

**ANNEXURE A(II): REPORTING ACCOUNTANTS' REPORT ON THE COMBINED CASH FLOWS  
ESTIMATE FOR THE YEAR ENDING 31 DECEMBER 2023**

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*Our ref: Assurance.NRG/NK/FHH*

*11 October 2023*

The Board of Directors  
Projek Lintasan Kota Holdings Sdn. Bhd., and  
Prolintas Managers Sdn. Bhd.  
12th Floor, Menara PNB  
201-A, Jalan Tun Razak  
50400 Kuala Lumpur.

Dear Sirs,

Report on the combined cash flows estimate for the year ending 31 December 2023 in relation to the submission to Securities Commission Malaysia ("SC") for the proposed initial public offering and proposed listing of units of Prolintas Infra Business Trust ("Proposed Listing of Prolintas Infra BT") ("Proposed Submission")

We have been engaged to examine the combined cash flows estimate (the "Prospective Financial Information") of Prolintas Prime Group (the "Group" or upon establishment of the business trust known as "Prolintas Infra Business Trust") comprising Projek Lintasan Kota Sdn Bhd, Prolintas Expressway Sdn Bhd, Projek Lintasan Shah Alam Sdn Bhd, Sistem Lingkaran – Lebuhraya Kajang Sdn Bhd and Manfaat Tetap Sdn. Bhd. for the financial year ending 31 December 2023 respectively (the "Combined Cash Flows Estimate") in connection with the Proposed Submission as set out in Appendix I and the assumptions thereon as set out in Appendix II (the "Assumptions").

#### **Responsibilities of the Directors on the Prospective Financial Information**

The Prospective Financial Information has been prepared by the management of Prolintas Kota Holding Sdn. Bhd. ("PLKH") ("the Directors"), for the purpose of the Proposed Submission. The Directors are solely responsible for the preparation and presentation of the Prospective Financial Information and the assumptions on a basis consistent with the format of financial statements and accounting policies to be adopted by the Group and the requirements of the Prospectus Guidelines for Business Trust issued by the Securities Commission Malaysia (the "Prospectus Guidelines").



## Our Independence and Quality Management

We have complied with the independence and other ethical requirement of the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By-Laws") and the International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code"), which are founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

Our firm applies Malaysian Approved Standard on Quality Management 1, ISQM 1, Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

## Our responsibility

Our examination has been undertaken to enable us to form an opinion as to whether the Prospective Financial Information, for which the Directors are solely responsible, in all material respects, are properly prepared on the basis of the assumptions made by the Directors as set out on Appendices I and II, and are presented on a basis consistent with the format of financial statements and accounting policies to be adopted by the Group and the requirements of the Prospectus Guidelines.

An estimate, in this context, mean prospective financial information prepared on the basis of assumptions as to future events which management and Directors expect to take place and the actions which management and Directors expect to take as of the date the information is prepared (best-estimate assumptions). While information may be available to support the assumptions on which the estimate is based, such information is generally future oriented and therefore uncertain. Thus, actual performance is likely to be different from the estimate since anticipated events frequently do not occur as expected and the variations could be material. We do not express any opinion as to the possibility of achievement of the cash flows estimate.

We have examined the estimate in accordance with the *Malaysian Approved Standards on Assurance Engagement, ISAE 3400: The Examination of Prospective Financial Information* issued by Malaysian Institute of Accountants.



## Opinion

Based on our examination of the evidence supporting the assumptions, nothing has come to our attention which causes us to believe that these assumptions do not provide a reasonable basis for the estimate. The Prospective Financial Information has been prepared on the basis of the best-estimate assumptions made by the Directors.

Actual results are likely to be different from the estimate since anticipated events frequently do not occur as expected and the variation may be material. Further, we emphasise that the Prospective Financial Information is not intended to, and does not, provide all the information and disclosures necessary to give a fair presentation in accordance with Malaysian Financial Reporting Standards and International Financial Reporting Standards.

Attention is drawn, in particular, to the risk factors set out in Section 5 of the Prospectus which describe the principal risks associated with the Proposed Submission, to which the Prospective Financial Information is related.

For the reasons set out above, we do not express any assurance as to the possibility of achievement of the Prospective Financial Information.

