

**Issuer:** GSH Corporation Limited

**Security:** GSH Corporation Limited

**Meeting details:**

Date: 20 April 2017

Time: 10:00H

Venue: 11 Changi North Way, Singapore 498796

**Company Description**

GSH Corporation Limited, together with its subsidiaries, develops properties in Southeast Asia. The company operates through Hospitality and Property segments. It owns the Sutera Harbour Resort in Kota Kinabalu, Malaysia comprising two five-star hotels, including the Pacific Sutera and Magellan Sutera Resort; a 104-berth marina; and 27-hole championship golf course. It is also involved in retailing clothing, souvenirs, and convenience items; and the provision of upmarket train services. The company was formerly known as JEL Corporation (Holdings) Ltd. and changed its name to GSH Corporation Limited in May 2012. GSH Corporation Limited was incorporated in 2001 and is based in Singapore.

(Source: [http://www.sgx.com/wps/portal/sgxweb/home/company\\_disclosure/stockfacts?code=BDX](http://www.sgx.com/wps/portal/sgxweb/home/company_disclosure/stockfacts?code=BDX))

**Q1.** In the Message to Shareholders (page 7 of the annual report), the launch of Eaton Residences and the sale of GSH Plaza were two highlights of the group in 2016. With property development being the key focus of the group, and accounting for more than half of the group's total assets, shareholders would like visibility into the group's real estate projects. Specifically, shareholders would like to ask the following:

- a) **Eaton Residences: Since the launch of the luxury residential property in August 2016, what is the sales performance of Eaton Residences and what is the gross development value? When is the targeted completion of the property?**
- b) **Coral Bay@Sutera: Described as an “uber luxurious oceanfront residential project with premium finishes and full condominium facilities”, how is the group going to market this luxury residential development in Kota Kinabalu given the current market conditions?**
- c) **GSH Plaza: With the proposed sale of shares in Plaza Ventures Pte. Ltd., the group would no longer have any development projects in Singapore. Has management evaluated other projects in Singapore? What would be the kind of projects that would be attractive to the group?**

**Q2.** The group has also announced that it had paid a consideration of RMB200 million to acquire a 30% equity interest in 河南中原四季水产物流港股份有限公司 (“Henan Zhongyuan Group”).

Henan Zhongyuan will become a 30% associate of the group.

- a) **What is the level of involvement and oversight by the group's management with regard to the new associate?**
- b) **Other than the RMB 200 million investment, how does the group intend to contribute to Henan Zhongyuan's growth? How much influence does the group have on the associate?**
- c) **Can management share Henan Zhongyuan's growth plans? What is the status of its planned expansion to Tianjin?**

**Q3.** In the Corporate Governance Report (page 37), all three independent non-executive directors were placed in the remuneration band of “Less than S\$250,000”.

However, Mr Francis Lee Choon Hui, as Non-Executive Vice Chairman / Lead Independent Director, received a “Base salary and allowances” component of 24.4% in 2016, together with the directors' fee. In 2015, this “Base salary and allowances” component for Mr Francis Lee Choon Hui was 29.2%.

Mr Michael Grenville Gray, Non-Executive Independent Director, had also received a 4.9% “Base salary and allowance” component in 2015.

**Can the remuneration committee help shareholders understand what constitutes the “Base salary and allowance” component for the independent directors?**