AMCORP PROPERTIES BERHAD
(Company No: 6386-K)
(Incorporated in Malaysia)

SUMMARY OF KEY MATTERS DISCUSSED AT THE
FIFTY-FIRST ANNUAL GENERAL MEETING HELD ON 30 AUGUST 2017

NO.	QUESTIONS RAISED BY MINORITY SHAREHOLDER WATCHDOG GROUP	RESPONSES TO MINORITY SHAREHOLDER WATCHDOG GROUP
A.	As stated in the Management Discussion and Analysis, contracting works and Malaysia Properties were the main contributors to the Group's revenue. What are the planned launches for Malaysia Properties for the upcoming financial year?	The Group has and is launching in phases the Coral Avenue double-storey residential project in Sibujaya with an estimated gross development value of RM130 million. The Group is also developing for sale 3 storey shophouses and industrial buildings with a gross development value of RM42 million. To add to the above, the Group has in the past few years focused on its overseas property projects either by ourselves or through joint ventures. Those undertaken through joint ventures will be recognised separately in the profit and loss under "share of contributions from joint ventures" and will not be reflected in revenue. Furthermore, in accordance with accounting standards, the profit from these projects are not recognised until they are completed.
B.	The Renewable Energy Division current year's generation of 36.7GWh is expected to increase by a further estimated 85GWh with the commissioning of the hydro plant in Sungai Liang, Pahang in 2nd half of 2017. What is the outlook of this Division?	The annual revenue from the commissioning of the Sg. Liang hydro plant is estimated to be in the region of RM20 million to RM25 million. The increase in generation capacity and economies of scale will improve the profit contribution from the Renewable Energy Division. The Group will focus on commissioning the plant and continue to source for renewable energy opportunities in Malaysia and overseas.

NO.	QUESTIONS RAISED BY MINORITY SHAREHOLDER WATCHDOG GROUP	RESPONSES TO MINORITY SHAREHOLDER WATCHDOG GROUP
C.	The Group continued with its partnership with Grosvenor to tap into two global cities, Madrid in Spain and Hong Kong. Could the Board share what are the Group's prospects in these two cities?	The Group's move to invest in Madrid and Hong Kong is in line with its strategy of investing in prime areas in key developed global cities. This adds geographical diversification to its property investment and development portfolio, with current investments in Malaysia, London and Tokyo. In Madrid, the joint venture has so far focused on residential development and value-add while in Hong Kong, it has been an en-bloc building with value-add potential. The Board is of the view that the prospects in these two cities are favorable. We see a continuing uptrend in prices, accommodative interest rates, a shortage of supply and high foreign interest in Madrid properties. While property prices continue to increase in Hong Kong, the Group is selectively looking at pockets of opportunity such as completed buildings with potential for rental adjustments or refurbishment for capital appreciation. With the partnership with Grosvenor in these cities, the Group can tap on their local knowledge and international experience to unlock further opportunities and enhance the success of our development projects.
D.	Other Operating Income declined from RM95.1 million in financial year 2016 to RM27.1 million. What was the reason for the decline?	Other operating income for the financial year ("FY") 2016 was mainly derived from the gain on disposal of Merchant Square 4B and realisation of foreign exchange gain from the disposal of RM81.7 million.

(Summary of Key Matters Discussed at the Fifty-First Annual General Meeting – cont'd)

NO.	QUESTIONS RAISED BY MINORITY SHAREHOLDER WATCHDOG GROUP	RESPONSES TO MINORITY SHAREHOLDER WATCHDOG GROUP
E.	The Other Emoluments for Non-Executive Directors amounted to RM679,000 for the financial year ended 31 March 2017. Could the Board provide the nature of these Other Emoluments?	Other emoluments represent the monthly fixed Chairman allowance and meeting allowances paid to Non-Executive Directors. These are deliberated and recommended by the Remuneration Committee in light of the responsibilities undertaken by them.
F.	We refer to Resolution 3 on the Directors' benefits to the Non-Executive Directors of the Company for the period from 31 January 2017 until the next Annual General Meeting of the Company to be held in 2018. The estimated total amount of Directors' benefits for the relevant period is expected to come up to approximately RM1,398,067. We noted the proposed allowances to the Non-Executive Chairman in recognition of the significant roles in leadership and oversight, and the scope of responsibilities expected of her. Could the Board elaborate further on the roles and scope of responsibilities expected of the Chairman taking into cognisant of the monthly fixed allowance of RM53,000, defined contribution of 19% on the monthly fixed allowance, benefits-in-kind of RM2,933 per month, other benefits and meeting allowance to be paid to her?	The Chairman is principally responsible for the leadership of the Board which sets the strategy and direction of the Group and to promote and oversee a high standard of corporate governance. In addition, she is also the Chairman of the Risk Management Committee which deliberates on all material transactions as well as the overall risk appetite of the Group. The management also actively seeks her advice and guidance as well as the views of the major shareholder before undertaking any key decisions by the Group.