## Restriction on Distribution and Use

The report is addressed to the Board of Directors of the Company in connection with the Proposed Submission and should not be used or relied upon for any other purposes. We do not assume responsibility to any other person for the content of this report.

**ANNEXURE A(II): REPORTING ACCOUNTANTS' REPORT ON THE COMBINED CASH FLOWS  
ESTIMATE FOR THE YEAR ENDING 31 DECEMBER 2023 (Cont'd)**

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Yours faithfully,

Ernst & Young PLT  
202006000003 (LLP0022760-LCA) & AF 0039  
Chartered Accountants

Kuala Lumpur, Malaysia

**ANNEXURE A(II): REPORTING ACCOUNTANTS' REPORT ON THE COMBINED CASH FLOWS  
ESTIMATE FOR THE YEAR ENDING 31 DECEMBER 2023 (Cont'd)**

**Prolintas Prime Group**

**Appendix I**

**ESTIMATE COMBINED STATEMENT OF CASH FLOWS**

		<b>Estimate Year 2023</b>
	<b>Note</b>	<b>RM' 000</b>
<b>Cash flows from operating activities:</b>		
Cash receipts from toll collection	3.1	292,409
Receipts from expressway ancillary facilities	3.2	2,305
Government compensation received	3.3	100,372
Payment to suppliers, contractors, employees, related companies and for other operating expenses	3.4	(143,930)
Payment to suppliers for lane widening and construction of interchange	3.5	(27,500)
Finance cost paid	3.6	(127,009)
Income tax paid	3.7	(14,176)
<b>Net cash generated from operating activities</b>		<b>82,471</b>
<b>Cash flows from investing activities:</b>		
Income received from other investments and deposits with licensed banks	3.8	7,982
Payment for highway development expenditure	3.9	(11,736)
Proceeds from redemption of other investments	3.10	36,985
Advances repay to immediate holding company		(46,102)
<b>Net cash used in investing activities</b>		<b>(12,871)</b>
<b>Cash flows from financing activities:</b>		
Drawdown of financing	3.11	2,325,050
Payment of borrowings/financing	3.12	(127,635)
Debt refinancing	3.12	(2,200,310)
Issuance expenses incurred	3.13	(6,750)
<b>Net cash used in financing activities</b>		<b>(9,645)</b>
<b>Net increase in cash and cash equivalents</b>		<b>59,955</b>
<b>Cash and cash equivalents at beginning of the year</b>		<b>312,882</b>
<b>Cash and cash equivalents at end of the year</b>		<b>372,837</b>

**Prolintas Prime Group**

**Appendix II**

**1. INTRODUCTION**

Projek Lintasan Kota Holdings Sdn. Bhd. ("PLKH") is planning for an initial public offering ("IPO") and proposed listing on the Main Market of Bursa Malaysia Securities Berhad ("Proposed Listing") via establishment of business trust involving certain subsidiaries of the PLKH Group (collectively, PLKH and its subsidiaries).

Prolintas Infra Business Trust ("Prolintas Infra BT") will be a business trust constituted by a trust deed under the laws of Malaysia ("Trust Deed"). The Trust Deed will come into effect after registration with the Securities Commission Malaysia ("SC"), and Prolintas Infra BT will be established on 31 December 2023 upon the execution of the Trust Deed by the Trustee-Manager, Prolintas Managers Sdn Bhd ("Prolintas Managers").

All references to "Prolintas Infra BT" include references to the Trustee-Manager, in its capacity as the trustee-manager of Prolintas Infra BT, unless the context otherwise requires. All references to "Prolintas Infra BT Group" are to Prolintas Infra BT and its subsidiaries, taken as a whole.

**Pre-IPO restructuring**

The Proposed Listing involves an acquisition of the entire equity interest in the following four concession companies ("Concession Companies") by Prolintas Managers (on behalf of Prolintas Infra BT) from PLKH ("Pre-IPO Acquisition") thereby forming the Prolintas Infra BT Group:

<b>No</b>	<b>Companies</b>	<b>Concession highways</b>
1.	Projek Lintasan Kota Sdn Bhd ("AKLEH Co")	Ampang - Kuala Lumpur Elevated Highway ("AKLEH")
2.	Prolintas Expressway Sdn Bhd ("GCE Co")	Guthrie Corridor Expressway ("GCE")
3.	Projek Lintasan Shah Alam Sdn Bhd ("LKSA Co")	Lebuhraya Kemuning - Shah Alam Highway ("LKSA")
4.	Sistem Lingkaran-Lebuhraya Kajang Sdn Bhd ("SILK Co")	Sistem Lingkaran Lebuhraya Kajang ("SILK")
5.	Manfaat Tetap Sdn Bhd ("Manfaat Tetap")*	<b>Principal activity</b> Special purpose vehicle set up to facilitate Sukuk Mudharabah for the purpose of refinancing the debt of its immediate holding company, SILK Co.

