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PROSPECTUS

SENHENG

SENHENG NEW RETAIL BERHAD

Registration No. 202101019079 (1419379-T)

(Incorporated in Malaysia under the Companies Act, 2016)

INITIAL PUBLIC OFFERING (“IPO”) OF 389,500,000 ORDINARY SHARES IN SENHENG NEW RETAIL BERHAD (“SENHENG”) (“SHARES”) (“IPO SHARES”) IN CONJUNCTION WITH THE LISTING OF SENHENG ON THE MAIN MARKET OF BURSA MALAYSIA SECURITIES BERHAD COMPRISING:-

(A) PUBLIC ISSUE OF 250,000,000 NEW SHARES (“ISSUE SHARES”) COMPRISING:-

- (I) 30,000,000 ISSUE SHARES AVAILABLE FOR APPLICATION BY THE MALAYSIAN PUBLIC;**
- (II) 22,500,000 ISSUE SHARES AVAILABLE FOR APPLICATION BY THE ELIGIBLE DIRECTORS AND EMPLOYEES OF SENHENG AND ITS SUBSIDIARIES (“GROUP”) AS WELL AS OTHER PERSONS WHO HAVE CONTRIBUTED TO THE SUCCESS OF THE GROUP;**
- (III) 48,000,000 ISSUE SHARES BY WAY OF PRIVATE PLACEMENT TO BUMIPUTERA INVESTORS APPROVED BY THE MINISTRY OF INTERNATIONAL TRADE AND INDUSTRY OF MALAYSIA (“MITI”); AND**
- (IV) 149,500,000 ISSUE SHARES BY WAY OF PRIVATE PLACEMENT TO INSTITUTIONAL AND SELECTED INVESTORS; AND**

(B) OFFER FOR SALE OF 139,500,000 EXISTING SHARES BY WAY OF PRIVATE PLACEMENT TO BUMIPUTERA INVESTORS APPROVED BY MITI,

SUBJECT TO THE CLAWBACK AND REALLOCATION PROVISIONS AS SET OUT IN THE PROSPECTUS, AT AN IPO PRICE OF RM[.] PER IPO SHARE PAYABLE IN FULL ON APPLICATION.

Principal Adviser, Underwriter and Placement Agent



MERCURY SECURITIES SDN BHD

Registration No. 1984010006172 (113193-W)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

INVESTORS ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THIS PROSPECTUS. IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER.

FOR INFORMATION CONCERNING RISK FACTORS WHICH SHOULD BE CONSIDERED BY PROSPECTIVE INVESTORS, SEE “RISK FACTORS” COMMENCING ON PAGE 31.

NO SECURITIES WILL BE ALLOTTED OR ISSUED BASED ON THIS PROSPECTUS AFTER 6 MONTHS FROM THE DATE OF THIS PROSPECTUS.

THE SECURITIES COMMISSION MALAYSIA (“SC”) HAS APPROVED THE ISSUE, OFFER OR INVITATION FOR THE OFFERING UNDER SECTION 214(1) OF THE CAPITAL MARKETS AND SERVICES ACT 2007 (“CMSA”). THIS PROSPECTUS [HAS BEEN REGISTERED BY THE SC]. THE APPROVAL AND REGISTRATION OF THIS PROSPECTUS, SHOULD NOT BE TAKEN TO INDICATE THAT THE SC RECOMMENDS OUR IPO OR ASSUMES RESPONSIBILITY FOR THE CORRECTNESS OF ANY STATEMENT MADE, OPINION EXPRESSED OR REPORT CONTAINED IN THIS PROSPECTUS. THE SC HAS NOT, IN ANY WAY, CONSIDERED THE MERITS OF THE SHARES BEING OFFERED FOR INVESTMENT.

THE SC IS NOT LIABLE FOR ANY NON-DISCLOSURE ON THE PART OF THE COMPANY AND TAKES NO RESPONSIBILITY FOR THE CONTENTS OF THIS PROSPECTUS, MAKES NO REPRESENTATION AS TO ITS ACCURACY OR COMPLETENESS, AND EXPRESSLY DISCLAIMS ANY LIABILITY FOR ANY LOSS YOU MAY SUFFER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS PROSPECTUS.

THIS PROSPECTUS IS DATED [.]

