

JOHORE TIN BERHAD (“JTB” or “the Company”)

NON-RELATED PARTY TRANSACTION

- **SUBSCRIPTION OF 625 (Six Hundred and Twenty Five) ORDINARY AND NOMINATIVE SHARES IN “ABLE PACKAGING” S.A.P.I. DE C.V. (MEXICO) (“ABLE PACKAGING”), BY ABLE DAIRIES SDN. BHD. (“ABLE DAIRIES”), A WHOLLY-OWNED SUBSIDIARY OF JTB FOR \$62,500 (SIXTY TWO THOUSAND AND FIVE HUNDRED PESOS 00/100 MEXICAN CURRENCY) (“the Investment”)**

1. INTRODUCTION

The Board of Directors of Johore Tin Berhad (“JTB”) wishes to announce that Able Dairies, a wholly-owned subsidiary of JTB, has on 5 December 2018 subscribed **625** (six hundred and twenty five) ordinary and nominative shares, Series “C”, Class II, each with face value of \$100.00 (one hundred pesos 00/100 Mexican Currency), on the variable portion of ABLE PACKAGING at total amount of \$62,500.00 (Sixty Two Thousand and Five Hundred Pesos 00/100 Mexican Currency) representing **51.02%** equity in ABLE PACKAGING. (referred to as “the Investment”) and the other **48.96%** are held by the following Shareholders and consequently upon the subscription to Able Dairies, the Shareholdings are as below : -

No.	Name of Shareholders	Fixed Portion	No. of Shares	Amount	Percentage
i)	Calkins, Burke, Zannie de Mexico, S.A. de C.V.	Series “A”	416	\$41,600.00	33.95%
ii)	Enrique Ortiz Eng	Series “A”	61	\$6,100.00	4.97%
iii)	Aseconfi, S.A. de C.V.	Series “B”	123	\$12,300.00	10.04%
			600	\$60,000.00	48.96%
		Variable Portion			
iv)	Able Dairies Sdn. Bhd.	Series “C”	625	\$62,500.00	51.02%
			1,225	\$122,500.00	100.00%

2. BACKGROUND OF PACKAGING CO

ABLE PACKAGING is a Company incorporated in the city of **Guadalajara, Jalisco, Mexico on 18 July, 2018** with current Capital Stock of \$60,000.00 comprising fixed portion of 600 ordinary and nominative Shares each with face value of \$100 (One Hundred Pesos 00/100 Mexican Currency). The nature of business of ABLE PACKAGING is manufacturing and sales of containers.

3. RATIONALE AND PROSPECT

ABLE PACKAGING is set up with the initial intention of manufacturing empty containers for the usage of Able Dairies Mexico, a 40% associate company of Able Dairies Sdn. Bhd. which is a 100% subsidiary of JTB.

ABLE PACKAGING will be set up in the premise of Able Dairies Mexico under rental and therefore will have logistical advantage as a supplier to Able Dairies Mexico.

4. SOURCE OF FUNDING

The Investment will be funded from internally generated funds.

5. FINANCIAL EFFECTS

4.1 Earnings per share

The Investment is not expected to have any material effect on the earnings of JTB for the financial year ending 31 December 2018.

4.2 Net Asset per share

The Investment is not expected to have any material effect on the net assets per share of JTB for the financial year ending 31 December 2018.

4.3 Gearing

The Investment will not have any effect on the gearing of JTB.

4.4 Share Capital and Substantial Shareholders' shareholdings

The Investment will not have any effect on the share capital and substantial shareholders' shareholdings of the Company as the investment does not involve any issuance of shares of JTB.

6. RISK FACTORS

The Company does not foresee any exceptional risk other than the normal operational risk associated with the Investment.

7. HIGHEST PERCENTAGE RATIO

Based on the latest audited financial statements of JTB for the financial year ended 31 December 2017, the highest percentage ratio applicable to the acceptance of this Investment pursuant to Paragraph 10.02(g) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad is 0.18%.

8. DIRECTORS' AND MAJOR SHAREHOLDERS' INTERESTS

None of the Directors and/or major shareholders of JTB and/or persons connected to the Directors and/or major shareholders of JTB have any interest, direct or indirect, in the transaction.

9. APPROVAL OF SHAREHOLDERS AND THE RELEVANT AUTHORITIES

The Investment does not require the approvals of the shareholders of JTB nor of any government authorities.

10. DIRECTORS' RECOMMENDATION

The Board of Directors of JTB, having considered all aspects of the transaction and is of the opinion that it is in the best interest of the JTB Group.

11. DOCUMENT FOR INSPECTION

A copy of ABLE DAIRIES' Resolution in relation to the investment dated 5 December 2018 is available for inspection at the registered office of the Company at Suite 1301, 13th Floor, City Plaza, Jalan Tebrau, 80300 Johor Bahru, Johor during the normal office hours (8.30 a.m. to 5.30 p.m.) on any weekday (except public holidays) for a period of 3 months from the date of this announcement.