

6. INFORMATION ON OUR GROUP

6.1 OUR COMPANY

Our Company was incorporated in Malaysia under the Act on 12 April 2023 as a private limited company under the name of Well Chip Group Sdn. Bhd. On 13 November 2023, our Company was converted into a public limited company and assumed our present name of Well Chip Group Berhad.

Our Company is an investment holding company and through our subsidiaries, we are principally involved in the provision of pawnbroking services and business of retail and trading of jewellery and gold.

6.2 SHARE CAPITAL

Our issued share capital upon completion of the Acquisition is RM171,646,607, comprising 450,000,000 Shares. The changes in our issued share capital since incorporation up to the LPD are set out below:

Date of allotment	No. of Shares allotted	Consideration	Cumulative issued share capital	No of cumulative Shares
			RM	
12 April 2023	1	Cash	1	1
[•]	⁽¹⁾ 449,999,999	Otherwise than cash	171,646,606	450,000,000

Note:

(1) The Shares allotted and issued as consideration pursuant to the Acquisition.

As at the LPD, we do not have any outstanding warrants, options, convertible securities and uncalled capital in respect of our Shares. In addition, there are no discounts, special terms or instalment payment terms applicable to the payment of the consideration for the above allotments.

Upon the completion of our IPO, our enlarged share capital will increase to RM306,646,607 comprising of 600,000,000 Shares.

6.3 PRE-IPO RESTRUCTURING

In conjunction with and to facilitate our Listing, we undertook the Pre-IPO Restructuring comprising the following:

6.3.1 Disposal of Swift Paragon

Pursuant to a share transfer and settlement agreement dated 6 June 2023, SYT Pavilion had, on 28 June 2023, completed the disposal of 2,000,000 ordinary shares in Swift Paragon, representing the entire equity interest in Swift Paragon, to VMM Holdings at a cash consideration of approximately RM2.51 million.

The disposal consideration was arrived at on a willing-buyer willing-seller basis, after taking into consideration, amongst others, the NA of Swift Paragon as at 31 December 2022 of RM2.13 million. The principal activity of Swift Paragon is money-lending.

The Disposal of Swift Paragon was undertaken to streamline the principal activities of our Group to only include pawnbroking services as well as retail and trading of jewellery and gold.

6. INFORMATION ON OUR GROUP (Cont'd)

6.3.2 Acquisition

On 9 November 2023, our Company has entered into a conditional share sale agreement with the shareholders of SYT Pavillion, Thye Shing Pawnshop, KP Well Chip and KE Well Chip to acquire the entire equity interest in each of the Target Companies at a total purchase consideration of RM171,646,606 to be wholly satisfied via the issuance of 449,999,999 new Shares at an issue price of approximately RM0.381 per Share ("**Consideration Shares**").

The Purchase Consideration was arrived at on a willing-buyer willing-seller basis, after taking into consideration the total NA of the Target Companies as at the FYE 31 December 2022 totalling to RM171,646,606 as set out below:

Companies	NA as at 31 December 2022 RM'000	Purchase Consideration RM'000	Issue price per Consideration Shares RM	Consideration Shares issued '000
SYT Pavillion	39,908	39,908	⁽¹⁾ 0.381	104,610
Thye Shing Pawnshop	34,776	34,776	⁽¹⁾ 0.381	91,180
KP Well Chip	47,373	47,373	⁽¹⁾ 0.381	124,200
KE Well Chip	49,590	49,590	⁽¹⁾ 0.381	130,010
	171,647	171,647		450,000

Note:

(1) Rounded to approximately RM0.381.

6. INFORMATION ON OUR GROUP (Cont'd)

The Consideration Shares were allotted to the Vendors and to VYN Holdings (as the entity nominated by the Vendors to be allotted and issued part of the Consideration Shares to be allotted and issued to the Vendors) in the proportions of their respective shareholdings in the Target Companies as set out below:

Shareholders of Target Companies	Shareholding in Target Companies												No. of Shares issued to the Vendors	No. of Shares issued to VYN Holdings
	SYT Pavilion		Thye Shing Pawnshop		KP Well Chip		KE Well Chip		Purchase Consideration					
	No of shares		No of shares		No of shares		No of shares							
	'000	%	'000	%	'000	%	'000	%						

6. INFORMATION ON OUR GROUP (Cont'd)

Shareholders of Target Companies	Shareholding in Target Companies								Purchase Consideration	No. of Shares issued to the Vendors		No. of Shares issued to VYN Holdings	
	SYT Pavilion		Thye Shing Pawnshop		KP Well Chip		KE Well Chip						
	No of shares		No of shares		No of shares		No of shares						
	'000	%	'000	%	'000	%	'000	%					
								RM	'000	(7)%	'000	(7)%	
Ng Yah Ching ⁽³⁾	304	2.9	369	4.4	150	2.9	1	2.9	5,545,028	3,634	0.8	10,903	2.4
Ng Kooi Eng ⁽³⁾	61	0.6	50	0.6	30	0.6	(1)-	0.6	1,008,552	661	0.2	1,983	0.4
Kok Wai See ⁽³⁾	-	-	2	(2)-	-	-	-	-	8,243	5	(2)-	16	(2)-
Subtotal	2,499	24.4	2,289	27.2	1,235	24.3	8	24.3	42,562,955	27,896	6.3	83,690	18.7
Other shareholders ⁽⁶⁾	1,758	17.1	1,200	14.2	881	17.2	5	17.2	28,432,541	18,635	4.1	55,905	12.4
Total	10,317	*100.0	8,438	*100.0	5,109	*100.0	34	*100.0	171,646,606	145,828	32.4	304,172	67.6

Notes:

* Does not add up due to rounding.