All defined terms used in this Prospectus are defined under "Presentation of Information", "Definitions" and "Glossary of Technical Terms" commencing on pages ix, xi and xvii respectively.

RESPONSIBILITY STATEMENTS

Our Directors, Promoters and Offerors have seen and approved this Prospectus. They collectively and individually accept full responsibility for the accuracy of the information contained in this Prospectus. Having made all reasonable enquiries, and to the best of their knowledge and belief, they confirm that there is no false or misleading statement or other facts which if omitted, would make any statement in this Prospectus false or misleading.

Mercury Securities Sdn Bhd, being our Principal Adviser, acknowledges that, based on all available information, and to the best of its knowledge and belief, this Prospectus constitutes a full and true disclosure of all material facts concerning our IPO.

STATEMENTS OF DISCLAIMER

[Our Company has obtained the approval of Bursa Securities for our Listing. Our admission to the Official List of Bursa Securities is not to be taken as an indication of the merits of our IPO, our Company or our Shares.]

[This Prospectus, together with the Application Forms, has also been lodged with the Registrar of Companies Malaysia, who takes no responsibility for its contents.]

OTHER STATEMENTS

You should note that you may seek recourse under Sections 248, 249 and 357 of the CMSA for breaches of securities laws including any statement in this Prospectus that is false, misleading, or from which there is a material omission; or for any misleading or deceptive act in relation to this Prospectus or the conduct of any other person in relation to our Company.

Shares are offered to the public on the premise of full and accurate disclosure of all material information concerning our IPO, for which any person set out in Section 236 of the CMSA, is responsible.

This Prospectus is prepared and published solely for our IPO. Our Shares being offered in our IPO are offered solely on the basis of the information contained and representations made in this Prospectus. Our Company, Directors, Promoters, Offerors, Principal Adviser, Underwriter and Placement Agent have not authorised anyone to provide any information or to make any representation not contained in this Prospectus. Any information or representation not contained in this Prospectus must not be relied upon as having been authorised by our Company, Directors, Promoters, Offerors, Principal Adviser, Underwriter and Placement Agent, any of their respective directors, or any other persons involved in our IPO.

The Prospectus has been prepared in the context of our IPO under to the laws of Malaysia. This Prospectus has not been and will not be made to comply with the laws of any jurisdiction other than Malaysia, and has not been and will not be lodged, registered or approved pursuant to or under any applicable securities or equivalent legislation or by any regulatory authority or other relevant body of any jurisdiction other than Malaysia.

Our Company, Directors, Promoters, Offerors, Principal Adviser, Underwriter and Placement Agent named in this Prospectus have not authorised anyone and take no responsibility for the distribution of this Prospectus (in preliminary or final form) outside Malaysia. Accordingly, this Prospectus may not be used for the purpose of and does not constitute an offer for subscription or purchase or invitation to subscribe for or purchase, any of our IPO Shares in any jurisdiction or in any circumstances in which such an offer is not authorised or is unlawful or to any person to whom it is unlawful to make such offer or invitation. The distribution of this Prospectus and the sale of our IPO Shares in certain jurisdictions may be restricted by law. Persons who may be in possession of this Prospectus are required to inform themselves and to observe such restrictions.

We will not, prior to acting on any acceptance in respect of our IPO, make or be bound to make any enquiry as to whether you have a registered address in Malaysia. We will not accept any liability whether or not any enquiry or investigation is made in connection to it.

It shall be your sole responsibility to ensure that your application for our IPO would be in compliance with the terms of our IPO and would not be in contravention of any laws of countries or jurisdictions other than Malaysia to which you may be subject to. We will further assume that you had accepted our IPO in Malaysia and will at all applicable times be subject only to the laws of Malaysia in connection therewith.

However, we reserve the right, in our absolute discretion, to treat any acceptance as invalid if we believe that such acceptance may violate any law or applicable legal or regulatory requirements.

It shall be your sole responsibility to consult your legal and/or other professional advisers on the laws to which our IPO or you are or might be subjected to. Neither we nor the Directors, Promoters, Offerors, Principal Adviser, Underwriter and Placement Agent nor any other advisers in relation to our IPO will accept any responsibility or liability if any application made by you shall become illegal, unenforceable or void in any country or jurisdiction.

