



19th June 2024

For Public Release

KGF AGM Resolutions and Manager's Presentation

Kinetic Growth Fund Limited (KGF) held the Annual General Meeting of shareholders on Monday 17th June 2024, at 10.00am at the Greenhouse Coworking, 33 Des Vouex Road, Suva.

At the AGM, the representative of KGF's Manager, Kontiki Capital Ltd (KCL), presented on KGF's FY2023 performance and outlined KGF's strategic priorities for the intermediate term. The audited financial statements including audited consolidated financial statements of the Company for the financial year ended 31 December, 2023, together with the reports of the Board of Directors and Auditors therein was received and considered.

Resolutions passed by the shareholders were as follows:

Item 1 – Re-Election of Directors

Mr. Jack Lowenstein retired by rotation in accordance with Article 52 of KGF's Articles of Association, and being eligible, offered himself for re-election. Mr. Lowenstein was re-elected.

A motion was moved by Mr. Mark Halabe and seconded by Mr. Frazine Dutta. By show of hands, the motion was passed unanimously by the shareholders.

Item 2 - Election of Directors

The Board proposal to appoint the following new Directors:

- i. Anthony Ah Koy
- ii. Carolyn Ah Koy
- iii. Monica Ah Koy
- iv. Rachel Ah Koy

A motion was moved by Mr. Jack Lowenstein and seconded by Mr. Mark Halabe. By show of hands, the motion was passed unanimously by the shareholders.

Item 3 - Appointment of Auditors

The Board proposal to re-appoint Messrs. Ernst & Young as Auditors for the next financial year was approved.

A motion was moved by Mr. Jack Lowenstein and seconded by Mr. Mark Halabe. By show of hands, the motion was passed unanimously by the shareholders.

Item 4 – Directors Remuneration

The Board proposal to increase Directors' remuneration in accordance with clause 79 of the Articles of Association and section 99 of the Companies Act 2015.

A motion was moved by Mr. Frazine Dutta and seconded by Ms. Lagi Qicatabua. By show of hands, the motion was passed unanimously by the shareholders.

Yours sincerely,



Erik Larson
Chair



Griffon Emose
Company Secretary

KINETIC GROWTH FUND



Annual General Meeting
17 June, 2024

2023 Review

Accounting Basis - Recap

- KGF audited as an Investment Entity under IFRS for 2nd year
 - Requires all investments to be reflected at fair value
 - Private equity investments - independent valuations
 - Listed investments - market price
 - No consolidation of subsidiary companies
- More accurately reflect assets and liabilities
- Brings annual reporting in line with monthly NAV announcements

Summary of Performance

- NPAT \$311,503 2022: \$(440,242)

- Total revenue \$637,648 ▼ 28.3%
- Dividends received \$75,052 ▼ 90.1%
- Net unrealised gain \$51,203
- Net realised gain \$65,381

Key: ▼ Declined ▲ Improved

Shareholders' Equity

- NAV per Share as at 31 December:

| | | |
|--------|--------|-----------|
| ■ 2018 | \$1.06 | ▲ 5.0% |
| ■ 2019 | \$1.04 | ▼ 2.0% |
| ■ 2020 | \$1.04 | No change |
| ■ 2021 | \$0.99 | ▼ 5.0% |
| ■ 2022 | \$0.88 | ▼ 11.6% |
| ■ 2023 | \$0.96 | ▲ 9.3% |