\* Entity that is held through a direct parent-subsidary relationship through SILK Co. The Sukuk Mudharabah will be redeemed as part of the Debt Financing and thereafter, Manfaat Tetap will be dormant.

Collectively, the five entities above are referred to as Prolintas Prime Group.

**Prolintas Prime Group**

**Appendix II**

**1. INTRODUCTION (CONT'D.)**

**Pre-IPO Acquisition**

As at 31 December 2022, 10% of the equity interest in LKSA Co is held by Permodalan Nasional Berhad ("PNB"). Prior to the Pre-IPO Acquisition, the 10% equity interest will be disposed to PLKH for a cash consideration of RM500,000.

After the disposal of the 10% equity interest of LKSA Co by PNB to PLKH, the proposed acquisition would be executed by Prolintas Infra BT via a conditional Sale of Business Agreement with PLKH to acquire the issued share capital of the respective Concession Companies for an aggregate purchase consideration of [•] which will be fully satisfied via the issuance of 1,100,000,000 new undivided interest in Prolintas Infra BT as provided in the Trust Deed ("Units") at an issue price of [•] per Unit in connection with the Pre-IPO Acquisition, and is conditional upon, amongst others, the approval of the proposed listing by the SC and other relevant regulatory bodies for the Proposals, if required.

**Pre-IPO Reorganisation**

Prior to the Pre-IPO Acquisition, AKLEH Co, GCE Co and LKSA Co outsource majority of the operation and maintenance ("O&M") services of their respective highways to Turnpike Synergy Sdn Bhd ("Turnpike"), a wholly-owned subsidiary of PLKH. As a way to reflect better organisational accountability, PLKH will undertake an employee reorganisation exercise ("Pre-IPO Reorganisation"). The Pre-IPO Reorganisation involves the transfer of relevant operational and technical employees performing the O&M services between Turnpike and the respective Concession Companies. Following the completion of the Pre-IPO Reorganisation, the existing O&M arrangements and agreements between AKLEH Co, GCE Co and LKSA Co and Turnpike will be mutually terminated. All O&M Services including liaison with relevant suppliers and/or sub-contractors in relation to the provision of O&M Services as and when required, will be carried out by the respective Concession Companies.

**Debt Financing**

In connection with the Proposed Listing, Prolintas Managers (on behalf of Prolintas Infra BT) intends to raise up to RM2,700 million of debt financing via the Tawarruq financing facility - Term 1 and Term 2.

Term 1: Up to RM2,400 million is to be utilised for the purposes of refinancing of the existing debts of the Concession Companies, including the repayment of any amount due to the related parties.

Term 2: Up to RM300 million is to be utilised for the capital expenditure in relation to the construction of a new interchange for GCE and lane widening for SILK.

Collectively, the pre-IPO restructuring exercises above are referred to as ("Pre-IPO Restructuring").

**Prolintas Prime Group**

Appendix II

**2. SUMMARY OF BASIS PREPARATION**

The Directors of PLKH and Prolintas Managers have prepared the combined statement of cash flows estimate for the financial year ending 31 December 2023 with the accompanying assumptions as set out in the summary of basis of preparation and the attached appendix below.

1. The combined statement of cash flows estimate has been prepared on the bases and accounting principles consistent with those adopted in the preparation of the audited combined financial statements of Prolintas Prime Group as at 31 December 2022, 31 December 2021 and 31 December 2020. The financial year end of Prolintas Infra BT Group will be 31 December.

