

JOHORE TIN BERHAD (“JTB” OR “THE COMPANY”)

RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE (“RRPTs”)

1. INTRODUCTION

Pursuant to Paragraph 10.09(1)(a) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”), the Board of Directors of Johore Tin Berhad (“JTB” or “the Company”) wishes to announce that the Company, through its wholly owned subsidiaries, namely Johore Tin Factory Sdn. Bhd., Unican Industries Sdn. Bhd. and Able Dairies Sdn. Bhd. had in the ordinary course of business entered into RRPTs as disclosed below, and the collective consideration of such RRPTs is 0.96% of Percentage Ratio for the period from February 2019 to May 2019.

2. SALES

Related Party	Transacting Parties	Nature of Transactions	Amount of Transactions (RM)
Able Perfect Sdn. Bhd.	Johore Tin Factory Sendirian Berhad	Sells Edible Oil Tin to Able Perfect Sdn. Bhd.	1,039,830.60
Able Perfect Sdn. Bhd.	Unican Industries Sdn. Bhd.	Sells Edible Oil Tin to Able Perfect Sdn. Bhd.	1,397,892.80
Able Perfect Sdn. Bhd.	Able Dairies Sdn. Bhd.	Sells SCM to Able Perfect Sdn. Bhd.	232,475.00
			2,670,198.40

PURCHASES

Related Party	Transacting Parties	Nature of Transactions	Amount of Transactions (RM)
Able Perfect Sdn. Bhd.	Able Dairies Sdn. Bhd.	Purchases of Raw Material (Palm Olein) from Able Perfect Sdn. Bhd.	284,307.30
			157,236.00

RENTAL

Related Party	Transacting Parties	Nature of Transactions	Amount of Transactions (RM)
Lai Shin Lin (wife of Mr Ng Keng Hoe) the Owner of Factory.	Unican Industries Sdn. Bhd.	Rental of Factory	206,400.00
			206,400.00

3. RATIONALE FOR THE TRANSACTION

The RRPTs are necessary for day to day operations and within the ordinary course of business of the Group. The RRPTs are made on arm’s length basis and on competitive commercial terms not more favourable to the related parties than those generally available to the public.

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4. INTEREST OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

Related Party	Interested Director and Major Shareholder
Able Perfect Sdn. Bhd.	Mr Ng Keng Hoe is an Executive Director and substantial shareholder of JTB with 13.09% shareholding [Direct (12.44%) & Indirect (0.64%)]. He is also a Managing Director and substantial shareholder of Able Perfect Sdn. Bhd. with 94% shareholding [Direct (40%) & Indirect (54%)*]. * Indirect interest by virtue of Mr Ng Keng Hoe’s wife, Mdm Lai Shin Lin who is director and shareholder of Able Perfect Sdn. Bhd.
Lai Shin Lin (Wife of Mr Ng Keng Hoe) The Owner of factory.	Mdm. Lai Shin Lin is the wife of Mr Ng Keng Hoe who is a Executive Director and substantial shareholder of JTB with 13.09% shareholding [Direct (12.44%) & Indirect (0.64%)]. Indirect holdings is under Mdm. Lai Shin Lin.

Save as disclosed above, none of the other Directors, and/or major shareholders of JTB and/or persons connected with them, have any interest, directly and/or indirectly, in the RRPTs.

5. FINANCIAL EFFECTS OF THE PROPOSED RRPT

Share Capital and Substantial Shareholders’ shareholdings

The RRPTs will not have any effect on the issued and paid-up share capital and substantial shareholders’ Shareholdings of the Company as the proposed RRPTs does not involve any issuance of shares of JTB.

Net Assets per share and earnings per share

The RRPTs are not expected to have any material impact on the consolidated earnings and earnings per share of JTB for the financial year ended 31 December 2019.

Net Asset and Gearing

The RRPTs are not expected to have any material effect on the consolidated Net Asset per share and gearing of the Group.

6. STATEMENT BY THE AUDIT COMMITTEE

The Audit Committee had reviewed the terms of the RRPTs and is satisfied that the terms are:

- (i) in the best interest of the Group;
- (ii) fair, reasonable and on normal commercial terms; and
- (iii) not detrimental to the interest of the Company’s minority shareholders

7. STATEMENT BY THE DIRECTORS

The Board of Directors’ of the Company, have considered all aspects of the transactions and is of the opinion that the transactions are established under competitive commercial terms and is in the best interest of the Group and is not to the detriment of the minority shareholders of the Company.