

## 10. RELATED PARTY TRANSACTIONS

### 10.1 OUR GROUP'S RELATED PARTY TRNSACTIONS

#### 10.1.1 Material related party transactions

Save as disclosed below, there are no other material related party transactions entered into by our Group which involve the interest, direct or indirect, of our Directors, major shareholders and/or persons connected to them for the Financial Years Under Review and up to the LPD:

#### (i) Material non-recurrent related party transactions

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
1.	LRTS Retail and Ding Dang Holdings	<b>Interested Director and major shareholder of Loob</b> <ul style="list-style-type: none"> <li>Bryan Loo</li> </ul> <p>Bryan Loo is also a director of LRTS Retail.</p> <p>See Note (1) for details of the relationship of Ding Dang Holdings with our director, major shareholder and/or persons connected to him.</p>	<p>Sale of raw materials by LRTS Retail to Ding Dang Holdings.</p> <p>This transaction has ceased since April 2023.</p>	-	2	-	-
					Negligible contribution to our Group's revenue		
2.	LRTS Retail and Zendeck	<b>Interested Directors and major shareholders of Loob</b> <ul style="list-style-type: none"> <li>Loo Chuu Lin</li> <li>Bryan Loo</li> <li>Loo Chee Leng</li> </ul> <p>Loo Chuu Lin and Bryan Loo are also directors of LRTS Retail.</p> <p>See Note (2) for details of the relationship of Zendeck with our directors, major shareholders and/or persons connected to them.</p>	<p>Payment of storage and handling charges by Zendeck to LRTS Retail.</p> <p>This transaction has ceased since July 2022.</p>	2	-	-	-
					Negligible contribution to our Group's PAT		

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
3.	Loob Holding and Happy Potato Ventures	<b>Interested Director and major shareholder of Loob</b> <ul style="list-style-type: none"> <li>Bryan Loo</li> </ul> <p>Bryan Loo is also a director of Loob Holding.</p> <p>See Note (3) for details of the relationship of Happy Potato Ventures with our director, major shareholder and/or persons connected to him.</p>	Payment of project management fees (including interior design fees charged by the interior design firm) by Happy Potato Ventures to Loob Holding.  This transaction has ceased since February 2025.	-	-	-	104
4.	Loob Holding and TrueScale Ventures	<b>Interested Directors and major shareholders of Loob</b> <ul style="list-style-type: none"> <li>Loo Chuu Lin</li> <li>Bryan Loo</li> <li>Loo Chee Leng</li> </ul> <p>Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding.</p> <p>See Note (4) for details of the relationship of TrueScale Ventures with our directors, major shareholders and/or persons connected to them.</p>	(a) Transfer of LV Holdings VN.  (b) Transfer of Loob Philippines.	-	-	-	51
				-	-	-	1,894

**Notes:**

- (1) Bryan Loo is a director of Ding Dang Holdings and holds 33.0% equity interest in Ding Dang Holdings.
- (2) Loo Chuu Lin, Bryan Loo and Loo Chee Leng are the indirect shareholders of Zendeck, holding 100.0% equity interest in Zendeck through their interest in LV Holdings. Loo Chuu Lin and Bryan Loo are directors of LV Holdings.
- (3) Bryan Loo is a director of Happy Potato Ventures and holds 30.0% equity interest in Happy Potato Ventures.

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

(4) Loo Chuu Lin, Bryan Loo and Loo Chee Leng hold 30.6%, 33.0% and 25.8% equity interest respectively in TrueScale Ventures. Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of TrueScale Ventures. Loo Chuu Lin, Bryan Loo and Loo Chee Leng are the indirect shareholders of LV Holdings VN and Loob Philippines, holding 100.0% equity interest in LV Holdings VN and Loob Philippines through their interest in TrueScale Ventures. Bryan Loo and Loo Chee Leng are also directors of LV Holdings VN and Loob Philippines.

**(ii) Material recurrent related party transactions**

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
1.	Loob Group and LH Venture	<b>Interested Director of Loob</b> <ul style="list-style-type: none"> <li>Yeow Boon Siang</li> </ul> <b>Interested Directors and major shareholders of Loob</b> <ul style="list-style-type: none"> <li>Loo Chuu Lin</li> <li>Bryan Loo</li> <li>Loo Chee Leng</li> </ul> <p>Bryan Loo and Loo Chee Leng are also directors of BB Coffee.</p> <p>Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding.</p> <p>Loo Chuu Lin and Bryan Loo are also directors of Loob Integrated and LRTS Retail.</p> <p>See Note (1)(a) for details of the relationship of LH Venture with our directors, major shareholders and/or persons connected to them.</p>	(a) Payment of licence fee by LH Venture to BB Coffee	-	75	90	60
			See Note (1)(b) for the salient terms of the licence agreement dated 28 July 2022, addendum to the licence agreement dated 10 January 2025 and second addendum to the licence agreement dated 24 March 2025 between BB Coffee and LH Venture.		Represents 0.2% of our Group's PAT	Represents 0.2% of our Group's PAT	
			(b) Payment of rental for employees' accommodation by Loob Holding to LH Venture.	2	3	1	-
			This transaction has ceased since November 2023.	Negligible contribution to our Group's PAT	Negligible contribution to our Group's PAT	Negligible contribution to our Group's PAT	