Key: ▼ Declined ▲ Improved

Shareholders' Equity ... cont'd

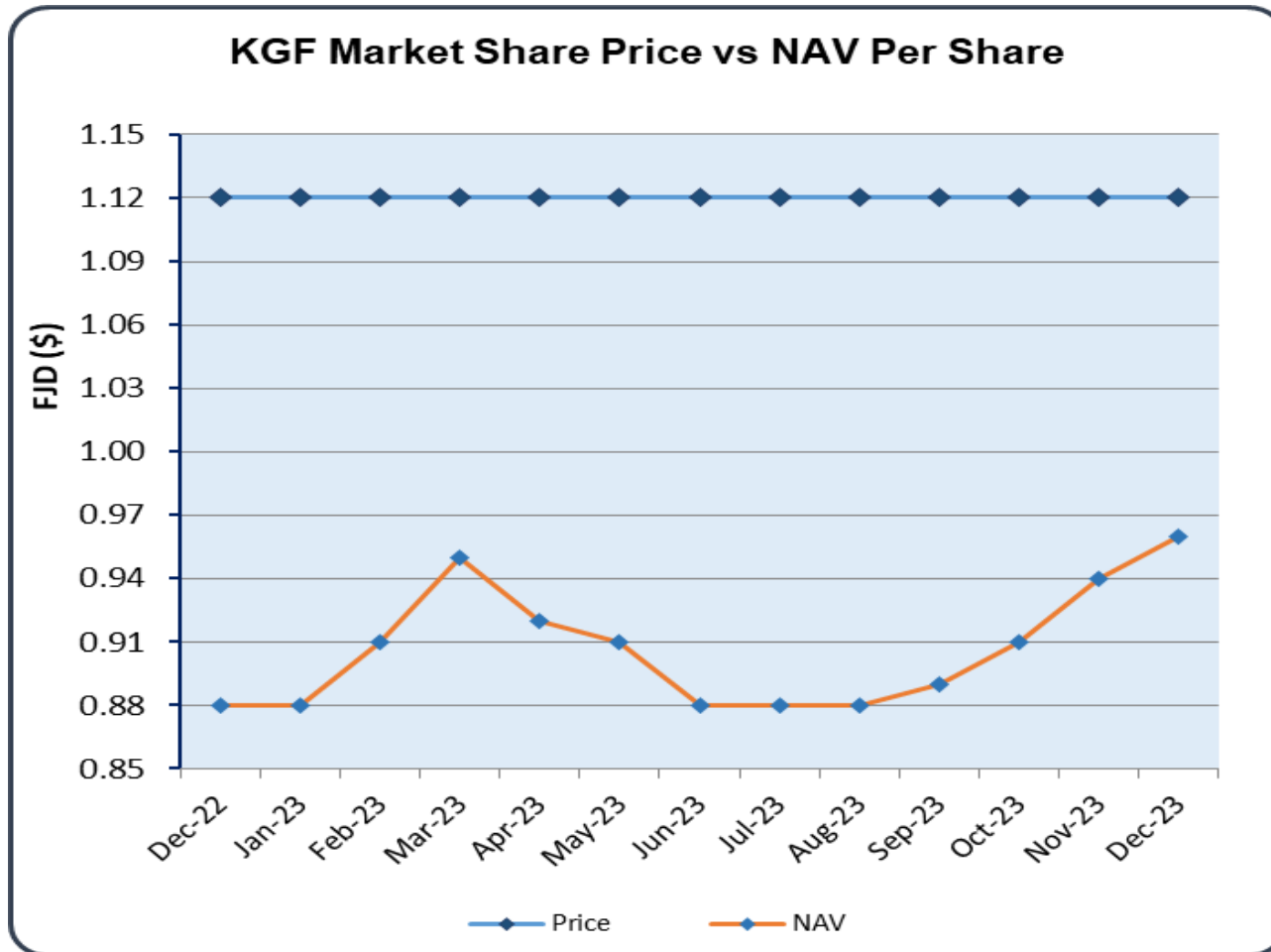
- Appreciation reflects:
 - NPAT for the year
 - Realised and unrealised gains
- No dividend declared or paid

Share Price

- Share price as at 31 December:
 - 2018 \$1.02 ▲ 92.5%
 - 2019 \$1.12 ▲ 9.8%
 - 2020 \$1.12 No change
 - 2021 \$1.12 No change
 - 2022 \$1.12 No change
 - 2023 \$1.12 No change
- Trading in 2023 affected by voluntary suspension
- KGF shares traded at a 16.9% premium to NAV per share as at 31 December 2023

Key: ▼ Declined ▲ Improved

KGF Price vs NAV / Share



Investment Portfolio - 31 Dec 2023

| Shares | Company | | Cost (\$) | Carrying Value (\$) | % Net Assets |
|----------------|--|----------|------------------|---------------------|---------------------|
| | <i>Oceanic Communications Pte Ltd</i> | Unquoted | | | |
| 50,000 | <i>OCL Ordinary shares</i> | | 50,000 | - | - |
| 224,256 | <i>OCL Preference Shares</i> | | 224,256 | 224,256 | 7.8% |
| N/A | <i>OCL Preference Share Dividends Receivable</i> | | N/A | 35,140 | 1.2% |
| | <i>Drone Services (Fiji) Pte Ltd</i> | Unquoted | | | |
| | <i>DSF Ordinary shares</i> | | 82,500 | - | - |
| N/A | <i>DSF Loan Receivable</i> | | N/A | 500,000 | 17.4% |
| | <i>Island Quarries Pte Ltd</i> | Unquoted | | | |
| 400,000 | <i>IQL Convertible Notes</i> | | 400,000 | 400,000 | 13.9% |
| N/A | <i>IQL Preference Shares Receivable</i> | | N/A | 197,707 | 6.9% |
| N/A | <i>Provision for Receivables</i> | | N/A | -398,854 | -13.91% |
| 244,087 | <i>Pleass Global Ltd</i> | SPX: PBP | 185,604 | 781,078 | 27.2% |
| 94,234 | <i>FMF Foods Ltd</i> | SPX: FMF | 48,194 | 178,102 | 6.2% |
| 814,202 | <i>Kontiki Finance Ltd</i> | SPX: KFL | 253,681 | 920,049 | 32.1% |
| 2,867,048 | <i>Calmer Co</i> | ASX: CCO | 422,956 | 30,404 | 1.1% |
| | <i>Interest-bearing borrowing receivable</i> | | | 175,000 | |
| | <i>Viti Bonds</i> | | | 200,000 | |
| | <i>Cash on hand</i> | | | 360,851 | |
| | | | Cost (\$) | Market (\$) | % Net Assets |
| Private Equity | | | 624,256 | 958,250 | 26.6% |
| Listed Equity | | | 910,434 | 1,909,633 | 53.0% |
| Other Assets | | | 735,851 | 735,851 | 20.4% |
| | | | | 3,603,734 | 100.0% |

