

Frequently Asked Questions

Planters' Meeting

1. Question: When is the Planters' Meeting? Where is it going to be held?

Answer: The Planters' Meetings are scheduled to take place on 27th September, 2023. The meetings will take place at the Peregrine Ballroom, Level 3, Likas Square Apartment, Lorong Likas Square, Jalan Istiadat Likas, 88400 Kota Kinabalu, Sabah.

There will be three meetings on that day, as follows:

- i) Planters' Meeting of the East West One Planter's Scheme at 9:30am;
- ii) Planters' Meeting of the East West Horizon Planter's Scheme at 12:00pm; and
- iii) Planters' Meeting of the East West Planter's Scheme 1 at 2:30pm.

2. Question: Who is organising the Planters' Meetings? Is the Management Company allowed to organise the Planters' Meetings?

Answer: The Management Company of the respective Planter's Schemes are organising these Planters' Meetings, in accordance with the relevant provisions of Trust Deeds governing the respective Planter's Schemes.

In fact, for the ordinary resolutions on the retirement of the Trustee, as explained in the explanatory notes accompanying the Notice of the Planters' Meetings, the Management Companies received a letter from the Companies Commission Malaysia dated 17th August 2023, directing the Management Companies to table such resolutions at a Planters' Meeting.

3. Question: Why are the Planters' Meetings held in Kota Kinabalu, Sabah, instead of Kuala Lumpur?

Answer: The organisation of the Planters' Meeting require a lot of coordination and resources. As the head office and the business operations of the Planters' Schemes is located in Kota Kinabalu, Sabah, it is the most appropriate venue for the Planters' Meetings to be held.

The organisation of the Planters' Meetings in Kota Kinabalu Sabah is within the provisions of Trust Deeds governing the respective Planter's Schemes.

4. Question: What is the quorum for each of the Planter's Meetings? What happens if the quorum is not achieved?

Answer: The quorum shall be ten percent (10%) of the Planters or twenty (20) Planters registered in the Registrar of Planters on the date of the Planters' Meeting, present in person or by proxy, whichever is less.

If the required quorum is not present within an hour, the meeting shall be dissolved and adjourned to such day and time not being less than fifteen (15) days. More details are available in the notes to the Notice of Planters' Meetings which were sent out to all Planters.

5. Question: Will the Management Company pay for my airfare and accommodation?

Answer: No, the Management Company will not be paying for Planters' costs of airfare and accommodation. However, if a Planter is unable to attend in person, the Planter may appoint a proxy to attend the relevant Planters' Meeting(s) on behalf of the Planter.

All "Proxy Forms" shall be deposited at Suite No 1-9-E2, 9th Floor, CPS Tower, Centre Point Sabah, 88000 Kota Kinabalu, Sabah **not less than forty-eight (48) hours** before the time of the Planters' Meeting.

6. Question: Will the Planters' Meetings be conducted online? Are the Planters allowed to join the meeting online?

Answer: No, the Planters' Meetings will not be conducted online. Do note that the Trust Deeds governing the respective Planter's Schemes do not provide for online meetings to be organised.

If a Planter is unable to attend in person, the Planter may appoint a proxy to attend the relevant Planters' Meeting(s) on behalf of the Planter. All "Proxy Forms" shall be deposited at Suite No 1-9-E2, 9th Floor, CPS Tower, Centre Point Sabah, 88000 Kota Kinabalu, Sabah **not less than forty-eight (48) hours** before the time of the Planters' Meeting.

7. Question: What should I do if I am unable to attend the Planters' Meeting(s)?

Answer: If a Planter is unable to attend in person, the Planter may appoint a proxy to attend the relevant Planters' Meeting(s) on behalf of the Planter. All "Proxy Forms" shall be deposited at Suite No 1-9-E2, 9th Floor, CPS Tower, Centre Point Sabah, 88000 Kota Kinabalu, Sabah **not less than forty-eight (48) hours** before the time of the Planters' Meeting(s).

The "Proxy Form" and relevant details which are to be inserted, can be found in the Notice of Planter's Meetings.

8. Question: What is the latest date that I must deposit my "Proxy Form"?

Answer: All "Proxy Forms" must be deposited at the business office of the Management Company not less than forty-eight (48) hours before the Planters' Meeting(s).

9. Question: Where can I deposit my proxy form?

Answer: Suite 1-9-E2, 9th Floor, CPS Tower Centre Point Sabah, 88000, Kota Kinabalu, Sabah.

10. Question: I have signed the proxy form. Can I still join the Planters' Meeting(s)?

Answer: After signing the "Proxy Form", you can still attend the Planters' Meeting(s) in person.

However, as you have signed the "Proxy Form", you are bound by the vote selected in the "Proxy Form".

11. Question: As a proxy, can I change the vote stated in the "Proxy Form"?

Answer: No, as a proxy, you are bound to follow the vote selected in the "Proxy Form". If you need to make any changes, you will require an authorisation letter from the respective Planter(s) that appointed you to be a proxy.

12. Question: I am based in West Malaysia. Can I deposit the "Proxy Form" at your Selangor Office?

Answer: All "Proxy Forms" shall be deposited at the business address of the Management Companies, which is, Suite No 1-9-E2, 9th Floor, CPS Tower, Centre Point Sabah, 88000 Kota Kinabalu, Sabah **not less than forty-eight (48) hours** before the time of the Planters' Meeting(s).