ELECTRONIC PROSPECTUS / INTERNET SHARE APPLICATION

This Prospectus can be viewed or downloaded from Bursa Securities' website at www.bursamalaysia.com. The contents of the Electronic Prospectus and the copy of this Prospectus registered with the SC are the same.

The internet is not a fully secure medium. Your Internet Share Application (as defined herein) may be subject to risks in data transmission, computer security threats such as viruses, hackers and crackers, faults with computer software and other events beyond the control of the Internet Participating Financial Institutions (as defined herein). These risks cannot be borne by the Internet Participating Financial Institutions.

If you are in doubt of the validity or integrity of an Electronic Prospectus, you should immediately request from us or the Issuing House (as defined herein), a paper / printed copy of this Prospectus. If there is any discrepancy between the contents of the Electronic Prospectus and the contents of the paper / printed copy of this Prospectus for any reason whatsoever, the contents of the paper / printed copy of this Prospectus which are identical to the copy of the Prospectus registered with the SC, shall prevail.

In relation to any reference in this Prospectus to third party internet sites (referred to as "**Third Party Internet Sites**"), whether by way of hyperlinks or by way of description of the Third Party Internet Sites, you acknowledge and agree that:-

- (i) we do not endorse and are not affiliated in any way with the Third Party Internet Sites. Accordingly, we are not responsible for the availability of, or the content or any data, information, file or other material provided on, the Third Party Internet Sites. You shall bear all risks associated with the access to or use of the Third Party Internet Sites;
- (ii) we are not responsible for the quality of products or services in the Third Party Internet Sites, particularly in fulfilling any of the terms of any agreement with the Third Party Internet Sites. We are also not responsible for any loss or damage or cost that you may suffer or incur in connection with or as a result of dealing with the Third Party Internet Sites or the use of or reliance on any data, information, files or other material provided by such parties; and
- (iii) any data, information, file or other material is downloaded from the Third Party Internet Sites is done at your own discretion and risk. We are not responsible, liable or under obligation for any damage to your computer system or loss of data resulting from the downloading of any such data, information, files or other material.

Where an Electronic Prospectus is hosted on the website of the Internet Participating Financial Institution, you are advised that:-

- (i) the Internet Participating Financial Institution is only liable in respect of the integrity of the contents of the Electronic Prospectus, to the extent of the contents of the Electronic Prospectus on the web server of the Internet Participating Financial Institution which may be viewed via your web browser or other relevant software. The Internet Participating Financial Institution is not responsible for the integrity of the contents of the Electronic Prospectus, which has been downloaded or obtained from the web server of the Internet Participating Financial Institution and subsequently communicated or disseminated in any manner to you or other parties;
- (ii) while all reasonable measures have been taken to ensure the accuracy and reliability of the information provided in the Electronic prospectus, the accuracy and reliability of the Electronic Prospectus cannot be guaranteed because the internet is not a fully secure medium; and
- (iii) the Internet Participating Financial Institution is not liable (whether in tort or contract or otherwise) for any loss, damage or costs, you or any other person may suffer or incur due to, as a consequence of or in connection with any inaccuracy, change, alteration, deletion or omission in respect of the information provided in the Electronic Prospectus which may arise in connection with or as a result of any fault with web browsers or other relevant software, any fault on your or any third party's personal computer, operating system or other software, viruses or other security threats, unauthorised access to information or systems in relation to the website of the Internet Participating Financial Institution, and/or problems occurring during data transmission which may result in inaccurate or incomplete copies of information being downloaded or displayed on your personal computer.

INDICATIVE TIMETABLE

An indicative timetable for our IPO is set out below:-

Events	Date
Issuance of this Prospectus / Opening date of our IPO	10.00 a.m., [●]
Closing date of our IPO	5.00 p.m., [●]
Balloting of applications for our IPO Shares	[●]
Allotment of our IPO Shares to successful applicants	[●]
Listing	[●]

In the event there are any changes to the timetable, we will advertise the notice of the changes in a widely circulated English and Bahasa Malaysia daily newspapers within Malaysia.

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PRESENTATION OF INFORMATION

All references to “our Company” or “the Company” and “Senheng” in this Prospectus mean Senheng New Retail Berhad, while references to “our Group” or “the Group” or “Senheng Group” mean our Company and our subsidiaries. References to “we”, “us”, “our” and “ourselves” mean our Company, and where the context requires, our Group or any member of our Group. Unless the context otherwise requires, references to “Management” are to our Directors and Key Senior Management as at the date of this Prospectus, and statements as to our beliefs, expectations, estimates and opinions are those of our Management.

