

# **Global Investments Limited**

**Annual General Meeting  
Special General Meeting**

**25 April 2018**

# Do take note:

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# Agenda

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## **Annual General Meeting (AGM)**

- Proposed Resolutions
- Adjournment of AGM

## **Special General Meeting (SGM)**

- Proposed Resolution
- Collection of AGM and SGM Poll Slips
- Adjournment of SGM

## **Lunch**

## **Reconvene AGM**

- Results of AGM Poll
- Close of AGM

## **Reconvene SGM**

- Results of SGM Poll
- Close of SGM

# Voting Procedure

Voting will be conducted through polling.

**GLOBAL INVESTMENTS LIMITED**  
 A MUTUAL FUND COMPANY INCORPORATED WITH LIMITED LIABILITY IN BERMUDA  
 ANNUAL GENERAL MEETING  
 HOLIDAY INN SINGAPORE ORCHARD CITY CENTRE, CRYSTAL SUITE, LEVEL 2, 11 CAVENAGH ROAD, SINGAPORE  
 229616  
 WEDNESDAY, 25-APRIL-2018 AT 10:00 AM

**POLL VOTING SLIP**

Serial No.:

Name of Shareholder: \_\_\_\_\_

NRIC/Passport No./Co. Reg. No.: \_\_\_\_\_

No. of Shares Held : \_\_\_\_\_

Name of Corporate Representative / Proxy :	_____
NRIC / Passport No. :	_____
No. of Shares Represented :	_____

If you wish to exercise your votes For or Against, please tick (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate.

		FOR No. of Shares	AGAINST No. of Shares
1	<b>Ordinary Resolution 1</b> To receive and adopt the Financial Statements and the Reports of the Directors and Auditors for the financial year ended 31 December 2017.	X	
2	<b>Ordinary Resolution 2</b> To re-elect Adrian Chan Pengee, who will retire by rotation under Bye-law 56(e), as a director of the Company.	X	
3	<b>Ordinary Resolution 3</b> To re-appoint Ernst & Young LLP as the Auditors of the Company to hold office and to authorise the Directors to fix their remuneration.	X	
4	<b>Ordinary Resolution 4</b> To approve the proposed renewal of the Share Issue Mandate.	X	
5	<b>Ordinary Resolution 5</b> To approve the proposed authorisation of Directors to Issue Shares pursuant to the Scrip Dividend Scheme.	X	

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CHECKED BY SCRUTINEER

Name	Initial

Signature of Corporate Representative/Proxy \_\_\_\_\_

SAMPLE

Please indicate an "X" or the proportion of shareholding in the box you wish to vote on.

Please remember to sign.



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# Chairman's Opening Address for AGM

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# Financial Statements and Reports

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## Ordinary Resolution 1

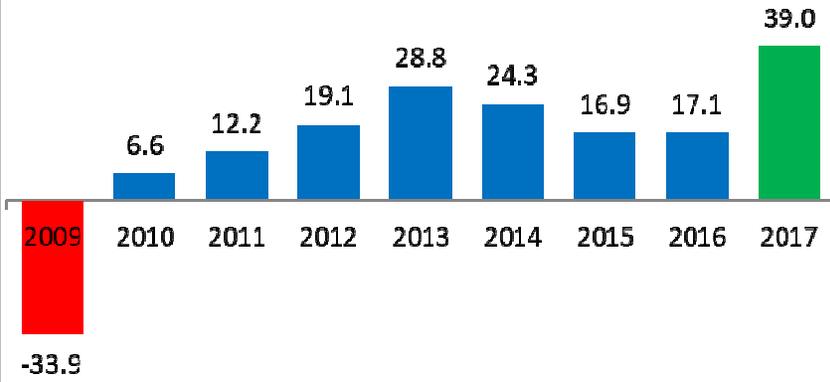
*“To receive and adopt the Financial Statements and the Reports of the Directors and Auditors for the financial year ended 31 December 2017.”*

# Financial Performance

## Net Profit after Tax

Net profit after tax for FY2017 improved to S\$39.0 million as compared to S\$17.1 million last year.