The combined statement of cash flows estimate has been prepared on the assumptions that:

- (i) the establishment of Prolintas Infra BT Group will be completed on 31 December 2023 ("Establishment Date");
- (ii) the Pre-IPO Acquisition and Debt Financing will be completed on 31 December 2023 ("Completion Date");
- (iii) the government will confirm that the conditions precedent for the respective Supplemental Concession Agreement 2022 ("SCAs 2022") have been met and the effective date for the respective SCAs 2022 will be on 31 December 2023;
- (iv) the Pre-IPO Reorganisation will be completed on 31 December 2023; and
- (v) the Proposed Listing of Prolintas Infra BT will be completed on 1 March 2024.

The actual financials to be recorded by Prolintas Infra BT Group shall commence on the Establishment Date.

The estimate of Prolintas Infra BT Group have been prepared based on a set of assumptions made by PLKH and Prolintas Managers which include assumptions about future events and outlook that may or may not necessarily occur. In particular, the estimate of Prolintas Infra BT Group is dependent on the achievability of specific assumptions made by PLKH and Prolintas Managers as set out below. Future results may be materially affected should the actual events differ from these specific assumptions as well as changes in the economic and other circumstances. For these reasons, the actual results may vary considerably from the estimate. Accordingly, the Directors of PLKH and Prolintas Managers cannot and do not guarantee the achievability of the estimate of Prolintas Infra BT Group.



**ANNEXURE A(II): REPORTING ACCOUNTANTS' REPORT ON THE COMBINED CASH FLOWS  
ESTIMATE FOR THE YEAR ENDING 31 DECEMBER 2023 (Cont'd)**

**Prolintas Prime Group**

Appendix II

**2. SUMMARY OF BASIS PREPARATION (CONT'D.)**

2. When the Business Trust is formed, the consolidated statement of cash flows for the Estimate Year 2023 will be prepared based on the accounting principles and accounting standards to be adopted by the business trust then.

The Prospective Financial Information ("PFI") is to reflect the performance of the four (4) concession companies which may not be reflected based on consolidated statement of cash flows as the acquisition is assumed to be completed by 31 December 2023. Accordingly, the above combined PFI has not been prepared on basis and accounting principles of business trust mentioned above. Had the consolidated statement of cash flows been prepared, the amounts would be as follows:

Cash and cash equivalents at beginning of the estimate year 2023 (only SILK Co, as deemed acquirer): RM124.390 million

The cash and cash equivalents at the end of the estimate year 2023 remained the same.

**3. COMBINED STATEMENT OF CASH FLOWS ASSUMPTIONS**

The combined statement of cash flows estimate for the financial years ending 31 December 2023 has been made based on the following assumptions:

**1. CASH RECEIPTS FROM TOLL COLLECTION**

Toll collections from highways are derived from the traffic volume forecast dated 19 September 2023 by an independent traffic consultant and the gazetted toll rate which are currently same as the toll rate stipulated in the Supplemental Concession Agreement dated 12 October 2022 ("SCA 2022") for the respective highways throughout the estimate periods, net of Touch and Go Commissions ("Net Toll Collection").

- a. Toll collection is computed based on the toll rate of respective highways multiplied by the forecasted traffic volume.

The traffic volume forecast by the independent traffic consultant for the estimate year 2023 is as follows:

<b>Concession highways</b>	<b>Annual Average Daily Traffic Volume ("AADT")</b>
	<b>Estimate Year 2023</b>
AKLEH	40,145
GCE	123,537
LKSA	84,818
SILK	203,764
<b>Total</b>	<b>452,264</b>

- b. Touch and Go Commission is computed by using an agreed rate of the Toll Collection based on the existing term in the agreement with Touch and Go Sdn Bhd.

**Prolintas Prime Group**

Appendix II

**3. COMBINED STATEMENT OF CASH FLOWS ASSUMPTIONS (CONT'D.)**

**2. RECEIPTS FROM EXPRESSWAY ANCILLARY**

Receipts from expressway ancillary facilities comprises non-toll revenue from space rental for telco towers, rental income from stall operators in rest service areas, work permit (e.g., charges to carry underground work by telco operators), and rental income from billboard space. Payment is received from customers in accordance with the term prescribed under the respective rental agreement.

**3. GOVERNMENT COMPENSATION RECEIVED**

Government compensation represents revenue received from the Government for the imposition of revised toll rates lower than those as provided for in the Concession Agreements over the period the compensation relates.

