 52000 Kuala Lumpur on 3 December 2019 at 11.00 a.m.:-

The Notice of Resolutions dated 5 November 2019, comprising: -

- i. Appendix A – Notice of Extraordinary General Meeting dated 16 October 2019 and Proxy Form; and
- ii. Statement to be Circulated.

The Company is seeking legal advice on the matter and any material development will be announced accordingly.

(Source: <http://www.bursamalaysia.com/market/listed-companies/company-announcements/6336021>)

LONDON BISCUITS BERHAD ("THE COMPANY")

DEFAULT IN PAYMENT PURSUANT TO PARAGRAPH 9.19A OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD - DEFAULT IN PAYMENT TO RHB BANK BERHAD ("RHB").

It is announced that the date of default in payment stated in item (2) of the Announcement should be read as 2 October 2019 instead of 2 August 2019.

(Source: <http://www.bursamalaysia.com/market/listed-companies/company-announcements/6338033>)

1. Introduction

The Company wishes to announce to Bursa Securities that the Company has defaulted in its principal payment to RHB.

2. The date and reason for the default in payment.

Bank	Date of Default in payment	Amount of Demand (RM)	Reason for the default in payment
RHB	2 August 2019	22,519,666.68	Due to cashflow constraint, the Company was not able to meet its obligations to pay RHB on a timely manner.

Please refer to the attachment in the announcement dated 12 November 2019.

(Source: <http://www.bursamalaysia.com/market/listed-companies/company-announcements/6337833>)

CYCLE & CARRIAGE BINTANG BERHAD ("CCB" OR "COMPANY")

PROPOSED SELECTIVE CAPITAL REDUCTION AND REPAYMENT EXERCISE OF CCB PURSUANT TO SECTION 116 OF THE COMPANIES ACT 2016 ("PROPOSED SCR")

The Board of Directors of CCB ("Board") wishes to announce that the Company has today received a letter from its major shareholder, Jardine Cycle & Carriage Limited ("JCCL"), requesting for CCB to undertake a selective capital reduction and repayment exercise pursuant to Section 116 of the Companies Act 2016 ("Act") ("SCR Offer Letter").

The Proposed SCR entails a selective capital reduction and a corresponding capital repayment of a cash amount of RM2.20 per ordinary share in CCB held by all the shareholders of CCB (other than JCCL), whose names appear in the Record of Depositors of CCB as at the close of business on an entitlement date to be determined and announced later by the Board. Upon the completion of the Proposed SCR, JCCL will own 100% equity interest in CCB and JCCL does not intend to maintain the listing status of CCB on the Main Market of Bursa Malaysia Securities Berhad.

The offer in relation to the Proposed SCR will remain open for the Board's acceptance until 5.00 p.m. on 6 December 2019. The Board, save for the interested directors, will deliberate on the Proposed SCR and decide on the next course of action. Accordingly, a further announcement will be made in due course after the Board's deliberation.

(Source: <http://www.bursamalaysia.com/market/listed-companies/company-announcements/6335889>)

MSWG'S VIGILANCE

Listing of PN17 and GN3 companies

PN17 Companies

1. APFT BERHAD
2. ASIA MEDIA GROUP BERHAD
3. BARAKAH OFFSHORE PETROLEUM BERHAD
4. BERJAYA MEDIA BERHAD
5. BERTAM ALLIANCE BERHAD
6. BRAHIM'S HOLDINGS BERHAD
7. CHINA AUTOMOBILE PARTS HOLDINGS LIMITED
8. COMINTEL CORPORATION BHD
9. DAYA MATERIALS BERHAD
10. EKA NOODLES BERHAD
11. IRE-TEX CORPORATION BERHAD
12. KINSTEEL BHD
13. LOTUS KFM BERHAD (FORMERLY KNOWN AS KUANTAN FLOUR MILLS BERHAD)
14. LONDON BISCUITS BERHAD
15. MAA GROUP BERHAD
16. MALAYSIA PACIFIC CORPORATION BERHAD
17. MULTI SPORTS HOLDINGS LTD
18. PERISAI PETROLEUM TEKNOLOGI BERHAD
19. SEACERA GROUP BERHAD
20. SUMATEC RESOURCES BERHAD

21. TH HEAVY ENGINEERING BERHAD

GN3 Companies

1. G NEPTUNE BERHAD
2. IDIMENSION CONSOLIDATED BERHAD
3. WINTONI GROUP BERHAD

Please refer to the link below for the latest status of the companies.

<http://www.bursamalaysia.com/market/listed-companies/list-of-companies/pn17-and-gn3-companies/>

LOCAL NEWS AND DEVELOPMENTS

Malaysian brands shine at 2019 World Branding Awards in London

<https://www.theedgemarkets.com/article/malaysian-brands-shine-2019-world-branding-awards-london>

Malaysia's 2019's palm oil exports may tip 2018's RM65b

<https://www.nst.com.my/business/2019/11/538407/malaysias-2019s-palm-oil-exports-may-tip-2018s-rm65b>

Rubber gloves industry to see continued growth in 2020

<https://www.theedgemarkets.com/article/rubber-gloves-industry-see-continued-growth-2020>

M'sian workers to experience 'big drop' in real salary increases

<https://www.thestar.com.my/news/nation/2019/11/12/msian-workers-to-experience-039big-drop039-in-real-salary-increases#DkXGHDhShrRqOLAI.99>

The State of the Nation: Slower China growth manageable for Malaysia

<https://www.theedgemarkets.com/article/state-nation-slower-china-growth-manageable-malaysia>

GLOBAL NEWS AND DEVELOPMENTS

Hong Kong confirms economy fell into recession amid protests, trade war

<https://www.reuters.com/article/us-hongkong-economy-gdp-preview/hong-kong-confirms-economy-fell-into-recession-amid-protests-trade-war-idUSKBN1XO31S>

China's investment growth slows to record low

<https://www.thestar.com.my/business/business-news/2019/11/14/chinas-investment-growth-slows-to-record-low>

Reuters poll: Trade truce unlikely in 2020 but U.S. recession fears recede - economists
<https://www.reuters.com/article/us-usa-economy-poll/reuters-poll-trade-truce-unlikely-in-2020-but-u-s-recession-fears-recede-economists-idUSKBN1XO00I>

Fed's Rosengren sees U.S. economy 'in pretty good shape'
<https://www.reuters.com/article/us-usa-fed-rosengren-q-a/feds-rosengren-sees-u-s-economy-in-pretty-good-shape-idUSKBN1XL1TX>

RPT-UPDATE 1-India's Sept industrial output falls at the fastest pace in six years
<https://www.reuters.com/article/india-economy-industrialoutput/rpt-update-1-indias-sept-industrial-output-falls-at-the-fastest-pace-in-six-years-idUSL4N27R3FD>

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DISCLOSURE OF INTERESTS

- *With regard to the companies mentioned, MSWG holds a minimum number of shares in all these companies covered in this newsletter except AHB Holding Berhad.*

Feedback

We welcome your feedback on our newsletter and our work. Email us at corporateservices@mswg.org.my with your comments and suggestions.

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