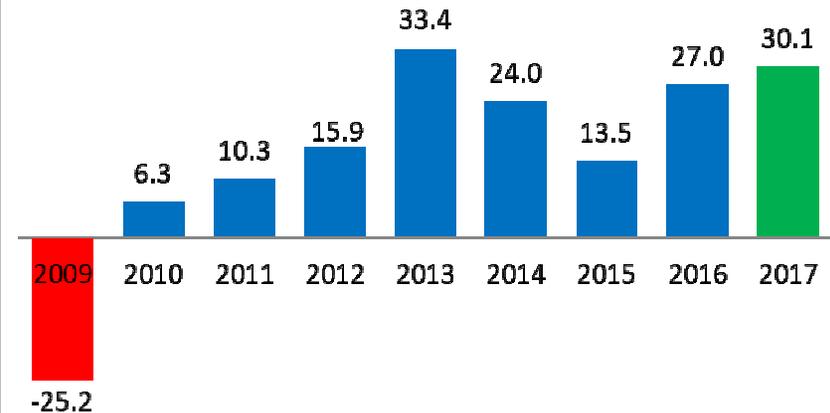
**Net Profit After Tax (S\$million)**



## Total Comprehensive Income (TCI)

The total comprehensive income increased to S\$30.1 million from S\$27.0 million recorded in the prior year.

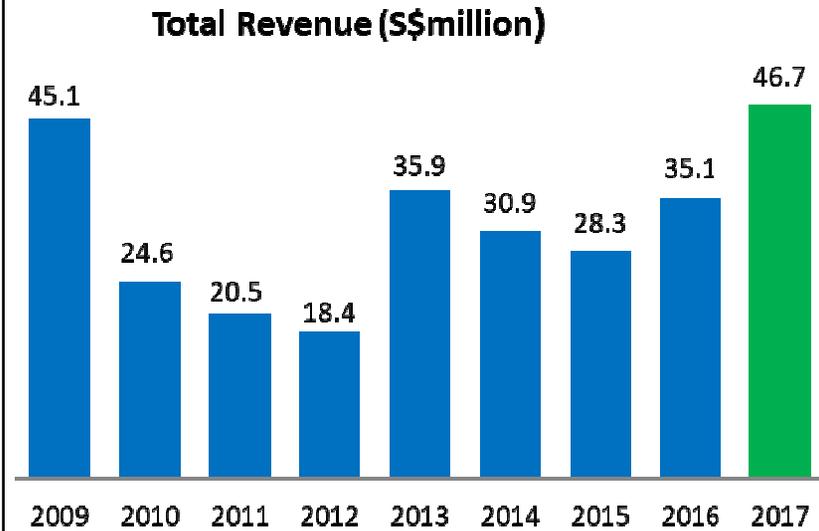
**Total Comprehensive Income (S\$million)**



# Financial Performance

## Total Revenue

Revenue for the current year was S\$46.7 million, 33.0% higher than the S\$35.1 million recorded last year. The higher revenue was mainly contributed by higher gain on sale of investments of S\$25.8 million as compared to S\$14.9 million last year. Net gain on financial assets designated as fair value through profit or loss of S\$2.5 million was also higher as compared to the net gain of S\$1.8 million in the prior year.

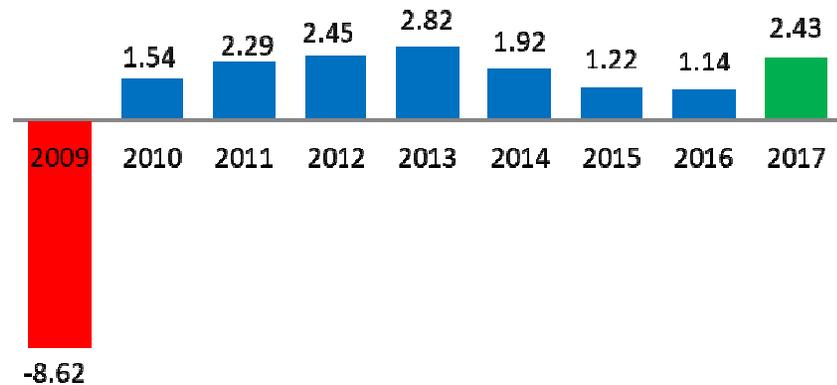


# Financial Performance

## Earnings per Share

Earnings per share increased by 113.2% to 2.43 Singapore cents (based on the weighted average number of Shares of 1,600.06 million after taking into account the additional Shares issued pursuant to the scrip dividend scheme) in FY2017 as compared to 1.14 Singapore cents (based on weighted average number of Shares of 1,492.34 million) in FY2016.