(1) Less than 1,000.

(2) Negligible.

(3) Persons connected to Ng Hooi Lang are:

(i) Poon Foo Wha, being the spouse of Ng Hooi Lang;

(ii) Ng Heah Joo, Ng Hooi Hwang, Ng Hui Chin, Ng Yah Ching and Ng Kooi Eng, being siblings of Ng Hooi Lang; and

(iii) Lee Moi Keow (spouse of Ng Heah Joo) and Kok Wai See (spouse of Ng Yah Ching), being sisters-in-law of Ng Hooi Lang.

6. INFORMATION ON OUR GROUP *(Cont'd)*

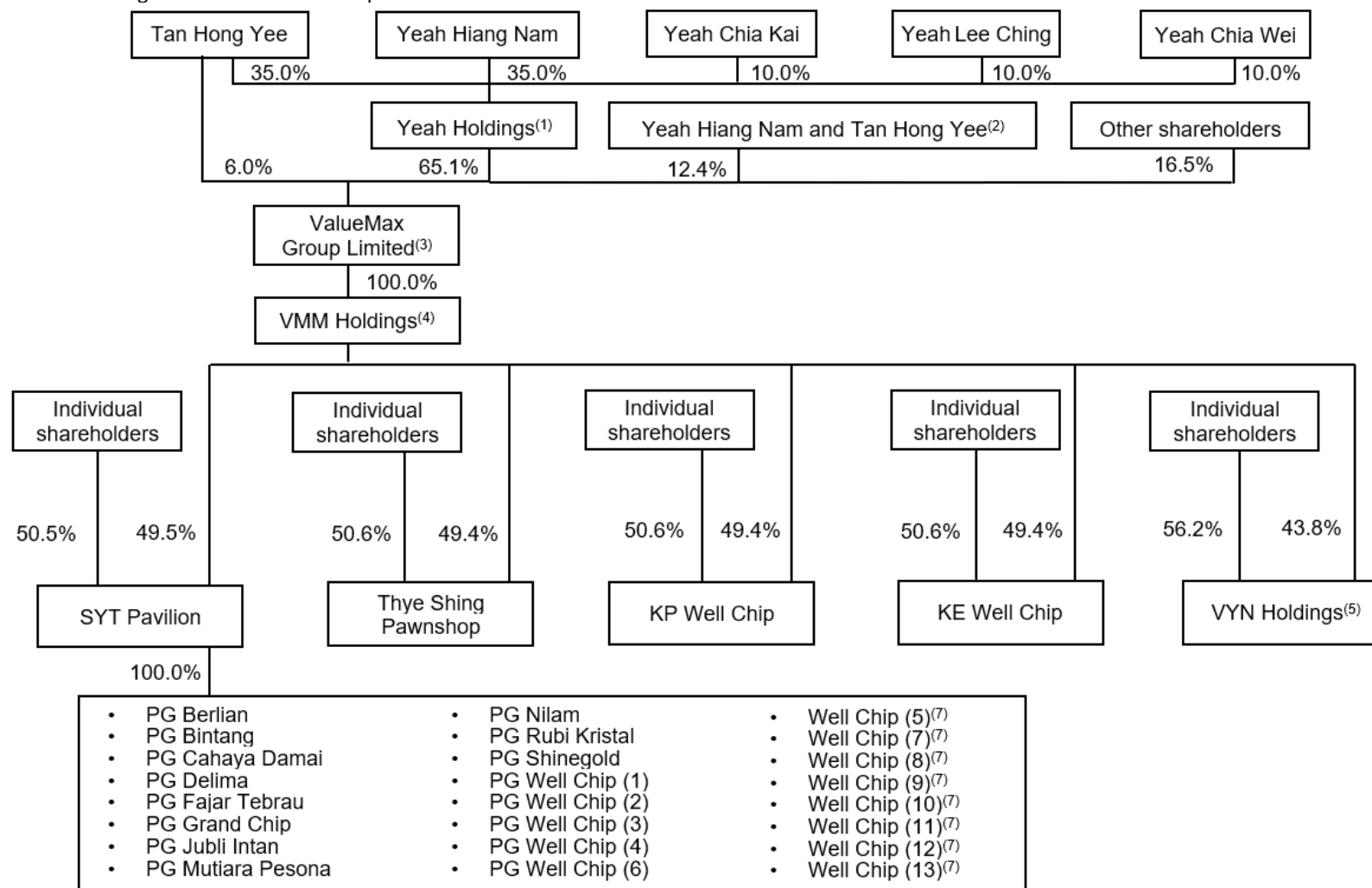
- (4) Persons connected to Tang Soo Yen are:
 - (i) Yeow Chun Huat, being the spouse of Tang Soo Yen; and
 - (ii) Yeow En Min and Yeow Shun Kang, being children of Tang Soo Yen.
- (5) Persons connected to Yeah Hiang Nam are:
 - (i) Yeo Mooi Huang, being the sister of Yeah Hiang Nam; and
 - (ii) Chua Swee Heong, being the sister-in-law of Yeah Hiang Nam.
- (6) Comprising 18 minority shareholders who are not deemed as persons connected to our Promoters, substantial shareholders and/or Directors but are extended family members of Yeah Hiang Nam.
- (7) Based on the total number of 450,000,000 Shares after the Pre-IPO Restructuring before our IPO.