Listed Portfolio

Listed Shares – 31 Dec 2023

| Shares | Company | Cost (\$) | Carrying Value (\$) | % Net Assets |
|-----------|---------------------|----------------|---------------------|---------------|
| 244,087 | Pleass Global Ltd | 185,604 | 781,078 | 40.9% |
| 94,234 | FMF Foods Ltd | 48,194 | 178,102 | 9.3% |
| 814,202 | Kontiki Finance Ltd | 253,681 | 920,049 | 48.2% |
| 2,867,048 | Calmer Co | 422,956 | 30,404 | 1.6% |
| | | 910,434 | 1,909,633 | 100.0% |

Performance

■ Dividends

| | | |
|----------|---------|---------|
| ■ FY2020 | \$0.04m | ▲ 44.4% |
| ■ FY2021 | \$0.04m | ▼ 5.2% |
| ■ FY2022 | \$0.05m | ▲ 31.2% |
| ■ FY2023 | \$0.08m | ▲ 50.1% |

FY2023 dividends were paid by FMF, PBP, KFL

■ Unrealised capital gains/losses

| | | |
|----------|---------|---------|
| ■ FY2020 | \$0.92m | ▲ 53.1% |
| ■ FY2021 | \$0.56m | ▼ 39.4% |
| ■ FY2022 | \$0.25m | ▼ 55.4% |
| ■ FY2023 | Nil | |

Key: ▼ Declined ▲ Improved

Private Equity Portfolio

Halabe Investments

Update

- Managed liquidation completed during the year
 - Last unit sold and net proceeds distributed as a dividend
 - KGF received \$175k in April netted off against investment
 - \$46k realised gain
- Successful end despite challenges
 - Rent freeze never removed
 - Orderly liquidation generated significant revenue for KGF

Key: ▼ Declined ▲ Improved

Oceanic Communications

Year in Review

- Revenues \$564,801 ▼ 28.6%
- NPAT \$(137,065) 2022: \$54,808
- \$44k in preference share dividend paid to KGF
- Industry conditions remained subdued
- Staff retention/emigration a challenge
- Based on independent valuation, equity kept at written down value in KGF's books for the time being

Key: ▼ Declined ▲ Improved

Update

- Difficult industry conditions remain
- Focus on:
 - Staff retention
 - Tight cost control
 - New client acquisition
- Discussions underway on several strategic alternatives

Drone Services

Year in Review

- Total Operating income \$64,070 2022: \$390,971
- NPAT **\$(118,806)** 2022: \$49,890
- Tough conditions during the year
- Training courses constituted the main segment
- Preference shares expired in 2023
 - KGF exercised put option to Founder per original agreement
 - 10-year \$500k loan to Founder with Founder's guarantee
- Impairment reversal of \$300k. However prudent provision against this recorded pending repayments commencement

Key: ▼ Declined ▲ Improved

Update

- Post-COVID recovery in this sector has been slow but positive signs emerging
- Focus on winning new business and tight cost controls
- Discussions with potential strategic investors ongoing
- DSF carrying out work for IQL as payment-in-kind

Island Quarries

Update

- KGF took over control in late 2023
- Focus is on re-opening quarry operations
 - Strong support from landowners and regulators (TLTB, DoE, MRD)
 - Extension / renewal of current lease to be issued shortly
 - Lease over additional area being finalised
 - Quarry Master identified
 - KGF has provided financial support since takeover
 - Financing plan from equity partners and bank being finalised
 - Capex and operational plans being finalised

Update ... cont'd

- Re-opening of quarry targeted for the end of 2024
- Demand for product extremely high and growing
- Discussions with strategic partners, merger opportunities on-going