## Earnings Per Share (Singapore cents)

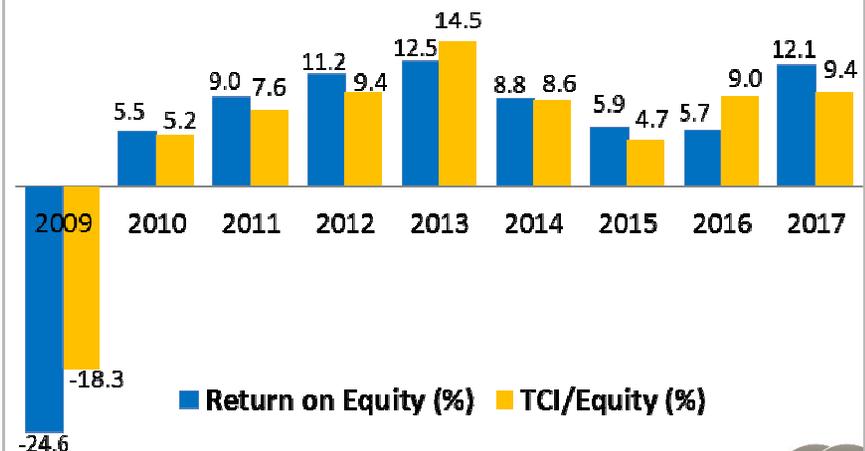


## Return on Equity (ROE) & TCI / Equity

ROE increased to 12.1% in FY2017 (computed based on net profit after tax over the average total equity) as compared to 5.7% in FY2016 mainly due to a higher profit after tax.

TCI / Equity increased to 9.4% in FY2017 from 9.0% in FY2016 .

## ROE (%) & TCI/Equity (%)

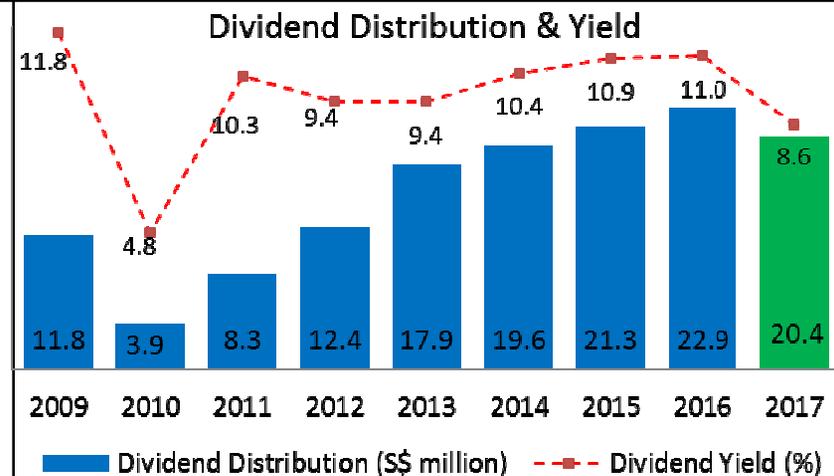


# Financial Performance

## Dividend Distribution & Yield

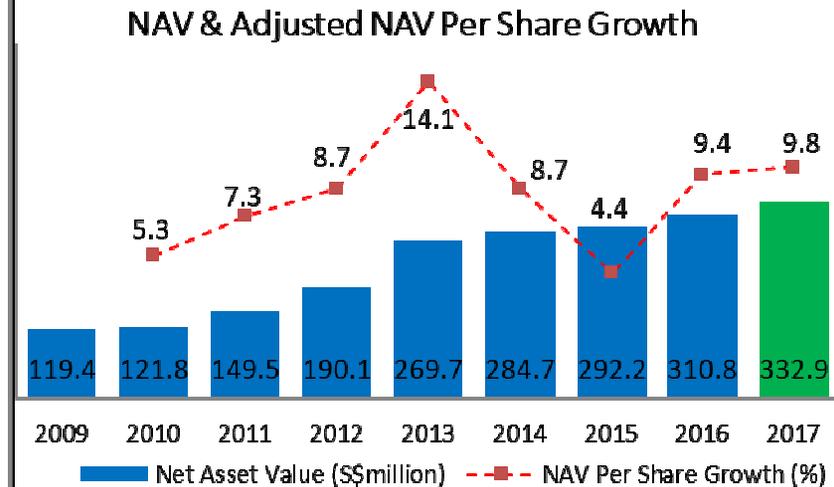
Dividend distribution per share totalled 1.25 Singapore cents (based on larger 1,652,574,643 Shares) in FY2017. The total amount of dividend to be paid decreased by 10.9% to S\$20.4 million in FY2017 from S\$22.9 million in FY 2016.