NO.	QUESTIONS RAISED BY SHAREHOLDERS/PROXIES	RESPONSES FROM DIRECTORS/MANAGEMENT
1.	Why is there no improvement on the dividend payout as compared to last year?	The actual dividend payout ratio this year, if approved by shareholders, is about 98% of the Group's profit. The dividend payout depends on the profitability of the Group. The Company has been consistently paying dividends to its shareholders. Since 2011, we have paid gross dividends amounting to RM133 million. We have also in 2014 rewarded our shareholders with bonus issue of redeemable convertible preference shares, effectively translating to cash distribution of RM148 million.
2.	What is the occupancy rate of Amcorp Trade Centre?	The occupancy rate in Amcorp Trade Centre is about 75%, which is reasonable considering the softening of retail market and glut of retail shop lots on the market.
3.	Why is there no improvement in the Company's share price after the declaration of final dividend? Was it due to lack of investor relations initiatives?	AMPROP is a growing company. In accordance with accounting convention, profits from our London projects like Holland Park Villas and Burlington Gate can only be recognised upon completion scheduled in the financial year ending 31 March 2018. With the success in London, we have replicated the business model and expanded our portfolio to Japan, Spain and Hong Kong. The Group also has several projects in the pipeline. We anticipate these to contribute positively to the Group's earnings in the future. The Company was also of the view that its shares are undervalued. We have throughout the financial year conducted share buy-back exercise. While this has translated into higher returns to shareholders and enhanced shareholders value, it has also reduced our share liquidity. Furthermore, AMPROP shares are tightly held by our major shareholder with an ownership of 70.65% and therefore, there is less participation from institutional investors.

NO.	QUESTIONS RAISED BY SHAREHOLDERS/PROXIES	RESPONSES FROM DIRECTORS/MANAGEMENT
4.	The size of the Board seems large. Why?	Given the Group's diversified portfolio comprising local property development, contracting and renewable energy and investment in overseas properties, the Board is comfortable with its current composition which consists of members from a diverse professional backgrounds and the mix of skills, expertise and knowledge that are relevant to the Group's operations. The high proportion of independent directors reflects the Board's commitment to ensure the interest of minority shareholders is taken care of by the Board.
5.	What is the outlook for FY2018 in terms of revenue and profitability?	We expect the Group to be profitable for FY2018 as its two (2) major projects in London, namely Burlington Gate and Holland Park Villas are scheduled for completion before end of the year, the profits of which will be recognised in FY2018.
6.	The borrowings and gearing ratio of the Company have increased compared to last financial year. How does the Company manage these?	FY2017 was an active year for the Group whereby it has expanded its property investments to Spain and Hong Kong. Increased in bank borrowings was due to utilisation of new borrowings during FY2017 for business operations. Both gearing ratio and borrowings are being managed carefully.
7.	How does the Company mitigate the risks of overseas investments?	It is the Group's strategy to ride on strong partnership with reputable investors/developers to enter the markets of prime areas in key global cities. This enables the Group to leverage on the local knowledge, international experience and branding of its joint venture partners in undertaking overseas investments. We believe that strong partnership and right location reduce the risk of overseas investments.

(Summary of Key Matters Discussed at the Fifty-First Annual General Meeting – cont'd)

NO.	QUESTIONS RAISED BY SHAREHOLDERS/PROXIES	RESPONSES FROM DIRECTORS/MANAGEMENT
8.	Perhaps the Company could consider implementing dividend reinvestment plan.	The Company will consider schemes or options which are beneficial to shareholders as the Company progresses from time to time.
9.	Are the Group's renewable energy ("RE") projects under concession agreements with government? How does the RE Division contributing to the Group's earnings and any plan for expansion?	Both our hydro and solar projects are under Renewable Energy Power Purchase Agreement (REPPA) with government for concession period of 21 years. At the moment, the RE Division is contributing positively to the Group. In terms of expansion, the Group is constantly exploring new opportunities to grow our RE Division and one of our main focuses is Indonesia, an archipelago country which is ideal for development of RE and has significant demand for electricity. However, due to the lack of infrastructure such as interconnection and sub-stations coupled with the distance between towns, it would be costly to develop RE. Thus, proper due-diligence must be done in order to calculate the expected returns and total project development costs for each potential site.
10.	How does the Company manage risks? Internally or externally?	Our Risk Management Committee is responsible for the Group's risk management. We have a well-balanced workforce with skilled and experienced employee to manage the Group's businesses. We also seek to address and control risks to which the Group is exposed to by delegating the tasks of carrying out of certain functions to competent and credible third parties e.g. hiring best architects and consultants to mitigate the risk of project failure.