However, for the convenience of our Planters (whom are based in West Malaysia), you may choose to drop your "Proxy Form(s)" at our Selangor Office which is located at C-

5-02, Block C (Capital 3), Oasis Square, No. 2, Jalan PJU 1A/7A, Ara Damansara, 47301 Petaling Jaya, Selangor Darul Ehsan. Do note that this **does not mean** that your “Proxy Form(s)” are “**properly deposited**” for purposes of the Planters’ Meeting(s).

If you choose to drop your “Proxy Form(s)” at our Selangor Office, you must do so **by 2.00 p.m. on Friday (22.9.2023)**. Our team at the Selangor Office will then make arrangements for these “Proxy Form(s)” to be delivered to the business address of the Management Companies. Indeed, if these “Proxy Form(s)” do not arrive at the business address of the Management Companies in time (due to events and/or incidences which are uncontrollable), the Management Companies shall not be held liable for any damage and/or loss arising therefrom.

13. Question: What is the percentage of votes needed to get the resolutions passed?
The percentage of votes needed to pass resolutions varies depending on the type of resolution. A simple majority of more than 50% is required to pass the ordinary resolutions, whereas a special resolution requires a percentage of 75%.

14. Question: I am having trouble understanding the Notice of Planters’ Meetings and what I am asked to vote on. Will there be any way to get more explanation before the Planters’ Meeting(s)?
Answer: Absolutely, to help you better understand the Rehabilitation & Restructuring (R&R) Plan and the Management Companies’ strategies, we will be scheduling some webinar sessions in the weeks leading up to the meeting.

During these sessions, we will provide a thorough explanation of all the resolutions and then conduct a Q&A session where you can ask questions or seek clarifications on any aspect of Planters’ Meetings, the Rehabilitation & Restructuring (R&R) Plan, or the resolutions which are to be voted on.

Please visit the “Media Centre” on our website (<https://eastwestone.com>) for time slots and further details on these webinars.

Special Resolution No. 1

15. Question: I was told that the Ordinary Class B Shareholders will only be getting 2% of the profit from the Company and the founder, as Class A Shareholder, will be receiving 98% of the profit. Is this true?
Answer: That is an incorrect understanding. The Ordinary Class B Shareholders will be entitled to 2% cumulative preferential dividend per annum. The 2% is referred to 2% of the nominal value of the share, which is RM1.00 per share. For illustration, for 20,000 shares of RM1.00 each, 2% of that will be RM400.00 per annum. The quantum of 2% is not calculated based on percentage of the profit of the Company.

16. Question: Will the company be paying more than 2% dividend in the future?
Answer: Depending on the profitability, cash flow, and reserves of the Company, the Company may declare a dividend payout exceeding the 2% cumulative preferential dividend. Such decision is subject to the discretion of the Board of the Directors after taking into account, amongst others, the cash flow requirements for investment(s) into future growth of the Company, as well as the need to reward loyal shareholders.

17. Question: Will Class A Shareholders be entitled to the 2% cumulative preferential dividend?

Answer: No. The 2% cumulative preferential dividend is only for Ordinary Class B Shareholders. Class A Shareholders are entitled to normal dividend(s) as declared by the Company. However, such pay out can only be made after the cumulative preferential dividend has been paid.

18. Question: How is the cumulative preferential dividend of 2% for Class B Shareholders structured when dividends are declared?

Answer: When dividends are declared by the company, Class B shareholders have a cumulative preferential entitlement.

The 2% is calculated based on the invested amount which was converted into Class B Shares at a nominal value of RM1.00 per share. For instance, for a Planter Block of RM100,000.00, this translates to 100,000 Ordinary Class B shares. A 2% dividend on this investment would mean a dividend of RM2,000.00. This 2% dividend is given priority and is paid out to Class B shareholders first before any other allocations.

19. Question: If the Company does not generate profits over the next 2 years, does that mean that the Planters (having been converted to Class B Shareholders) will not receive any dividends?

Answer: That's correct. Dividends will only be paid when the Company has a positive cash flow.

Do note that for Class B Shareholders, there's a cumulative feature. If, for instance, the Company doesn't pay the 2% dividend in the 1st year, it accumulates. By the 3rd year, if the Company starts to generate positive cash flow, Class B shareholders would be entitled to a 6% dividend of the invested amount (4% accumulated from the previous 2 years + 2% for the 3rd year).

20. Question: In the event of a listing exercise, will the Ordinary Class B Shares be converted to Ordinary Class A Shares, and what does this mean in terms of the 2% dividend and the value of the shares?

Answer: Yes, in the event of a listing exercise, Ordinary Class B Shares will be converted to Ordinary Class A Shares. By then, there will only be one class of shares, and all the shares will rank pari passu with each other, meaning all the shareholders will enjoy equal rights and privileges. This would also mean that the fixed 2% cumulative preferential dividend associated with Ordinary Class B Shares will no longer be applicable.

Theoretically, the value of the shares should reflect the intrinsic value of the company but the same is always subject to prevailing market forces. Generally, the performance of the shares will move in tandem with the performance of the Company, as well as being influenced by external factors such as industry outlook, market sentiment, etc. Whilst the fixed dividend is no longer in place, there is potentially a larger upside in share price appreciation. Additionally, with the shares being publicly traded, investors can easily liquidate their position if desired.