The dividend of 1.25 Singapore cents per share for the financial year ended 31 December 2017 represented an annual dividend yield of 8.6%, based on the closing share price of 14.6 Singapore cents as of 29 December 2017 on the expanded issued capital of 1,652,574,643 Shares.



## Net Asset Value (NAV)

Net asset value increased by 7.1% to S\$332.9 million in FY2017. If the 2016 dividend was paid and the Shares relating to the scrip dividend scheme had been issued before 31 December 2016, the net asset value per share as at 31 December 2016 would have been 19.08 Singapore cents instead of 20.03 Singapore cents per share. After adjusting for the 2017 interim dividend and Shares relating to the scrip dividend scheme, the net asset value per share as at 31 December 2017 would have been 20.95 Singapore cents and the increase in net asset value per share would be 9.8% for the year ended 31 December 2017.



# Financial Performance

## Total Shareholder Return

	Total Shareholder Return <sup>1,2</sup>		
	Dividends Not Reinvested (Annualised)	Dividends Reinvested (Annualised)	Net Asset Value Per Share (Annualised)
<b>FY2017</b>	17.65%	18.19%	9.80%
<b>FY2016-2017</b>	12.63%	14.15%	9.59%
<b>FY2015-2017</b>	9.69%	11.66%	7.83%
<b>FY2014-2017</b>	7.36%	9.83%	8.06%
<b>FY2013-2017</b>	7.18%	9.36%	9.25%

<sup>1</sup>Total shareholder return methodology measures performance, which includes price performance and income from regular cash distributions (such as cash dividend payments or capital repayments).

<sup>2</sup>Source: Bloomberg

# Financial Performance

## Portfolio Overview

Breakdown By Asset Class\* by Carrying Value as a % of the Company's Net Asset Value

	FY2017	FY2016	Change
Loan Portfolio & Securitisation Assets	9.1	16.5	 7.4
Bonds	19.2	26.2	 7.0
Bank Contingent Convertibles	32.8	38.8	 6.0
Listed Equities	11.5	12.3	 0.8
Cash & Other Net Assets	27.4	6.2	 21.2

\* Percentage of the Company's Net Asset Value.

# Financial Performance

## Portfolio Overview

Breakdown By Currency\* by Carrying Value as a % of the Company's Net Asset Value

	FY2017	FY2016	Change
SGD	30.9	41.2	 10.3
USD	27.8	24.1	 3.7
EUR	20.2	18.0	 2.2
AUD	8.1	7.6	 0.5
HKD	8.1	2.7	 5.4
GBP	3.0	2.8	 0.2
CNH/CNY	1.2	2.2	 1.0
KRW	0.7	1.4	 0.7

\* Percentage of the Company's Net Asset Value after currency hedge.

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# **FY2017 Overview**

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# FY2017 Overview

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## Declaration and Payment of Dividends

- 2017 interim dividend of 0.65 Singapore cents per Share was paid on 16 October 2017.
- The scrip dividend scheme was applied to the interim dividend payment and approximately 61.2% of the total interim dividend amount was issued as new Shares under the scheme. New Shares were listed on 17 October 2017.
- 2017 final dividend of 0.60 Singapore cents per Share was declared on 20 February 2018, and paid out on 24 April 2018.
- The scrip dividend scheme was applied to the final dividend payment and approximately 63.1% of the total final dividend amount was issued as new Shares under the scheme. New Shares will be listed today, 25 April 2018.
- In total, dividend of 1.25 Singapore cents per Share was paid for FY 2017 on the enlarged Share capital after taking into account the Shares issued during the year pursuant to the scrip dividend scheme.
- Overall annual dividend yield based on closing share price of 14.6 Singapore cents on 29 December 2017 was 8.6%.

# FY2017 Overview

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## Awards and Accolades

- In 2017, GIL's Singapore Governance and Transparency Index 2017 (SGTI 2017) score was 82 points compared to 75 points in 2016. And its ranking was 38 out of 606 listed companies which participated in the SGTI 2017.

## Change in Dividend Policy

- The Company had been paying out the majority of the economic income received from its investments after payment or provision for operating and financing expenses as dividend. With effect from 14 August 2017, the Company will pay out most of the profit after tax taking into consideration its requirement for future growth. This change is to better align the dividend payments with profit and ensure that the Company is able to pay dividend on a sustainable basis. Unlike economic income, profit after tax is reported in the financial statements and hence investors will be able to relate it to the dividend paid.