The government compensation for the Estimate Year 2023 relates to the compensation receivable from the government for the period prior to 1 January 2023 pursuant to the original concession agreement. As at the date of this report, Prolintas Infra BT Group has received RM100.372 million whilst the remaining sum of RM49.298 million is estimated to be received in the next financial year upon finalisation of documentation and verification procedures.

Pursuant to the SCA 2022, if the Government impose toll rates lower than those as provided for under the SCA 2022, the Government will compensate the Concession Companies based on compensation mechanism as set out in the respective SCA 2022.

**4. PAYMENTS TO SUPPLIERS, CONTRACTORS, EMPLOYEES, RELATED COMPANIES AND FOR OTHER OPERATING EXPENSES**

The payment breakdown is set out below:

	<b>Note</b>	<b>Estimate Year 2023 RM' 000</b>
Staff costs	a	(9,987)
Road and pavement resurfacing	b	(13,927)
Repair and maintenance costs	c	(66,880)
Toll management fees	d	(19,130)
Replacement costs	e	(3,975)
Management fees	f	(5,627)
Other expenses	g	(24,404)
<b>Total</b>		<b>(143,930)</b>

**Prolintas Prime Group**

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**3. COMBINED STATEMENT OF CASH FLOWS ASSUMPTIONS (CONT'D.)**

**4. PAYMENTS TO SUPPLIERS, CONTRACTORS, EMPLOYEES, RELATED COMPANIES AND FOR OTHER OPERATING EXPENSES (CONT'D.)**

Cash paid for operating expenses includes the followings:

- a) Staff costs primarily consist of salaries and wages of permanent and contract staff, employer's contribution to defined contribution plans, social security contributions, medical costs, training, and other staff-related expenses. Staff costs is estimated to be RM9.99 million in estimate year 2023.
- b) Road and pavement resurfacing are estimated based on historical cost and agreed capital expenditure plan that was prepared by the in-house engineers based on their industry experience. The road and pavement resurfacing schedule is based on the road conditions of the respective highways that will be assessed by third party pavement specialist consultants annually. A Pavement Condition Assessment ("PCA") report is prepared to determine the areas for resurfacing.

Included in the estimated cash outflow for road resurfacing in 2023 is an amount of RM7.94 million road resurfacing incurred in 2022.

- c) Repair and maintenance costs mainly comprises the cost of the repair and maintenance work for the respective highways and toll plazas. The costs are projected based on the actual repair and maintenance costs incurred up to the LPD and trend of historical cost.

In the estimate year 2023, RM33.97 million out of the total payment relates to accruals for year 2022 and will be paid in 2023 and a one-off heavy repair fee amounting to RM7.13 million relating to the reinstatement of the respective highway's toll plaza, bridge work and highway structure.

- d) Toll management fees are costs that were previously paid by AKLEH Co, GCE Co and LKSA Co to Turnpike for operation and maintenance ("O&M") services. The fees are projected based on 10% of the toll collection revenue of the highways as per the term of the existing O&M agreement with Turnpike.

**Prolintas Prime Group**

Appendix II

**3. COMBINED STATEMENT OF CASH FLOWS ASSUMPTIONS (CONT'D.)**

**4. PAYMENTS TO SUPPLIERS, CONTRACTORS, EMPLOYEES, RELATED COMPANIES AND FOR OTHER OPERATING EXPENSES (CONT'D.)**

- e) Replacement costs are estimated based on future expenditure expected to be incurred over moveable assets based on a 5-year replacement cycle as per the concession agreements.
- f) Management fees are cost paid by AKLEH Co, GCE Co, LKSA Co and SILK Co to PLKH annually for management services prior to the Completion Date. The costs are estimated based on historical trend of actual cost.
- g) Other expenses mainly comprise of utility fees, professional fees, subscription and license fees and administration related fees. The costs are estimated by the Trustee-Manager based on the actual other expense incurred up to the LPD and historical cost incurred by the entities under Prolintas Prime Group.
- h) As per management's assumption, all accruals and payables prior to 1 January 2023 will be repaid in the Estimate Year 2023 and the expenses estimated for Estimate Year 2023, excluding staff costs, will be repaid within a 30-day credit term granted by the creditors.

**5. PAYMENT TO SUPPLIERS FOR LANE WIDENING AND CONSTRUCTION OF INTERCHANGE**

Lane widening and interchange comprises the lane widening works for Phase 2 and Phase 3 and construction of interchange. The lane widening and interchange is estimated based on the approved construction plan prepared by the in-house engineers based on industry experience with projects that are in the same nature.