All references to the “Government” are to the Government of Malaysia; and references to “RM” and “sen” are to the lawful currency of Malaysia. The word “approximately” used in this Prospectus indicates that a number is not exact. Certain numbers presented in this Prospectus have subjected to rounding adjustments. As a result, any discrepancies in the tables or charts included in this Prospectus between the amounts listed and totals are due to rounding adjustments. Other abbreviations used here are defined in the “Definitions” and “Glossary of Technical Terms” sections of this Prospectus. Words denoting the singular will, where applicable, include the plural and *vice versa* and words denoting the masculine gender will, where applicable, include the feminine gender and/or neuter genders and *vice versa*. Reference to persons will, where applicable, include companies and corporations.

Any reference to provisions of the statutes, rules, regulations, enactments or rules of stock exchange shall (where the context admits), be construed as a reference to provisions of such statutes, rules, regulations, enactments or rules of stock exchange (as the case may be) as modified by any written law or (if applicable) amendments or re-enactments to the statutes, rules, regulations, enactments or rules of stock exchange for the time being in force.

Any reference to a time or date shall be a reference to a time or date in Malaysia, unless otherwise stated.

All references to the “LPD” in this Prospectus are to 31 May 2021, being latest practicable date prior to the registration of this Prospectus with the SC.

This Prospectus includes statistical data provided by various third parties and us and cites third party projections regarding growth and performance of the market and industry in which we operate and our estimated market share. This data is taken or derived from information published by industry sources and from our internal data. In each such case, the source is acknowledged in this Prospectus, provided that where no source is acknowledged, it can be assumed that the information originates from us. In addition, certain information in this Prospectus is extracted or derived from the IMR Report prepared by Smith Zander International Sdn Bhd, an Independent Market Researcher, whom we have appointed to provide an independent market and industry review for inclusion in this Prospectus.

We believe that the statistical data and projections cited in this Prospectus are useful in helping you understand the major trends in the market and industry in which we operate. Third party projections cited in this Prospectus are subject to significant uncertainties that could cause actual data to differ materially from the projected figures. No assurances are or can be given that the estimated figures will be achieved, and you should not place undue reliance on the third party projections cited in this Prospectus.

The information on our website or any website, directly or indirectly, linked to our website does not form part of this Prospectus and you should not rely on those information for the purposes of your decision whether or not to invest in our Shares. If there is any discrepancy between the contents of such website relating to our Company and this Prospectus, the information contained in this Prospectus shall prevail.

FORWARD-LOOKING STATEMENTS

This Prospectus includes forward-looking statements. All statements other than statements of historical facts included in this Prospectus, including, without limitation, those regarding our financial position, business strategies, prospects, plans and objectives of our Company for future operations, are forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause our actual results, performance or achievements, or industry results, to be materially different from any future result, performance or achievements or industry results, expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding our present and future business strategies and the environment in which we will operate in the future. Such forward-looking statements reflect our current views with respect to future events and are not a guarantee of future performance.

Forward-looking statements can be identified by the use of forward-looking terminology such as the words “may”, “will”, “would”, “could”, “believe”, “expect”, “anticipate”, “intend”, “estimate”, “aim”, “plan”, “forecast” or similar expressions and include all statements that are not historical facts. Such forward-looking statements include, without limitation, statements relating to:-

- our business strategies and potential growth opportunities;
- our plans and objectives for future operations;
- our financial position;
- our financial earnings, cash flows and liquidity;
- the general industry environment, including the supply and demand for our products and services, trends and competitive position;
- our ability to pay dividends; and
- the regulatory environment and the effects of future regulation.

Factors that could cause actual results, performance or achievements to differ materially include, but are not limited to, those discussed in Section 5 of this Prospectus on “Risk factors” and Section 12.3.2 of this Prospectus on “Significant factors affecting our financial performance and results of operations”. We cannot give any assurance that the forward-looking statements made in this Prospectus will be realised. Such forward-looking statements are made based on information available to us as at the LPD and made only as at the LPD.