# FY2017 Overview

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## Change of Company's Secretary and Assistant Secretary

- Ms Ann M.D. Trott was appointed as the Company's Secretary in place of Mr Mark Harold Ignatius with effect from 5 March 2018. Mr Mark Harold Ignatius was appointed as the Company's Secretary in place of Ms Janice Loraine Haskins with effect from 30 November 2017.
- Ms Wong Yen Sim was appointed as the Company's Assistant Secretary with effect from 26 May 2017 in place of Ms Lim Xinhua, whose resignation took effect on the same day.

# FY2017 Overview

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## BBRNA Litigation

- GIL had commenced proceedings in December 2013 against its previous manager, Babcock & Brown Global Investments Management Pty Ltd (BBGIM) and certain of its officers for breach of contract and breach of fiduciary duty for false and misleading representations made to the Company in respect of its investments in railcar portfolios through Babcock & Brown Rail North America LLC (Proceeding).
- GIL has entered into a commercial litigation funding arrangement with a funding company, which has been paying for the legal fees and other costs of the Proceeding.
- The trial commenced on 27 February and completed on 6 March. The judgment is expected to be released on 26 Apr 2018.

# Sustainability Report 2017

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- Prepared in accordance with Global Reporting Initiative (GRI) Standard: Core Option.
- Identification and assessment of material environmental, social and governance factors through stakeholders engagement.
- Clustering of material factors into 5 categories.
- Prioritising material factors in accordance with likelihood and impact on GIL's business and importance to stakeholders.