**ANNEXURE A(II): REPORTING ACCOUNTANTS' REPORT ON THE COMBINED CASH FLOWS  
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**Prolintas Prime Group**

Appendix II

**3. COMBINED STATEMENT OF CASH FLOWS ASSUMPTIONS (CONT'D.)**

**6. FINANCE COST PAID**

	<b>Estimate Year 2023 RM' 000</b>
<b>Existing facilities</b>	
Government support loan	(776)
Syndicated Islamic financing	(14,560)
Tawarruq financing facility	(14,266)
Sukuk Mudharabah	(96,392)
Other	(1,015)
<b>Total</b>	<u>(127,009)</u>

Finance costs paid for financing facilities prior to Debt Financing are estimated based on the early settlement sum as advised by existing lenders and sukuk holders.

**7. INCOME TAX PAID**

	<b>Estimate Year 2023 RM' 000</b>
<b>Companies</b>	
AKLEH Co	(7,466)
GCE Co	(6,710)
<b>Total</b>	<u>(14,176)</u>

Tax paid is estimated based on the Malaysian statutory tax rate of 24% after taking into consideration of the allowable expenses, permitted allowances and unutilised business losses of the respective concession companies. LKSA Co and SILK Co will not be paying tax for the year ending 31 December 2023 due to the availability of capital allowances to be deducted from the respective entity's projected taxable profits.

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**Prolintas Prime Group**

Appendix II

**3. COMBINED STATEMENT OF CASH FLOWS ASSUMPTIONS (CONT'D.)**

**8. INCOME RECEIVED FROM OTHER INVESTMENTS AND DEPOSITS WITH  
LICENSED BANKS**

	<b>Estimate Year 2023 RM' 000</b>
<b>Interest/profit income received from:</b>	
Deposits with licensed banks	7,789
Other investments	193
<b>Total</b>	<u>7,982</u>

Other income is estimated based on the historical 3-year average deposit balance of the year amounting to approximately RM238 million multiplied by average actual interest/profit rate of 3.35% per annum of respective concession companies. The other investments are projected to be fully redeemed in March 2023.

The average interest/profit rate of 3.35% per annum used for projection is based on actual historical average interest/profit rate from the actual fixed deposit for the respective Concession Companies from 1 January 2023 to 30 June 2023.

**9. PAYMENT FOR HIGHWAY DEVELOPMENT EXPENDITURE**

	<b>Estimate Year 2023 RM' 000</b>
Land premiums	(5,536)
Other concession assets	(6,200)
<b>Total</b>	<u>(11,736)</u>

Payment for highway development expenditure includes land premium and other concession assets.

Land premium comprise payment to Pejabat Tanah Shah Alam for transfer of land ownership under Seksyen 76 National Land Code. The Trustee-Manager has forecasted RM5.536 million in Estimate Year 2023 based on Form 5A received from the Pejabat Tanah Shah Alam.

Other concession assets comprise of projects such as construction works for the design, installation, testing and commissioning of RFID systems at toll plazas in GCE and SILK in Estimate Year 2023. Other concession assets are estimated based on the approved capital expenditure plan prepared by the in-house engineer based on prior years' experience on similar projects.

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Appendix II

**3. COMBINED STATEMENT OF CASH FLOWS ASSUMPTIONS (CONT'D.)**

**10. REDEMPTION OF OTHER INVESTMENTS**

Proceeds relating to money market funds that have been redeemed in March 2023.

**11. DRAWDOWN ON FINANCING**

	<b>Estimate Year 2023 RM' 000</b>
Tawarruq financing facility – Term 1 ("TWA 1")	2,305,580
Tawarruq financing facility – Term 2 ("TWA 2")	19,470
	<u>2,325,050</u>

Pursuant to the Debt Financing, on 31 December 2023, the Trustee-Manager is expected to drawdown up to RM2.306 billion from the Tawarruq financing facility – Term 1 for purposes of paying the Concession Companies' debts and outstanding balances to related companies, and up to RM19.470 million from Tawarruq financing facility – Term 2 to partially fund the capital expenditure in connection with the lane widening works for SILK Co.

