

**Issuer:** Yeo Hiap Seng Limited

**Security:** Yeo Hiap Seng Limited

**Meeting details:**

Date: 27 April 2018

Time: 4.00 p.m.

Venue: The Auditorium, Yeo Hiap Seng Limited, 3 Senoko Way, Singapore 758057

**Company Description**

Yeo Hiap Seng Limited, an investment holding company, engages in the manufacture, marketing, distribution, sale, and export of food and beverage products in Singapore, Malaysia, Cambodia, and other countries. It offers Asian drinks, ready-to-drink tea, soy drinks, juice drinks, coconut water, sparkling water and drinks, flavored drinks, iced coffee, and water; and culinary sauces, culinary pastes, condiments, canned curries, instant noodles and vermicelli, spreads, and canned seafood and vegetables. The company offers its products under the YEO's, H-TWO-O, Pink Dolphin, Justea, Juscoffee, Juscool, Oceanic, Fun, pH Infinity, and Pureté brand names. It also manages other food and beverage brands, such as A1, Celsius, The Hain Celestial Group, Allswell, Louis Raison, Sun Dairy, Bel Normande, Red Bull, and Uni-President; provides vending, warehousing, and logistics services; and owns, develops, and leases properties. The company was founded in 1900 and is headquartered in Singapore. Yeo Hiap Seng Limited is a subsidiary of Far East Organisation Pte. Ltd.

(Source: [http://www.sgx.com/wps/portal/sgxweb/home/company\\_disclosure/stockfacts?code=Y03](http://www.sgx.com/wps/portal/sgxweb/home/company_disclosure/stockfacts?code=Y03))

1. Would the board/management provide shareholders with better clarity on the following operational matters? Specifically:

- (i) Brand rejuvenation and food business: Are the group's efforts in introducing new products in the drinks and food segment able to replace the revenue and profit from the former exclusive bottling agreement with PepsiCo?**
- (ii) Cambodia: Can management update shareholders on the progress of the transition to new distributors in Cambodia?**
- (iii) Agency business: What is the strategic value of scaling up the agency business? Is this a high-volume low-margin business?**
- (iv) Property development: Is the group still on the lookout for good opportunities in property development?**

2. With the monetisation of its investment in investment in Super Group Limited, followed by the sale of Yeo Hiap Seng (Shanghai) Co., Ltd and Ranko Way Limited, the group's cash and cash equivalent has increased to \$294.8 million from \$92.2 million a year ago.

- (i) Has the board carried out a strategic review to assess how the cash could be deployed to earn higher returns in a sustainable manner for shareholders?**
- (ii) If there are limited opportunities to deploy the cash, would the board consider a special dividend as part of its prudent capital management?**

3. As noted in the Report on Corporate Governance, the following directors have each served as an independent director for more than nine years from the date of their first appointment to the Board:

- Mr. S. Chandra Das;
- Mr. Chin Yoke Choong; and
- Dr. Tan Chin Nam.

Mr. S. Chandra Das, Mr. Chin Yoke Choong and Dr. Tan Chin Nam were first appointed on 1 September 2002, 15 May 2006 and 11 January 2008. Accordingly, the directors have served for 15 years 7 months, 11 years 11 months and 10 years 3 months respectively.

Mr. S. Chandra Das and Dr. Tan Chin Nam are seeking re-election at the Annual General Meeting.

The nominating committee (NC) comprises Mr. S. Chandra Das (as chairman), Mr. Chin Yoke Choong and Dr. Tan Chin Nam.

- (i) As all three members of the NC are subject to the particularly rigorous review of their independence, how effective was the NC in discharging its duties?**

The company has also appointed three other independent directors with the last independent director, Ms. Luo Dan, being appointed on 1 January 2017.

- (ii) Given that the board has started the progressive refreshing of the board, what are the company's other plans to refresh the board progressively and in an orderly manner, to avoid losing institutional memory?**