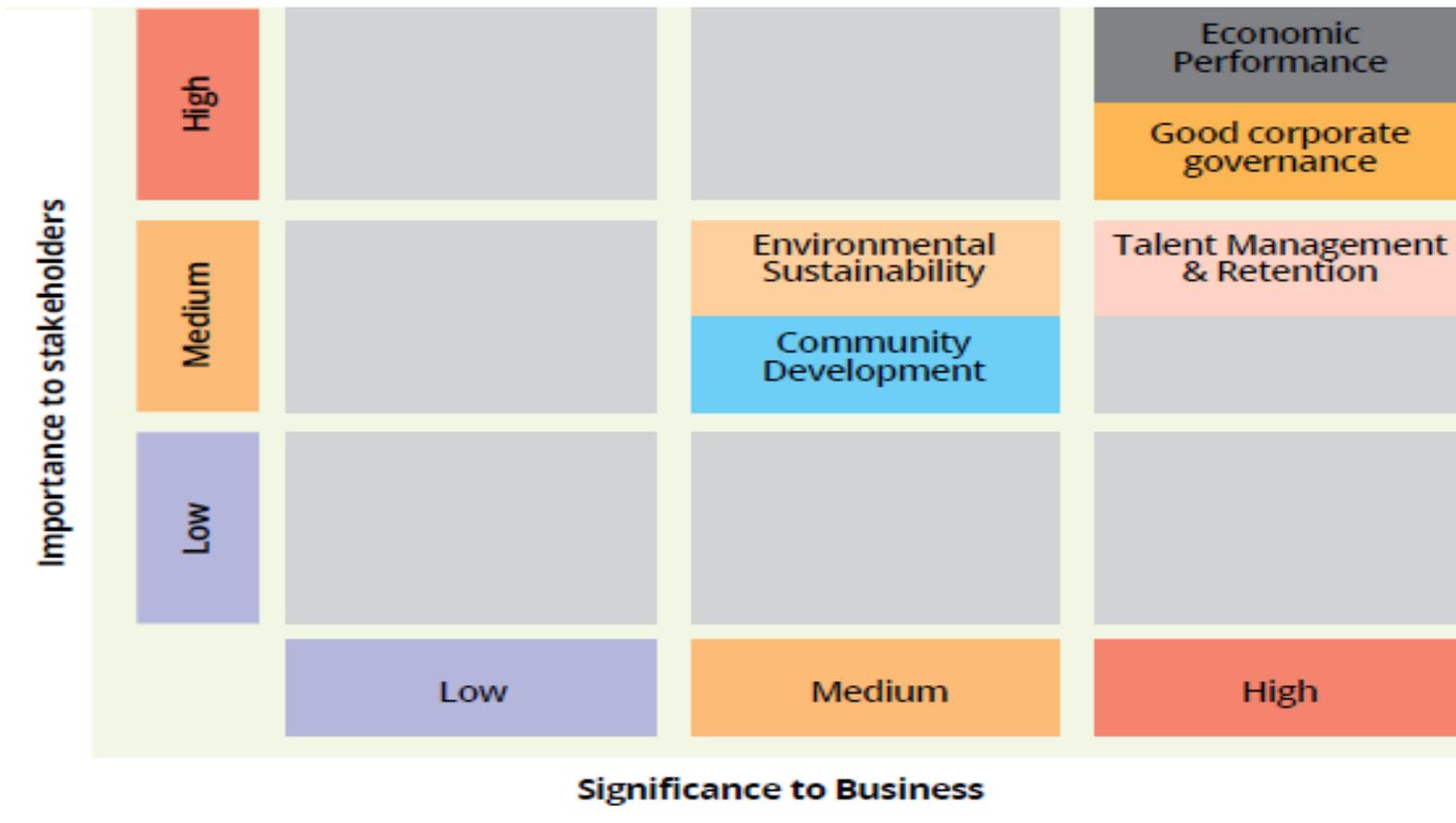
# Sustainability Report 2017

Clustering of material factors into 5 categories.

Economic	Governance	Environmental	Social	Fund Management
Economic Sustainability	Corporate Governance	Environmental Sustainability	Community Development	Talent Management and Employee Retention
1. Economic Performance	2. Corporate Governance Statement	7. Promoting a sustainable environment	9. Socially Responsible Investing	11. Ensuring the health, safety and welfare of the Manager's employee
	3. Compliance, anti-corruption policy & engagement with local and foreign regulators	8. Sustainable sourcing	10. Contribution to the community	12. Training and Education
	4. Ensuring Privacy of Personal Data			13. Ethics and Integrity
	5. Protection of creditors' rights			
	6. Risk Management			

# Sustainability Report 2017

Likelihood and impact of 5 categories of material factors on GI's business and stakeholders



# Going Forward

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- Exploring re-domiciliation to Singapore & amendment of Bye-laws.
- Active management of Company's assets with focus on optimizing risk-adjusted asset returns.
- To grow its assets and seek new investment in assets that will generate steady income and appreciation in capital to deliver regular dividends and achieve capital growth.
- In the near term, the Company is mindful of the risks in the current market environment and will take a cautious stance and be selective in its investment.

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# Questions?

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# Re-election of Director

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## Ordinary Resolution 2

“To re-elect Adrian Chan Pengee, who will retire by rotation under Bye-law 56(e), as a director of the Company.”

Adrian Chan Pengee, if re-elected, will continue to serve as Lead Independent Director, the Chairman of the Nomination and Governance Committee and a member of the Audit and Risk Management Committee and Remuneration Committee. He is considered an independent director for the purpose of Rule 704(8) of the Listing Manual of the SGX-ST.

Details of Mr Chan’s CV can be found on page 12 of the 2017 Annual Report.

# Re-appointment of Auditors

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## Ordinary Resolution 3

*“To re-appoint Ernst & Young LLP as the Auditors of the Company to hold office with effect from the conclusion of this 2018 AGM until the conclusion of the next Annual General Meeting of the Company in accordance with the Company’s Bye-laws and to authorise the Directors to fix their remuneration.”*

# Renewal of the Share Issue Mandate

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## Ordinary Resolution 4

*“To approve the proposed renewal of the Share Issue Mandate.”*

Ordinary Resolution 4 seeks to authorise the Directors to issue Shares (and to make or grant Instruments (such as warrants or debentures) convertible into Shares, and to issue Shares in pursuance of such Instruments), up to a number not exceeding in total 50 per cent (50%) of the total number of issued Shares, with a sub-limit of 18 per cent (18%) for issues other than on a pro-rata basis to holders of Shares.

# Authorisation of Directors to issue Shares pursuant to the Scrip Dividend Scheme

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## Ordinary Resolution 5

*“To approve the proposed authorisation of Directors to issue Shares pursuant to the Scrip Dividend Scheme.”*

Ordinary Resolution 5, if passed, will empower the Directors from the date of the 2018 AGM to issue Shares pursuant to the Scrip Dividend Scheme to members who, in respect of a qualifying dividend, have elected to receive scrip in lieu of the cash amount of that qualifying dividend. If Ordinary Resolution 5 is passed, Shares issued pursuant to the Global Investments Limited Scrip Dividend Scheme will not be subject to the limits on the aggregate number of Shares that may be issued pursuant to the Share Issue Mandate.

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# Questions?

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