

1. INTRODUCTION

The Board of Directors of Super ("**Board**") wishes to announce that the Company has on 8th January 2015 provided a Corporate Guarantee up to USD600,000 (equivalent to RM2,140,800) only in favour of United Overseas Bank (China) Limited, Guangzhou Branch ("**the Bank**") as security for a banking credit line of up to RMB2,800,000.00 and derivative line of up to USD500,000.00 (hereinafter collectively known as the "**Banking Facilities**") to Guangzhou Super Serigraph Electronics Co. Ltd. ("**GSSE**"), a wholly-owned subsidiary of S.E. Printing (M) Sdn Bhd ("**SEP**"), which in turn is a 60% owned subsidiary of the Company.

2. INFORMATION ON SUPER, SEP and GSSE

2.1 Information on Super

Super was incorporated on 15 May 1992 and is listed on the Main Market of Bursa Malaysia Securities Berhad ("**Bursa Securities**"). The authorised share capital is RM100 million divided into 100 million Ordinary Shares of RM1.00 each and the issued and paid-up share capital is RM41,811,000.00 million divided into 41.811 million Ordinary Shares of RM1.00 each (including 131,700 Ordinary Shares of RM1.00 each retained as treasury shares). Super's principal activities are investment holding and provision of management services to its subsidiaries.

The major shareholders of Super are Goh Jui Leang, Goh Juai Hian and Goh Joi Sang.

The Directors of Super are Dato' Mohd Ibrahim Bin Mohd Nor, Datuk Haji Zubir Bin Haji Ali, Goh Jui Leang, Goh Jooi Chong ("**GJC**"), Goh Joi Sang, Liung Cheong Poh and Soh Chee Beng.

2.2 Information on SEP

SEP is a 60% owned subsidiary of Super and was incorporated on 18 March 1995. The authorised share capital is RM2 million divided into 2 million Ordinary Shares of RM1.00 each and the issued and paid-up share capital is RM1.7 million divided into 1.7 million Ordinary Shares of RM1.00 each. SEP is principally engaged in the manufacturing and marketing of name plates and light plates.

The shareholders and their shareholdings in SEP are as follows:

- i) Super (60% shareholding)
- ii) GJC (20% shareholding)
- iii) Goh Yong Wee ("**GYW**") (10% shareholding)
- iv) Yong Chen Voon (10% shareholding)

The Directors of SEP are Goh Jui Leang, Goh Joi Sang and GJC.

2.3 Information on GSSE

GSSE is a wholly-owned subsidiary of SEP and was incorporated on 10 October 2007. The total investment amount (authorised share capital) of GSSE is USD 4,100,000.00 and the registered capital (paid-up share capital) is USD3,100,000.00. GSSE is principally engaged in the production of printed, formed and trimmed insert for plastic injection moulding/assembly operations focusing on In-Mould Labelling/ In-Mould Decorating ("**IML/IMD**").

The Directors of GSSE are Goh Joi Sang and Goh Jooi Chong and Yong Chen Voon.

3. RATIONALE, BENEFIT AND PROSPECT OF THE CORPORATE GUARANTEE

The Corporate Guarantee given by the Company would ensure the continuity of Banking Facilities granted by the Bank to GSSE. The purpose of the Banking Facilities is to facilitate the day-to-day operations of GSSE, which would contribute to the consolidated group results.

4. RISK FACTORS

Barring any unforeseen circumstances, the Corporate Guarantee will not materially change the risk profile of Super Group as the Corporate Guarantee is not expected to materially affect the future earnings of Super and its subsidiaries ("**Super Group**").

5. EFFECTS OF THE CORPORATE GUARANTEE

5.1 Share capital

The Corporate Guarantee will not have any effect on the issued and paid-up share capital of the Company.

5.2 Substantial shareholders' shareholdings

The Corporate Guarantee will not have any effect on the substantial shareholders' shareholdings in the Company.

5.3 Earnings per share ("EPS")

The Corporate Guarantee will not have any material impact on the EPS of Super Group for the financial year ending 31 March 2015.

5.4 Net assets ("NA") per share and gearing

The Corporate Guarantee will not have any material effect on the NA per Share and gearing of the Company.

6. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/ OR PERSONS CONNECTED TO THEM

Save as disclosed below, none of the Directors, major shareholders and/ or persons connected to them have any interest, whether direct or indirect, in the Corporate Guarantee:

- GJC is a Director and Shareholder of Super. He is also a Director of SEP and GSSE, and a major shareholder of SEP;
- GYW is a major shareholder of SEP. He is also the son of Goh Juai Hian, a major shareholder of Super; and
- Goh Jui Leang, Goh Juai Hian and Goh Joi Sang are brothers of GJC.

7. AUDIT COMMITTEE'S STATEMENT

The Audit Committee of Super, having reviewed and considered the rationale for the Corporate Guarantee, is of the view that the Corporate Guarantee is in the best interest of Super Group, fair, reasonable and on normal commercial terms and not detrimental to the interest of the minority shareholders of Super.

SUPER ENTERPRISE HOLDINGS BERHAD ("SUPER" OR THE "COMPANY")
- PROVISION OF FINANCIAL ASSISTANCE

The Audit Committee did not seek an independent advice in forming its view in respect of the Corporate Guarantee.

8. DIRECTORS' STATEMENT

The Board of Directors (save for GJC, Goh Jui Leang and Goh Joi Sang) of Super, having reviewed the terms of the Corporate Guarantee and taken into consideration of all aspects of the Corporate Guarantee, is of the opinion that the Corporate Guarantee is in the best interest of Super Group, fair, reasonable and on normal commercial terms and not detrimental to the interest of the minority shareholders of Super.

9. HIGHEST PERCENTAGE RATIO

The highest percentage ratio applicable to the Corporate Guarantee pursuant to Paragraph 10.02(g) of the Main Market Listing Requirements ("MMLR") of Bursa Securities is 2.03% based on the latest audited financial statements of the Company as at 31 March 2014.

10. TOTAL AMOUNT TRANSACTED WITH THE SAME RELATED PARTY FOR THE PRECEDING 12 MONTHS

There is no transaction with the same Related Party, i.e. GJC and GYW, for the preceding 12 months.

There was no Recurrent Related Party Transaction.

11. APPROVALS REQUIRED

The Corporate Guarantee is neither subject to the approval of shareholders nor any relevant government authority in Malaysia.

This announcement is dated 8 January 2015.