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
			(c) Payment of management fee by LH Venture to Loob Holding.  This transaction has ceased since January 2025.	153  Represents 0.2% of our Group's PAT	202  Represents 0.5% of our Group's PAT	150  Represents 0.3% of our Group's PAT	64
			(d) Payment of maintenance fee by LH Venture to Loob Integrated.  This transaction has ceased since August 2023.	-	2  Negligible contribution to our Group's PAT	1  Negligible contribution to our Group's PAT	-
			(e) Payment of rental for employees' accommodation by LH Venture to Loob Integrated.  This transaction has ceased since November 2023.	38  Represents 0.1% of our Group's PAT	58  Represents 0.2% of our Group's PAT	13  Negligible contribution to our Group's PAT	-
			(f) Sale of raw materials and equipment by BB Coffee to LH Venture.	13  Negligible contribution to our Group's revenue	-	-	23

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
			(g) Payment of storage and handling charges by LH Venture to LRTS Retail.  This transaction will cease in April 2025.	121  Represents 0.2% of our Group's PAT	59  Represents 0.2% of our Group's PAT	59  Represents 0.1% of our Group's PAT	66
			(h) Sale of raw materials and equipment by LRTS Retail to LH Venture.	59  Negligible contribution to our Group's revenue	78  Negligible contribution to our Group's revenue	118  Negligible contribution to our Group's revenue	80
			(i) Payment of management fee by LH Venture to BB Coffee.  See Note (1)(c) for the salient terms of the licence and management service agreement between BB Coffee and LH Venture dated 10 January 2025.	-	-	-	18

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
			(j) Payment of marketing fee by LH Venture to BB Coffee.	-	-	-	12
			See Note (1)(c) for the salient terms of the licence and management service agreement between BB Coffee and LH Venture dated 10 January 2025.				
2.	Loob Group and Yunan Bridge Noodle	<b>Interested Directors and major shareholders of Loob</b> <ul style="list-style-type: none"> <li>• Loo Chuu Lin</li> <li>• Bryan Loo</li> <li>• Loo Chee Leng</li> </ul> <p>Bryan Loo and Loo Chee Leng are also directors of Hakata Asia.</p> <p>Loo Chuu Lin and Bryan Loo are also directors of Loob Integrated and LRTS Retail.</p> <p>See Note (2) for details of the relationship of Yunan Bridge Noodle with our directors, major shareholders and/or persons connected to them.</p>	(a) Sale of raw materials and equipment by Hakata Asia to Yunan Bridge Noodle.  (b) Sale of raw materials and equipment by LRTS Retail to Yunan Bridge Noodle.	117  Negligible contribution to our Group's revenue	323  Negligible contribution to our Group's revenue	55  Negligible contribution to our Group's revenue	57
				5  Negligible contribution to our Group's revenue	*	16  Negligible contribution to our Group's revenue	*

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
			(c) Payment of maintenance fee by Yunan Bridge Noodle to Loob Integrated.  This transaction has ceased since August 2023.	-	4  Negligible contribution to our Group's PAT	1  Negligible contribution to our Group's PAT	-
			(d) Payment of rental and utilities charges by Yunan Bridge Noodle to Loob Integrated.  This transaction has ceased since January 2025.	144  Represents 0.2% of our Group's PAT	145  Represents 0.4% of our Group's PAT	144  Represents 0.3% of our Group's PAT	63
			(e) Payment of storage and handling charges by Yunan Bridge Noodle to LRTS Retail.  This transaction has ceased since September 2022.	34  Negligible contribution to our Group's PAT	8  Negligible contribution to our Group's PAT	-	-