Should we become aware of any subsequent significant change or new matter arising from the date of registration of this Prospectus but before the date of allotment of our IPO Shares that will affect a matter disclosed in this Prospectus, we will issue a supplemental or replacement prospectus, as the case may be, in accordance with the provisions of Section 238(1) of the CMSA and Paragraph 1.02, Chapter 1 of Part II (Division 6) of the Prospectus Guidelines (Supplementary and Replacement Prospectus).

DEFINITIONS

The following definitions shall apply throughout this Prospectus unless the term is defined otherwise or the context requires otherwise:-

Acquisition of Senheng KL	: Acquisition by Senheng of the entire issued share capital of Senheng KL from our Offerors which was completed on [●]
Act	: Companies Act, 2016, as amended from time to time and any re-enactment thereof
ADA	: Authorised Depository Agent
Application	: Application for our IPO Shares under the Retail Offering by way of Application Form, Electronic Share Application or Internet Share Application
Application Form	: Application form accompanying this Prospectus for the Application
ATM	: Automated teller machine
Authorised Financial Institution	: Authorised financial institution participating in the Internet Share Application, with respect to payments for our IPO Shares under the Retail Offering
Board	: Board of Directors of our Company
Bumiputera	: In the context of: <ul style="list-style-type: none"> (i) Individuals, Malays and the aborigines and the natives of Sabah and Sarawak as specified in the Federal Constitution of Malaysia; (ii) Companies, a company which fulfils, among others, the following criteria or such other criteria as may be imposed by the MITI:- <ul style="list-style-type: none"> (a) registered under the Act as a private company; (b) its shareholders are 100.00% Bumiputera; and (c) its board of directors (including its staff) are at least 51.00% Bumiputera; and (iii) Cooperatives, a cooperative whose shareholders or cooperative members are at least 95.00% Bumiputera or such other criteria as may be imposed by the MITI
Bursa Depository	: Bursa Malaysia Depository Sdn Bhd
Bursa Securities	: Bursa Malaysia Securities Berhad
CAGR	: Compounded annual growth rate
CCM	: Companies Commission of Malaysia
CDS	: Central Depository System

DEFINITIONS (CONT'D)

CDS Account	: An account established by Bursa Depository by a Depositor for the recording of securities and for dealing in such securities by the Depositor
CFO/CCC	: Certificate of fitness for occupation / certificate of completion and compliance
CMSA	: Capital Markets and Services Act, 2007
Constitution	: Constitution of our Company
COS	: Cost of sales
COVID-19	: Coronavirus disease 2019, an infectious disease caused by a newly discovered strain of coronavirus. The first outbreak of this new virus and disease was reported in December 2019 and it is now a pandemic affecting many countries globally
Depositor	: A holder of a CDS Account
Director	: A member of our Board
EBITDA	: Earnings before interest, taxation, depreciation and amortisation
Electronic Prospectus	: A copy of this Prospectus that is issued, circulated or disseminated via the Internet and/or any electronic storage medium, including but not limited to CD-ROMs (compact disc read-only memory)
Electronic Share Application	: Application for our IPO Shares under the Retail Offering through a Participating Financial Institution's ATM
Eligible Persons	: Collectively, our eligible Directors, employees and persons who have contributed to the success of the Company
EPS	: Earnings per Share
Equity Guidelines	: Equity guidelines issued by the SC
FYE	: Financial year ended / ending 31 December
GDP	: Gross domestic product
Government	: Government of Malaysia
GP	: Gross profit
IMR Report	: The independent market research report dated 29 June 2021 prepared by the Independent Market Researcher, as set out in Section 8 of this Prospectus
Independent Market Researcher or Smith Zander	: Smith Zander International Sdn Bhd

DEFINITIONS (CONT'D)