The Acquisition was completed on [●]. Upon completion of the Acquisition, our issued share capital increased to RM171,646,607, comprising 450,000,000 Shares.

6. INFORMATION ON OUR GROUP (Cont'd)

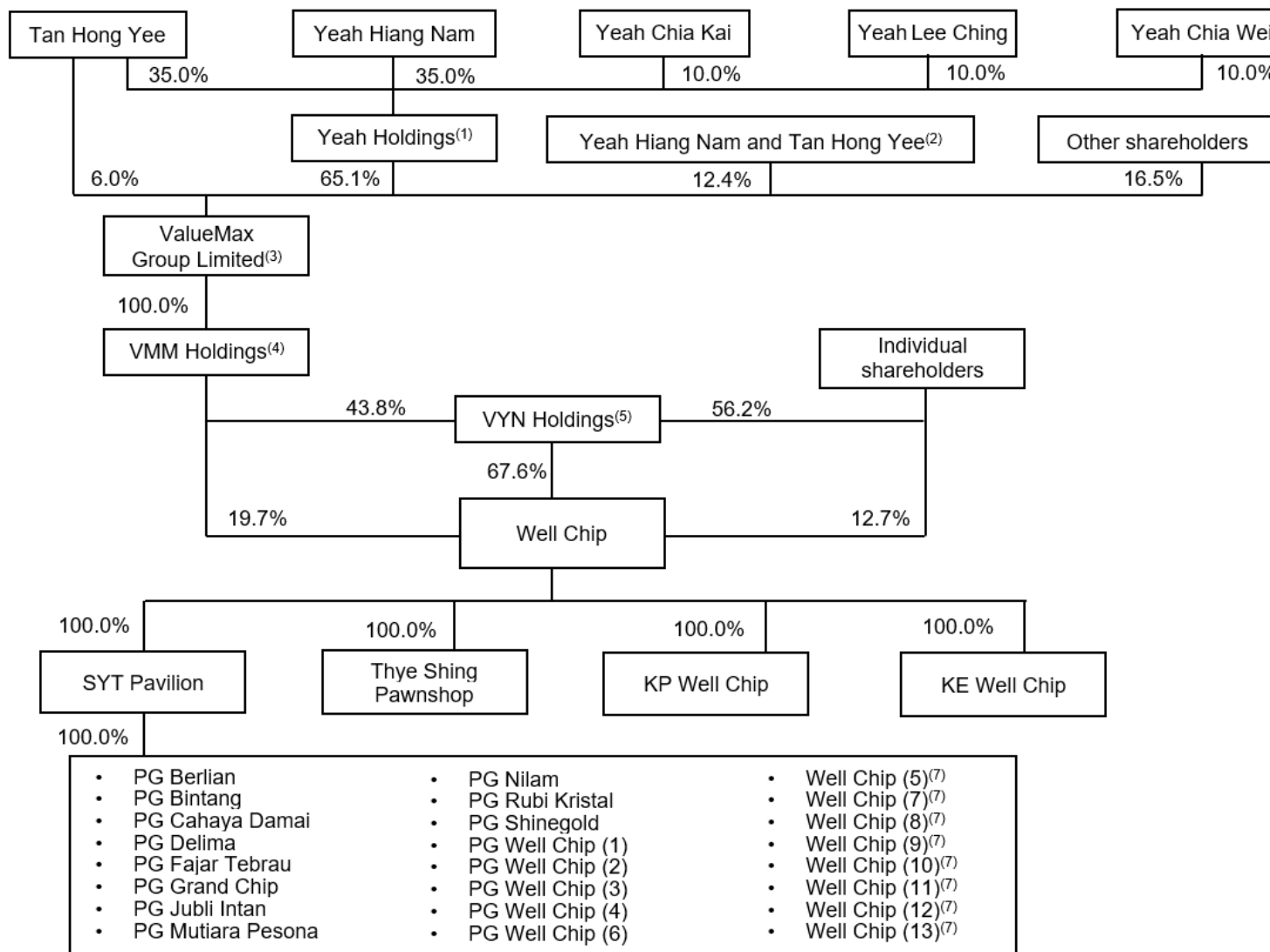
6.4 OUR GROUP STRUCTURE

The shareholding structure of the Group as at the LPD is as follows:



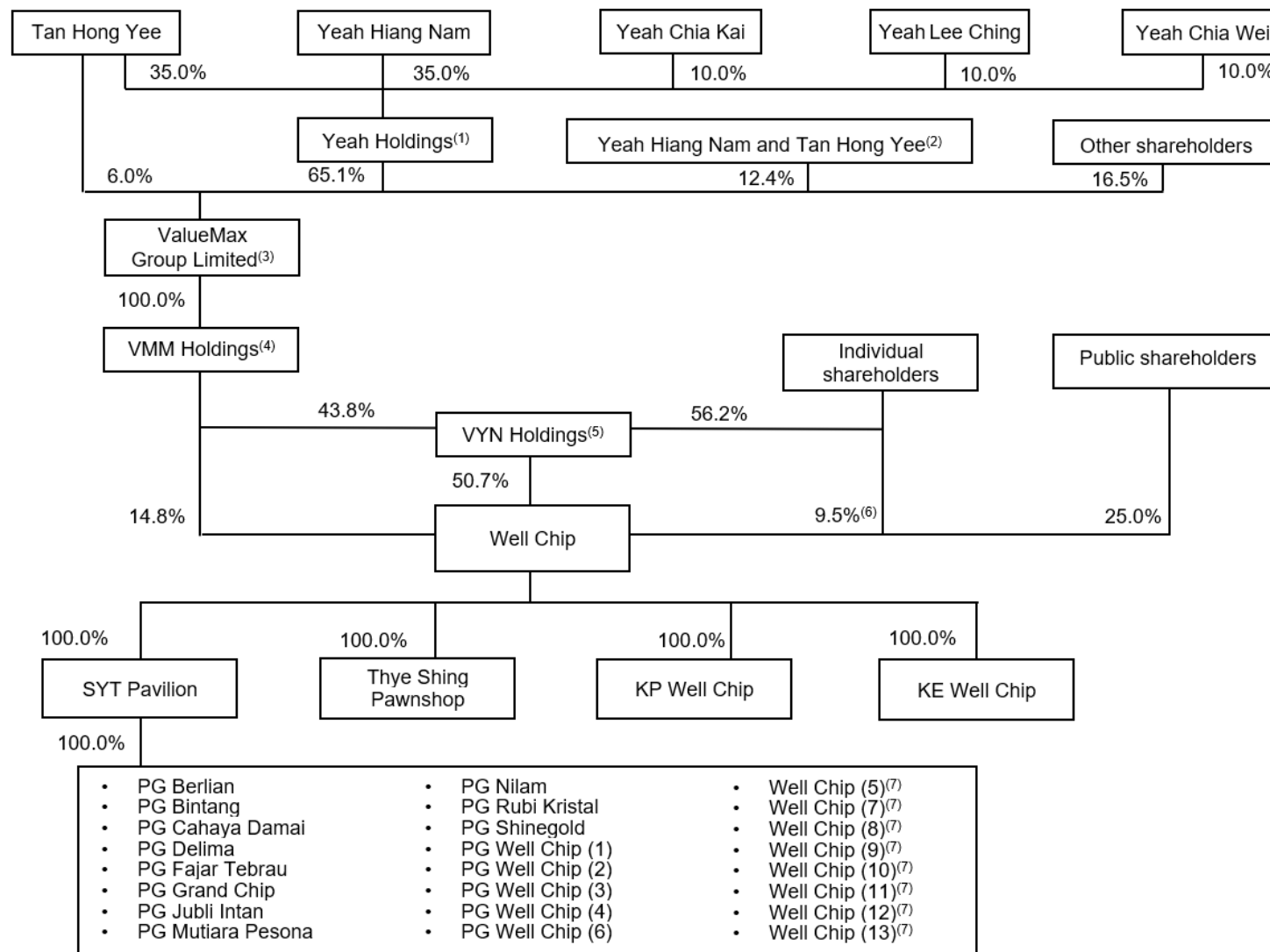
6. INFORMATION ON OUR GROUP (Cont'd)

Our Group structure following the completion of the Pre-IPO Restructuring is as follows:



6. INFORMATION ON OUR GROUP (Cont'd)

Our Group structure following the completion of our Listing will be as follows:



6. INFORMATION ON OUR GROUP (Cont'd)**Notes:**

- (1) Please refer to **Section 5.1.2(xi)** of this Prospectus for further information on Yeah Holdings.
- (2) Yeah Hiang Nam indirectly holds (i) 9.5% shareholding in ValueMax Group Limited through DBS Nominees Pte Ltd, where he is the beneficial owner; and (ii) 2.9% shareholding in ValueMax Group Limited through OCBC Securities Pte Ltd where he is the beneficial owner jointly with his spouse, Tan Hong Yee.
- (3) Please refer to **Section 5.1.2(x)** of this Prospectus for further information on ValueMax Group Limited.
- (4) Please refer to **Section 5.1.2(ix)** of this Prospectus for further information on VMM Holdings.
- (5) Please refer to **Section 5.1.2(viii)** of this Prospectus for further information on VYN Holdings.
- (6) The individual shareholders of Well Chip are as follows:

Name	Direct		Indirect		Name	Direct		Indirect	
	No. of Shares	(xvii)%	No. of Shares	(xvii)%		No. of Shares	(xvii)%	No. of Shares	(xvii)%
Yeo Mooi Huang	7,271,228	1.21	-	-	Ng Kooi Eng	661,022	0.11	-	-
Yeow Choong Kuan	5,783,913	0.96	(i) 2,950,972	0.49	Lee Moi Keow	661,022	0.11	(xiv) 661,022	0.11
Ng Hooi Lang	5,463,884	0.91	(ii) 991,534	0.17	Yeow Chuen Chai	640,294	0.11	-	-
Yeow Chun Huat	4,957,646	0.83	(iii) 5,424,066	0.90	Yeo Kiat Li	601,272	0.10	-	-
Tang Soo Yen	4,957,646	0.83	(iv) 5,424,066	0.90	Yeow Choong Meng	404,220	0.07	(xv) 472,148	0.08
Ng Yah Ching	3,634,331	0.61	(v) 5,403	*	Wong Soon Chyi	330,512	0.06	-	-
Chua Swee Heong	2,974,576	0.50	(vi) 14,666,236	2.44	Chow Xu Xiang	236,074	0.04	-	-
Ng Hui Chin	2,968,252	0.49	-	-	Lee Wan Yu	236,074	0.04	-	-
Ng Hooi Hwang	2,644,064	0.44	(vii) 330,512	0.06	Lee Zhi Xuan	236,074	0.04	-	-
Teow Moy Wha	2,635,783	0.44	-	-	Yeow Si Jie	236,074	0.04	-	-
Yeow Lee Choo	1,888,629	0.31	(viii) 472,148	0.08	Yeow Xiang Ting	236,074	0.04	-	-
Fang Kui Chin	1,817,808	0.30	(ix) 6,917,077	1.15	Yeow Zhao Feng	236,074	0.04	-	-
Yeow Lee Hong	991,534	0.17	(x) 1,463,682	0.24	Chow Ke Feng	236,074	0.04	-	-
Chow Wen Kee	991,534	0.17	(xi) 1,463,682	0.24	Yeow En Min	233,210	0.04	-	-
Poon Foo Wha	991,534	0.17	(xii) 5,463,884	0.91	Yeow Shun Kang	233,210	0.04	-	-
Yeow Jia Hao	897,090	0.15	-	-	Kok Wai See	5,403	*	(xvi) 3,634,331	0.61
Ng Heah Joo	661,022	0.11	(xiii) 661,022	0.11					
					Total	56,953,157	9.52		

6. INFORMATION ON OUR GROUP *(Cont'd)***Notes:**

- * Less than 0.01%
- (i) Deemed interested by virtue of the shareholdings of his spouse, Fang Kui Chin, and children, Yeow Jia Hao and Yeow Xiang Ting, pursuant to Section 8 of the Act.
- (ii) Deemed interested by virtue of the shareholding of her spouse, Poon Foo Wha, pursuant to Section 8 of the Act.
- (iii) Deemed interested by virtue of the shareholdings of his spouse, Tang Soo Yen, and children, Yeow En Min and Yeow Shun Kang, pursuant to Section 8 of the Act.
- (iv) Deemed interested by virtue of the shareholdings of her spouse, Yeow Chun Huat, and children, Yeow En Min and Yeow Shun Kang, pursuant to Section 8 of the Act.
- (v) Deemed interested by virtue of the shareholding of his spouse, Kok Wai See, pursuant to Section 8 of the Act.
- (vi) Deemed interested by virtue of the shareholdings of her children, Yeow Choong Kuan, Yeow Choong Meng, Yeow Chun Huat, Yeow Chuen Chai, Yeow Lee Choo and Yeow Lee Hong, pursuant to Section 8 of the Act.
- (vii) Deemed interested by virtue of the shareholding of her child, Wong Soon Chyi, pursuant to Section 8 of the Act.
- (viii) Deemed interested by virtue of the shareholdings of her children, Lee Wan Yu and Lee Zhi Xuan, pursuant to Section 8 of the Act.
- (ix) Deemed interested by virtue of the shareholdings of her spouse, Yeow Choong Kuan, and children, Yeow Jia Hao and Yeow Xiang Ting, pursuant to Section 8 of the Act.
- (x) Deemed interested by virtue of the shareholdings of her spouse, Chow Wen Kee, and children, Chow Ke Feng and Chow Xu Xiang, pursuant to Section 8 of the Act.
- (xi) Deemed interested by virtue of the shareholdings of his spouse, Yeow Lee Hong, and children, Chow Ke Feng, and Chow Xu Xiang, pursuant to Section 8 of the Act.
- (xii) Deemed interested by virtue of the shareholding his spouse, Ng Hooi Lang, pursuant to Section 8 of the Act.
- (xiii) Deemed interested by virtue of the shareholding of his spouse, Lee Moi Keow, pursuant to Section 8 of the Act.
- (xiv) Deemed interested by virtue of the shareholding of her spouse, Ng Heah Joo, pursuant to Section 8 of the Act.
- (xv) Deemed interested by virtue of the shareholdings of his children, Yeow Si Jie and Yeow Zhao Feng, pursuant to Section 8 of the Act.