Kelton Investments Transaction

Deal Structure

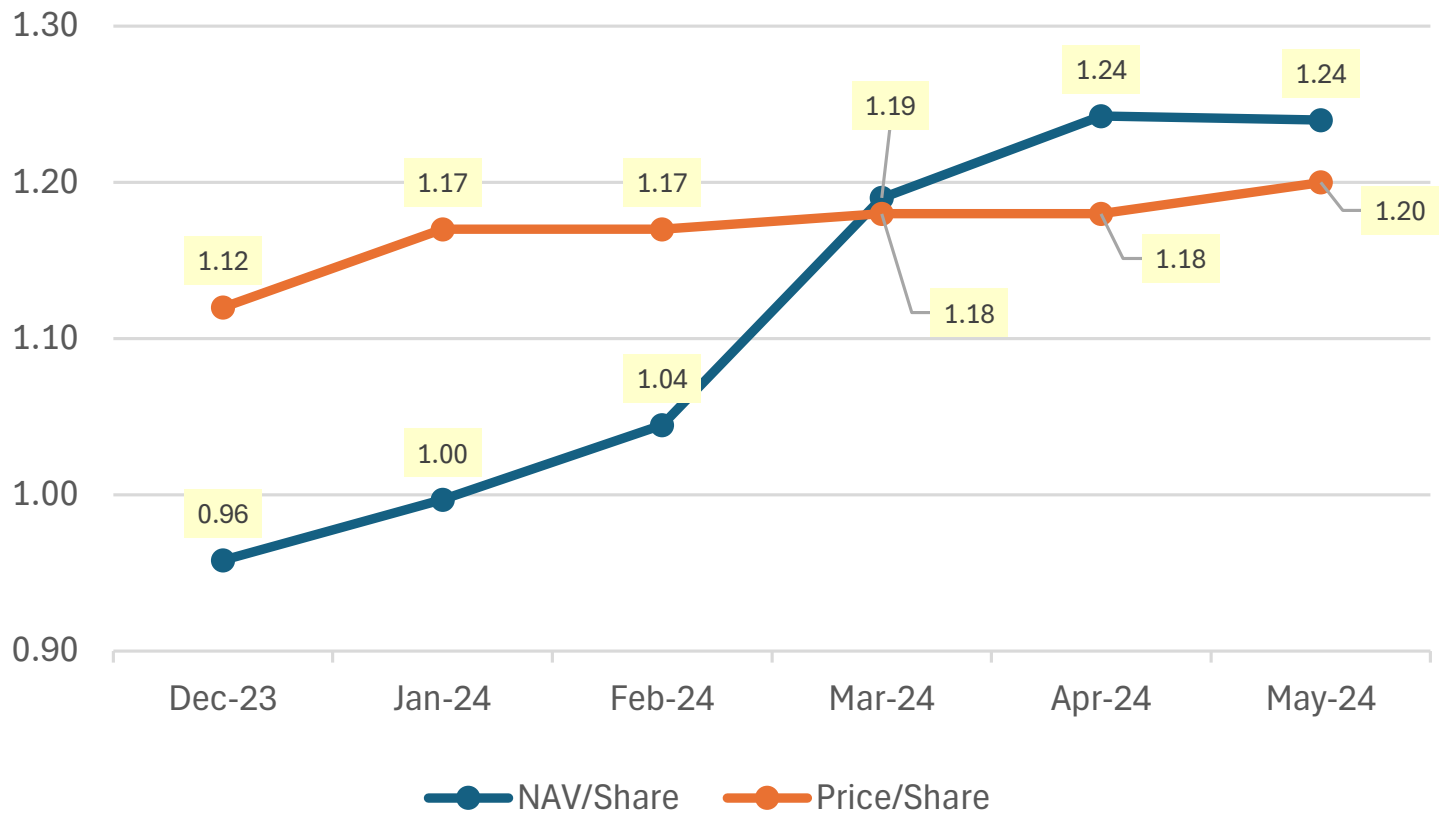
- 3 properties acquired on a “going-concern” basis
 - **Naibati House**, situated at 9 Goodenough Street, Suva
 - **Korobasaqa House**, situated at 3 Gorrie Street, Suva
 - **Gunu House**, situated at 25 Gladstone Road, Suva
- Purchase price of \$12.55m paid in \$4.4m cash and 7.3m KGF shares valued at \$8.15m (\$1.12 per share)
- Properties valued at \$13.3m by Lomara in 2023
- Equity issued to 6 parties associated with Kelton Investments

Update

- Sale & Purchase Agreement signed on 22 November, 2023
- Completion achieved on 14 June, 2024
- 4 x director nominations to be tabled at today's AGM
- Transaction will be transformative for KGF
 - Critical mass
 - Diversification
 - Profitability
 - Additional resourcing at board and management levels

Looking Ahead

NAV and Share Price Since Year-End



Focus for 2024 and Beyond

- Wrap-up post-completion for Kelton deal
- Achieve full operational status for IQL
- Continue to work closely with other investee companies to generate growth
 - Future reversal of past impairments
 - Cash repayments on DSF loan
- Identify other outstanding investment opportunities

Thank You