Institutional Offering	: Offering of 337,000,000 IPO Shares at the IPO Price comprising:- (i) 197,500,000 Issue Shares by way of private placement to institutional and selected investors and Bumiputera investors approved by the MITI; and (ii) 139,500,000 Offer Shares by way of private placement to Bumiputera investors approved by the MITI, subject to clawback and reallocation provisions
Internet Participating Financial Institution	: Participating financial institution for Internet Share Application, which is set out in Section 15.6 of this Prospectus
Internet Share Application	: Application for our IPO Shares under the Retail Offering through an online share application service provided by the Internet Participating Financial Institution
IPO	: Initial public offering comprising the Public Issue and Offer for Sale collectively
IPO Price	: The issue price of RM[•] per IPO Share payable by you for our IPO Shares
IPO Shares	: Collectively, the Issue Shares and the Offer Shares
Issue Shares	: 250,000,000 new Shares to be made available for application pursuant to the Public Issue
Issuing House or Share Registrar	: Tricor Investor & Issuing House Services Sdn Bhd
KC Lim	: Lim Kim Chieng, our President / Executive Director, Promoter, Offeror and Substantial Shareholder
Key Senior Management	: Key senior management personnel of our Group comprising Wong Che Hoe, Mah Chin Niap, Ho Weng Hung, Teng Kean Kheng, Phang Weng Nam, Ang Keng Beng, Tai Tze Yen and Raymond Tan Chun Hong
KH Lim	: Lim Kim Heng, our Executive Chairman, Promoter, Offeror and Substantial Shareholder
KY Lim	: Lim Kim Yew, our Non-Independent Non-Executive Director, Promoter, Offeror and Substantial Shareholder
Listing	: Admission to the Official List and the listing and quotation of our entire issued share capital on the Main Market of Bursa Securities
Listing Requirements	: Main Market Listing Requirements of Bursa Securities
LPD	: [31 May 2021], being the latest practicable date prior to the registration of this Prospectus with the SC
Market Day	: A day on which Bursa Securities is open for trading in securities

DEFINITIONS (CONT'D)

MCO	: Movement control order which include but is not limited to the conditional movement control order, recovery movement control order, full movement control order issued under the Prevention and Control of Infectious Diseases Act 1988 and the Police Act 1967
Mercury Securities or Principal Adviser or Underwriter or Placement Agent	: Mercury Securities Sdn Bhd
MFRS	: Malaysian Financial Reporting Standards issued by the Malaysian Accounting Standards Board
MITI	: Ministry of International Trade and Industry of Malaysia
MOT	: Ministry of Transport Malaysia
MyIPO	: Intellectual Property Corporation of Malaysia
N/A	: Not applicable
NBV	: Net book value
Offerors	: The offerors pursuant to the Offer for Sale, namely KH Lim, KC Lim and KY Lim, details of which are set out in Section 4.3.2 of this Prospectus
Offer for Sale	: Offer for sale of the Offer Shares by the Offerors, representing approximately 9.30% of the enlarged total number of Shares to selected Bumiputera investors approved by MITI, subject to clawback and reallocation provisions
Offer Shares	: 139,500,000 existing Shares to be offered by the Offerors pursuant to the Offer for Sale
Official List	: A list specifying all securities which have been admitted for listing and which have not been removed from the Main Market of Bursa Securities
Participating Financial Institution	: Participating financial institution for Electronic Share Application
PAT	: Profit after taxation
PBT	: Profit before taxation
PE Multiple	: Price-to-earnings multiple
Period under Review	: FYE 2018, FYE 2019 and FYE 2020, collectively
Pink Form Allocations	: The allocation of 22,500,000 Issue Shares to the Eligible Persons
Prescribed Security	: Shares of a company that are prescribed by Bursa Securities to be deposited in the CDS subject to the provisions of the SICDA and the Rules of Bursa Depository
Promoters	: Collectively refers to SQ Digital, KH Lim, KC Lim and KY Lim
Prospectus	: This Prospectus dated [•] issued by our Company in respect of our IPO

DEFINITIONS (CONT'D)