6. INFORMATION ON OUR GROUP (Cont'd)

(xvi) Deemed interested by virtue of the shareholding of her spouse, Ng Yah Ching, pursuant to Section 8 of the Act.

(xvii) Based on our enlarged total number of 600,000,000 Shares after our IPO.

(7) Yet to commence business operations as at the LPD.

6.5 OUR SUBSIDIARIES

Our subsidiaries as at the LPD are as follows:

No.	Name / Registration no.	Directors ⁽¹⁾	Date / Place of incorporation	Issued share capital RM	Effective equity interest %	Principal activities
<u>Subsidiaries of our Company</u>						
1.	SYT Pavilion / 201101036288 (964422-M)	<ul style="list-style-type: none"> Ng Hooi Hwang Tang Soo Yen 	17 October 2011 / Malaysia	10,515,522	100.0	Activities of holding company
2.	Thye Shing Pawnshop / 201001005926 (890545-A)	<ul style="list-style-type: none"> Yeow Choong Kuan Ng Hooi Lang 	18 February 2010 / Malaysia	9,125,218	100.0	To carry on the business as pawnbrokers
3.	KP Well Chip / 200601004113 (723860-V)	<ul style="list-style-type: none"> Yeow Choong Kuan Ng Hooi Lang 	15 February 2006 / Malaysia	6,601,033	100.0	Pawnshops
4.	KE Well Chip / 200901029740 (872846-W)	<ul style="list-style-type: none"> Yeow Choong Kuan Ng Hooi Lang 	18 September 2009 / Malaysia	1,441,368	100.0	To carry on the business of trading and retail sale of jewellery and gold
<u>Subsidiaries of SYT Pavilion</u>						
1.	PG Berlian / 201301041812 (1071636-K)	<ul style="list-style-type: none"> Yeo Mooi Huang Ng Heah Joo 	26 November 2013 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers
2.	PG Bintang / 201101034500 (962633-V)	<ul style="list-style-type: none"> Yeow Chun Huat Fang Kui Chin 	4 October 2011 / Malaysia	8,000,000	100.0	To carry on the business as pawnbrokers
3.	PG Cahaya Damai / 201801007631 (1269645-T)	<ul style="list-style-type: none"> Ng Si Ming 	23 February 2018 / Malaysia	4,000,000	100.0	To carry on the business in pawnshops

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Name / Registration no.	Directors ⁽¹⁾	Date / Place of incorporation	Issued share capital	Effective equity interest	Principal activities
				RM	%	
4.	PG Delima / 201901020499 (1329828-X)	• Chan Xin	12 June 2019 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers
5	PG Fajar Tebrau / 201401028149 (1104235-D)	• Kau Zhe Yin	10 August 2014 / Malaysia	4,000,000	100.0	Pawnshops
6.	PG Grand Chip / 201301041813 (1071637-U)	• Ng Hui Chin • Lee Moi Keow	26 November 2013 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers
7.	PG Jubli Intan / 201801004945 (1266959-U)	• Chong Guang Ming	5 February 2018 / Malaysia	4,000,000	100.0	To carry on the business in pawnshops
8.	PG Mutiara Pesona / 201801007637 (1269651-K)	• Ng Jing Xiang	23 February 2018 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers
9.	PG Nilam / 201901020501 (1329830-T)	• Ng Si Ling	12 June 2019 / Malaysia	4,000,000	100.0	To carry on the business in pawnshops
10.	PG Rubi Kristal / 201801004950 (1266964-D)	• Wong Soon Chyi	5 February 2018 / Malaysia	4,000,000	100.0	To carry on the business in pawnshops
11.	PG Shinegold / 201301040088 (1069911-A)	• Tang Soo Yen • Ng Hooi Hwang	12 November 2013 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers
12.	PG Well Chip (1) / 202001029215 (1385535-A)	• Ng Hooi Hwang	22 September 2020 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers
13.	PG Well Chip (2) / 202001029214 (1385534-D)	• Ng Hui Chin	22 September 2020 / Malaysia	4,000,000	100.0	To carry on the business as pawnshops operator
14.	PG Well Chip (3) / 202001029223 (1385543-X)	• Wong Soon Chyi	22 September 2020 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Name / Registration no.	Directors ⁽¹⁾	Date / Place of incorporation	Issued share capital	Effective equity interest	Principal activities
				RM	%	
15.	PG Well Chip (4) / 202101034280 (1434580-X)	• Ng Jing Xiang	18 October 2021 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers
16.	PG Well Chip (6) / 202101034274 (1434574-M)	• Ng Si Ling	18 October 2021 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers
17.	Well Chip (5) / 202101034273 (1434573-P)	• Ng Si Ming	18 October 2021 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers ⁽²⁾
18.	Well Chip (7) / 202201033771 (1479468-X)	• Ng Hooi Hwang	9 September 2022 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers ⁽²⁾
19.	Well Chip (8) / 202201033769 (1479466-H)	• Ng Hui Chin	9 September 2022 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers ⁽²⁾
20.	Well Chip (9) / 202201033768 (1479465-M)	• Wong Soon Chyi	9 September 2022 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers ⁽²⁾
21.	Well Chip (10) / 202201033773 (1479470-T)	• Ng Jing Xiang	9 September 2022 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers ⁽²⁾
22.	Well Chip (11) / 202201033767 (1479464-P)	• Ng Si Ming	9 September 2022 / Malaysia	4,000,000	100.0	To carry on the business as pawnbrokers ⁽²⁾
23.	Well Chip (12) / 202301018662 (1512584-K)	• Ng Si Ling	18 May 2023 / Malaysia	100	100.0	To carry on the business as pawnbrokers ⁽²⁾
24.	Well Chip (13) / 202301018665 (1512587-D)	• Ng Hooi Hwang	18 May 2023 / Malaysia	100	100.0	To carry on the business as pawnbrokers ⁽²⁾

