

Securities Investors Association (Singapore)

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UEN No: S99SS0111B
GST Reg No: M90367530Y

Issuer: Resources Prima Group Limited

Security: Resources Prima Group Limited

Meeting details:

Date:28 Jun 2019 Time: 10.00 a.m.

Venue: Tanglin 1, Level 1, RELC International Hotel, 30 Orange Grove Road, Singapore

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Q1. On 15 May 2019, the company announced that its subsidiary, PT Energy Indonesia Resources ("EIR"), has received a letter of termination from PT Coalindo Adhi Nusantara ("CAN") terminating the coal hauling service agreement.

While the company is currently seeking legal advice on the matter and in particular on the validity of the letter of termination from CAN, the existing tie-up has fallen short of management's expectations.

The average quantity of coal hauled under the coal hauling service agreement with CAN for the 14-months November 2017 through December 2018 amounted to 31,988 tonnes per month, short of the 100,000 tonnes per month as set out in the coal hauling service agreement. This has resulted in EIR generating a gross loss of US\$108,000 from the coal hauling operations for FY2018.

- (i) Can the company help shareholders understand the size and status of its fleet of coal hauling trucks?
- (ii) What is EIR's competitive advantage in coal hauling compared to other service providers?

In addition, on 31 March 2019, the company announced that its wholly owned subsidiary, RPG Logistics Pte Ltd, entered into a joint operation agreement (the "JOA") with PT Prima Dharma Karsa ("PT Prima") to provide logistical support, in respect of but not limited to the transportation of nickel to a loading port, the supervision of mining operations as well as provision of mining equipment and mining services to PT Prima in relation to a mining area in Indonesia.

- (iii) What were the lessons gleaned from the CAN experience? How has that helped the group to refine the terms of the joint operation agreement with PT Prima?
- (iv) Can management provide shareholders with the operational milestones for the JOA with PT Prima? In particular, when does the group expect the transportation of nickel to commence?
- **Q2.** As noted in the chairman's message, the company is in discussions with various reverse-takeover ("RTO") candidates with a view to enter into a definitive agreement which would allow the group to "acquire a new business to resolve its financial and business viability issues" (page 3).
 - (i) Has the board devised a structured deal sourcing and evaluation approach/framework to guide the group's search for a RTO target?
 - (ii) Has the board considered leveraging professional bankers and consultants to deal-source opportunities that are appropriate for the group?

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- (iii) What is the level of involvement of the independent directors in the group's search for a new business?
- (iv) What are the possible new business areas the group has considered/is considering? Has the board also determined the geographical search area?

Q3. Trading of the company's shares has been suspended since 29 June 2017 pursuant to Rule 1303 of the Listing Manual Section B: Rules of Catalist as the then board of directors were of the view that the company was unable to demonstrate that it is able to continue as a going concern and reasonably assess the financial position of the Group due to the circumstances surrounding its former subsidiary PT Rinjani Kartanegara ("Rinjani").

The company has stated that it will be working towards submitting a subsequent resumption of trading proposal to the SGX-ST by 28 September 2019.

- (i) What are the operational and financial milestones to be achieved by the group prior to the group's application for resumption of trading?
- (ii) Is the group still actively looking at how it could recover any monies from Rinjani? What is the level and nature of communication, if any, the group has with the curators of Rinjani appointed to administer the bankruptcy estate and with the supervisory judge who is supervising the bankruptcy process?
- (iii) Can the company clarify if an RTO is needed before trading of the shares can be resumed?

A copy of the questions for the Annual Report for the financial year ended 31 December 2017 could be found here:

https://sias.org.sg/qa-on-annual-reports/?company= Resources%20Prima%20Group%20Ltd&cid=6794,5295

The company's response could be found here: -----