Prospectus Guidelines	:	Prospectus Guidelines issued by the SC
Public or Malaysian Public	:	Citizens of Malaysia and companies, societies, co-operatives and institutions incorporated or organised under the laws of Malaysia
Public Issue	:	Public issue of 250,000,000 Issue Shares at the IPO Price by our Company
Record of Depositors	:	A record provided by Bursa Depository to our Company under the Rules of Bursa Depository
Retail Offering	:	Offering of 52,500,000 IPO Shares at the IPO Price comprising:- <ul style="list-style-type: none"> (i) 30,000,000 Issue Shares made available to the Malaysian Public, (of which at least 50% is reserved for subscription by Bumiputera public); and (ii) 22,500,000 Issue Shares made available to Eligible Persons, subject to clawback and reallocation provisions
Rules of Bursa Depository	:	The rules of Bursa Depository
SC	:	Securities Commission Malaysia
Senheng or Company	:	Senheng New Retail Berhad
Senheng Group or Group	:	Senheng and its subsidiaries
Senheng Shares or Shares	:	Ordinary shares in Senheng
Share Registrar	:	Tricor Investor & Issuing House Services Sdn Bhd
Share Split	:	Share split involving the subdivision of 166,206,171 existing Shares (after the completion of Acquisition of Senheng KL) into 1,250,000,000 Shares which was completed on [●]
SICDA	:	Securities Industry (Central Depositories) Act, 1991
SIRIM	:	SIRIM Berhad (formerly known as the Standard and Industrial Research Institute of Malaysia)
SQ Digital	:	SQ Digital Sdn Bhd, our Promoter and Substantial Shareholder
sq ft	:	Square feet
sqm	:	Square metre
SST	:	Sales and Services Tax
Subsidiaries	:	Collectively, refers to SC Alliance, Senheng Captive and Senheng KL

DEFINITIONS (CONT'D)

Substantial Shareholders : Refers to SQ Digital, KH Lim, KC Lim and KY Lim who prior to the Listing each have an interest (direct and/or indirect) in our Shares which is not less than 5% of the total number of all the voting shares of our Company

Underwriting Agreement : Underwriting agreement dated [●] entered into between our Company and the Underwriter for the underwriting of all the Issue Shares under the Retail Offering

CURRENCIES

RM and sen : Ringgit Malaysia and sen

USD : United States dollar

SUBSIDIARIES

SC Alliance : SC Alliance (M) Sdn Bhd

Senheng Captive : Senheng Captive Insurance Pte Ltd

Senheng KL : Senheng Electric (KL) Sdn Bhd

GLOSSARY OF TECHNICAL TERMS

Appointed distributors	:	Companies that are engaged by brand principals to distribute products to retailers
Audio visuals	:	Electronic devices that produce motion pictures and/or sound, usually refers to televisions, home theatre systems, audio players and audio speakers, amongst others
B2B	:	B2B refers to business-to-business, i.e. transactions between businesses or companies, rather than between a company and individual consumers
Brand principals	:	The owner of a brand. Brand principals have the right to use the brand as well as to distribute and sell products under its brand
Business intelligence	:	A process of analysing and reporting data by utilising software which aid companies to make informed business decisions
CCTV	:	Closed-circuit television
CDC	:	Central distribution centre
Consignment	:	A trading arrangement whereby the seller (i.e. consignor) agrees to place its products at the buyer's (i.e. consignee) premises to be marketed and sold to consumers. The consignee will collect payments from the consumers on behalf of the consignor when the products are sold. The consignee typically earns a commission based on an agreed percentage of the proceeds from the sale of the products at its premises
Data lake	:	Centralised storage repository that stores a pool of structured and unstructured data which can provide diverse analytics capabilities
Digital gadgets	:	Electronic devices that can perform a specific function or multiple functions (i.e. documentation, entertainment, and communication), usually refers to mobile phones, tablets, personal computers, cameras, amongst others
E-commerce	:	Electronic commerce is the buying and selling of goods over an electronic network, primarily the Internet
EDMS	:	Electronic document management system
ERP	:	Enterprise Resource Planning
Home appliances	:	Consumer durables for domestic use which serves the purpose of speeding up time-consuming housekeeping chores, thus allowing a person to be more productive
IoT	-	Internet-of-things
Last mile deliveries	:	Transportation of products from retailer to consumer
LED televisions	:	Light emitting diodes televisions
Online marketplace	:	An online platform that connects sellers and buyers for the trade of products and services

GLOSSARY OF TECHNICAL TERMS (CONT'D)

POS systems	: POS system is a sales module which allows physical stores to record information on sales transaction, payment amounts and method of payment and generate daily sales report
Q-LED televisions	: Quantum dot light emitting diodes televisions
SKU(s)	: Stock keeping unit(s), an identification of a particular product that is used in inventory management to measure the distinct types of items for sale. Each SKU is distinguished based on attributes such as brand, product category, size and colour
SOP	: Standard operating procedure
UHD televisions	: Ultra-high definition televisions
WMS	: Warehouse management system