Notes:

- (1) It is the practice of KPKT that every new director to be appointed under each pawnbroking subsidiary will be required to submit a notification form to KPKT and provide such supporting documents as may be required by KPKT before their appointment as a director of a pawnbroking entity is effected.
- (2) Being the intended principal activities as the subsidiaries have yet to commence business operations as at the LPD.

As at the LPD, our Company does not have any joint venture or associate company.

6. INFORMATION ON OUR GROUP (Cont'd)**6.6 INFORMATION ON OUR MATERIAL SUBSIDIARIES****6.6.1 SYT Pavilion****(i) Background and history**

SYT Pavilion was incorporated in Malaysia under the Companies Act 1965 as a private limited company on 17 October 2011 and is deemed registered under the Act under the name of SYT Pavilion Sdn. Bhd.

(ii) Principal place of business

The principal place of business of SYT Pavilion is at No. 23-02, Jalan Harmonium 35/3, Taman Desa Tebrau, 81100 Johor Bahru, Johor.

(iii) Principal activities and products/services

SYT Pavilion is principally an investment holding company.

(iv) Share capital

As at the LPD, the issued share capital of SYT Pavilion is RM10,515,522 comprising 10,317,458 shares. There is no change in the issued share capital of SYT Pavilion for the Period Under Review and up to the LPD.

(v) Shareholder and director

After the completion of the Acquisition, SYT Pavilion is our wholly-owned subsidiary and its directors are Ng Hooi Hwang and Tang Soo Yen.

(vi) Subsidiary, joint venture or associate company

Save as disclosed in **Section 6.5** of this Prospectus, SYT Pavilion does not hold any other company outside of the Group as at the LPD.

6.6.2 Thye Shing Pawnshop**(i) Background and history**

Thye Shing Pawnshop was incorporated in Malaysia under the Companies Act 1965 as a private limited company on 18 February 2010 and is deemed registered under the Act under the name of Thye Shing Pawnshop Sdn. Bhd. Thye Shing Pawnshop commenced its operations on 2 August 2010.

(ii) Principal place of business

Thye Shing Pawnshop carries out its business at the following addresses:

- No. 151-152, Jalan Rahmat, 83000 Batu Pahat, Johor; and
- No. 3, Jalan Medan Nusa Perintis 6, Taman Nusa Perintis 2, 79200 Iskandar Puteri, Johor.

6. INFORMATION ON OUR GROUP (Cont'd)**(iii) Principal activities and products/services**

Thye Shing Pawnshop is principally involved in the provision of pawnbroking services.

(iv) Share capital

As at the LPD, the issued share capital of Thye Shing Pawnshop is RM9,125,218 comprising 8,437,828 shares. There is no change in the issued share capital of Thye Shing Pawnshop for the Period Under Review and up to the LPD.

(v) Shareholder and director

After the completion of the Acquisition, Thye Shing Pawnshop is our wholly-owned subsidiary and its directors are Yeow Choong Kuan and Ng Hooi Lang.

(vi) Subsidiary, joint venture or associate company

Thye Shing Pawnshop does not have any subsidiary, joint venture or associate company as at the LPD.

6.6.3 KE Well Chip**(i) Background and history**

KE Well Chip was incorporated in Malaysia under the Companies Act 1965 as a private limited company on 18 September 2009 and is deemed registered under the Act under the name of Kedai Emas Well Chip Sdn. Bhd. KE Well Chip commenced its operations on 1 October 2009.

(ii) Principal place of business

KE Well Chip carries out its business at the following addresses:

- No. 9, Batu 7, Jalan Kota Tinggi, Taman Pandan, 81100 Johor Bahru, Johor;
- No. 3, Jalan Kebudayaan 8, Taman Universiti, 81300 Skudai, Johor;
- No. 5, Jalan Medan Nusa Perintis 6, Taman Nusa Perintis 2, 79200 Iskandar Puteri, Johor; and
- No. 10-P, Jalan Cenderawasih, Kampung Dato Onn Jaafar, 80350 Johor Bahru, Johor.