**12. PAYMENT OF BORROWINGS/FINANCING AND DEBT REFINANCING**

Payment of borrowings/financing is set out below:

	<b>Estimate Year 2023 RM' 000</b>
<b>Pre-refinancing principal payment</b>	
Government support loan	(25,940)
Syndicated Islamic financing	(30,000)
Tawarruq financing facility	(15,158)
Sukuk Mudharabah	(56,537)
	<u>(127,635)</u>
<b>Debt refinancing</b>	
Syndicated Islamic financing	(241,398)
Tawarruq financing facility	(508,102)
Sukuk Mudharabah	(1,450,810)
	<u>(2,200,310)</u>
<b>Total</b>	<u>(2,327,945)</u>

Prior to the Proposed Debt Financing, the payment of borrowings/financing is estimated based on existing payment schedules.

As part of the Proposed Debt Financing, Prolintas Infra BT Group will pay all of its existing borrowings/financing and Sukuk including accrued finance cost by utilising the Tawarruq financing facility in the estimate year 2023 upon the completion of Proposed Debt Financing.

**Prolintas Prime Group**

Appendix II

**3. COMBINED STATEMENT OF CASH FLOWS ASSUMPTIONS (CONT'D.)**

**13. ISSUANCE EXPENSES INCURRED**

The issuance expenses are estimated based on the fee stated in the term sheet by BPMB amounting to RM6.75 million. Stamp duty is not included as Prolintas Infra BT Group has obtained approval-in-principal of tax exemption from the Ministry of Finance Malaysia.

**4. OTHERS**

**1. ACCOUNTING STANDARDS**

The Prolintas Managers has assumed that there will be no material change in applicable accounting standards or other financial reporting requirements that may have a material effect on the Cash Flow Estimate for Estimate Year 2023.

**2. OTHER ASSUMPTIONS**

The Prolintas Managers has made the following additional assumptions in preparing the combined statement of cash flows estimate:

- (i) The asset portfolio of Prolintas Infra BT Group remains unchanged;
- (ii) No further capital will be raised in 2023 apart from the above-mentioned;
- (iii) Prolintas Infra BT Group will not be required to incur additional material capital expenditure, other than those identified in the combined statement of cash flows estimate;
- (iv) There will be no changes to the applicable accounting standards or tax treatment or other financial reporting requirements that may have a material effect on the combined statement of cash flows estimate;
- (v) There will be no material changes in the cost of supplies, inflation rates and interest/profit rates from those currently prevailing in the context of Prolintas Infra BT Group's operations, other than those which are discussed in this document;
- (vi) There will be no material changes in the bases or applicable rates of taxation, surcharges, or other government levies except as otherwise disclosed in this document;
- (vii) There will be no economic crisis, industrial disputes, political changes, wars, military incidents, pandemic diseases or natural disasters or any unforeseeable factors that are beyond the Trust's control, that would have a material impact on Prolintas Infra BT Group's business and operating activities;



**Prolintas Prime Group**

Appendix II

**4. OTHERS (CONT'D.)**

**2. OTHER ASSUMPTIONS (CONT'D.)**

The Prolintas Managers has made the following additional assumptions in preparing the combined statement of cash flows estimate (cont'd.):

- (viii) There will be no material changes in the management and business policies currently practiced by Prolintas Infra BT Group;
- (ix) Prolintas Infra BT Group and the Government will be in compliance at all times with the agreements and arrangements entered into in connection with the concession agreements and Supplementary Concession Agreements;
- (x) There will be no material changes in present legislation and government regulations, including taxation and guidelines of regulatory authorities which will affect Prolintas Infra BT Group's activities or the market in which the Trust operates;
- (xi) There will be no significant effects on the estimate of toll revenue resulting from alternative expressways or alternative forms of transportation in Peninsular Malaysia;
- (xii) There will be no significant changes in the terms and conditions of material contracts and agreements; including but not limited to, the concession/supplementary concession agreements, the Trust Deed, the financing agreements, and the Operation & Management Agreement;
- (xiii) There will be no material contingent liabilities or litigations, which are likely to give rise to any proceedings that may adversely affect the assets, financial position, and operations of Prolintas Infra BT Group; and
- (xiv) There will be no material deviation in actual expenses incurred from the estimated expenses to be incurred for the financial year ending 31 December 2023.