(iii) Principal activities and products/services

KE Well Chip is principally involved in the business of retail and trading of jewellery and gold.

(iv) Share capital

As at the LPD, the issued share capital of KE Well Chip is RM1,441,368 comprising 34,058 shares. There is no change in the issued share capital of KE Well Chip for the Period Under Review and up to the LPD.

6. INFORMATION ON OUR GROUP (Cont'd)**(v) Shareholder and director**

After the completion of the Acquisition, KE Well Chip is our wholly-owned subsidiary and its directors are Yeow Choong Kuan and Ng Hooi Lang.

(vi) Subsidiary, joint venture or associate company

KE Well Chip does not have any subsidiary, joint venture or associate company as at the LPD.

6.6.4 KP Well Chip**(i) Background and history**

KP Well Chip was incorporated in Malaysia under the Companies Act 1965 as a private limited company on 15 February 2006 and is deemed registered under the Act under the name of Well Chip (M) Sdn. Bhd. It has subsequently changed its name to Kedai Pajak Well Chip Sdn. Bhd. on 17 September 2009. KP Well Chip commenced its operations on 17 September 2007.

(ii) Principal place of business

KP Well Chip carries out its business at the following addresses:

- No. 7, Batu 7, Jalan Kota Tinggi, Taman Pandan, 81100 Johor Bahru, Johor;
- No. 12, Jalan Sagu 3, Taman Daya, 81100 Johor Bahru, Johor; and
- No. 23, Jalan Belimbing, Taman Tebrau, 81400 Senai, Johor.

(iii) Principal activities and products/services

KP Well Chip is principally involved in the provision of pawnbroking services.

(iv) Share capital

As at the LPD, the issued share capital of KP Well Chip is RM6,601,033 comprising 5,108,588 shares. There is no change in the issued share capital of KP Well Chip for the Period Under Review and up to the LPD.

(v) Shareholder and director

After the completion of the Acquisition, KP Well Chip is our wholly-owned subsidiary and its directors are Yeow Choong Kuan and Ng Hooi Lang.

(vi) Subsidiary, joint venture or associate company

KP Well Chip does not have any subsidiary, joint venture or associate company as at the LPD.

6. INFORMATION ON OUR GROUP (Cont'd)**6.6.5 PG Bintang****(i) Background and history**

PG Bintang was incorporated in Malaysia under the Companies Act 1965 as a private limited company on 4 October 2011 and is deemed registered under the name of SYT Bintang Sdn. Bhd. It has subsequently changed its name to Pajak Gadai Bintang Sdn. Bhd. on 26 June 2012. PG Bintang commenced its operations on 15 October 2012.

(ii) Principal place of business

PG Bintang carries out its business at the following addresses:

- No. 10-Q, Jalan Cenderawasih, Larkin Jaya, Larkin, 80350 Johor Bahru, Johor; and
- No. 27, Jalan Persisiran Perling, Taman Perling, 81200 Johor Bahru, Johor.

(iii) Principal activities and products/services

PG Bintang is principally involved in the provision of pawnbroking services.

(iv) Share capital

As at the LPD, the issued share capital of PG Bintang is RM8,000,000 comprising of 8,000,000 shares. There is no change in the issued share capital of PG Bintang for the Period Under Review and up to the LPD.

(v) Shareholder and director

After the completion of the Acquisition, PG Bintang is our indirect wholly-owned subsidiary through SYT Pavilion and its directors are Yeow Chun Huat and Fang Kui Chin.

(vi) Subsidiary, joint venture or associate company

PG Bintang does not have any subsidiary, joint venture or associate company as at the LPD.

6.6.6 PG Shinegold**(i) Background and history**

PG Shinegold was incorporated in Malaysia under the Companies Act 1965 as a private limited company on 12 November 2013 and is deemed registered under the Act under the name of Pajak Gadai Shinegold Sdn. Bhd.. PG Shinegold commenced its operations on 1 June 2014.

(ii) Principal place of business

The principal place of business of PG Shinegold is at No. 1, Jalan Kebudayaan 8, Taman University, 81300 Skudai, Johor.

(iii) Principal activities and products/services

PG Shinegold is principally involved in the provision of pawnbroking services.

6. INFORMATION ON OUR GROUP (Cont'd)**(iv) Share capital**

As at the LPD, the issued share capital of PG Shinegold is RM4,000,000 comprising of 4,000,000 shares. There is no change in the issued share capital of PG Shinegold for the Period Under Review and up to the LPD.

(v) Shareholder and director

After the completion of the Acquisition, PG Shinegold is our indirect wholly-owned subsidiary through SYT Pavilion and its directors are Tang Soo Yen and Ng Hooi Hwang.

(vi) Subsidiary, joint venture or associate company

PG Shinegold does not have any subsidiary, joint venture or associate company as at the LPD.

6.7 PUBLIC TAKE-OVERS

During the last financial year up to the LPD, there were no:

- (i) public take-over offers by third parties in respect of our Shares; and
- (ii) public take-over offers by our Company in respect of other companies' securities.

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