# 10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
3.	BB Coffee and Abang Adek	<p><b>Interested Director and major shareholder of Loob</b></p> <ul style="list-style-type: none"> <li>Bryan Loo</li> </ul> <p>Bryan Loo is also a director of BB Coffee.</p> <p>See Note (3) for details of the relationship of Abang Adek with our director, major shareholder and/or persons connected to him.</p>	<p>Payment of rental and utilities charges by BB Coffee to Abang Adek.</p> <p>This transaction has ceased since February 2025.</p>	-	42	45	38
					Represents 0.1% of our Group's PAT	Represents 0.1% of our Group's PAT	
4.	Loob Group and Good Foodie	<p><b>Interested Directors and major shareholders of Loob</b></p> <ul style="list-style-type: none"> <li>Loo Chuu Lin</li> <li>Bryan Loo</li> <li>Loo Chee Leng</li> </ul> <p>Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding.</p> <p>Bryan Loo and Loo Chee Leng are also directors of BB Coffee.</p> <p>See Note (4) for details of the relationship of Good Foodie with our directors, major shareholders and/or persons connected to them.</p>	<p>(a) Payment of marketing fees by BB Coffee to Good Foodie.</p> <p>(b) Payment of marketing fees by Loob Holding to Good Foodie.</p>	-	15	95	32
					Negligible contribution to our Group's PAT	Represents 0.2% of our Group's PAT	
				-	53	86	4
					Represents 0.1% of our Group's PAT	Represents 0.2% of our Group's PAT	



# 10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
5.	Loob Group and LH KD Property	<p><b>Interested Directors and major shareholders of Loob</b></p> <ul style="list-style-type: none"> <li>Loo Chuu Lin</li> <li>Bryan Loo</li> <li>Loo Chee Leng</li> </ul> <p>Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding.</p> <p>Bryan Loo and Loo Chee Leng are also directors of Hakata Asia.</p> <p>See Note (5)(a) for details of the relationship of LH KD Property with our directors, major shareholders and/or persons connected to them.</p>	<p>(a) Payment of rental and utilities charges by Loob Holding to LH KD Property.</p> <p>See Note (5)(b) for the salient terms of the tenancy agreement between Loob Holding and LH KD Property dated 31 January 2024.</p> <p>(b) Payment of rental by Hakata Asia to LH KD Property.</p> <p>See Note (5)(c) for the salient terms of the tenancy agreement dated 8 January 2025, the addendum to the tenancy agreement dated 14 February 2025 and second addendum to the tenancy agreement dated 19 March 2025 between Hakata Asia and LH KD Property.</p>	-	-	380	759
						Represents 0.7% of our Group's PAT	
				-	-	-	1

# 10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
6.	LRTS Retail and Kim Le Vy Trading	<p><b>Interested Directors and major shareholders of Loob</b></p> <ul style="list-style-type: none"> <li>Loo Chuu Lin</li> <li>Bryan Loo</li> <li>Loo Chee Leng</li> </ul> <p>Loo Chuu Lin and Bryan Loo are also directors of LRTS Retail.</p> <p>See Note (6) for details of the relationship of Kim Le Vy Trading with our directors, major shareholders and/or persons connected to them.</p>	Sale of raw materials / equipment and subscription fee for Xilnex, a cloud-based POS system, by LRTS Retail to Kim Le Vy Trading.	#86  Negligible contribution to our Group's revenue	#313  Represents 0.1% of our Group's revenue	#119  Negligible contribution to our Group's revenue	~#80
7.	Loob Group and Loob Philippines	<p><b>Interested Directors and major shareholders of Loob</b></p> <ul style="list-style-type: none"> <li>Loo Chuu Lin</li> <li>Bryan Loo</li> <li>Loo Chee Leng</li> </ul> <p>Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding.</p> <p>Bryan Loo and Loo Chee Leng are also directors of Hakata Asia.</p> <p>Loo Chuu Lin and Bryan Loo are also directors of LRTS Retail.</p>	<p>(a) Payment of royalty by Loob Philippines to Loob Holding</p> <p>See Note (7)(b) for the salient terms of the master franchise agreement between Loob Holding and Loob Philippines dated 19 December 2023.</p>	-	-	-	55

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
		See Note (7)(a) for details of the relationship of Loob Philippines with our directors, major shareholders and/or persons connected to them.	(b) Sale of raw materials/ equipment by Hakata Asia to Loob Philippines  This transaction has ceased since June 2023.	-	**  Negligible contribution to our Group's revenue	-	-
			(c) Sale of raw materials/ equipment by LRTS Retail to Loob Philippines	-	#469  Represents 0.1% of our Group's revenue	#3,912  Represents 0.7% of our Group's revenue	@#2,049
8.	LRTS Retail and Custom Food	<b>Interested Director of Loob</b> • Lum Ying Ling  <b>Interested major shareholder of Loob</b> • Uttama^  See Note (8) for details of the relationship of Custom Food with our director, major shareholder and/or persons connected to them.	Purchase of raw materials by LRTS Retail from Custom Food.	13,648  Represents 8.3% of our Group's cost of goods sold	12,554  Represents 6.2% of our Group's cost of goods sold	19,032  Represents 9.4% of our Group's cost of goods sold	6,553

# 10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
9.	LRTS Retail and SC Food	<p><b>Interested Director of Loob</b></p> <ul style="list-style-type: none"> <li>Lum Ying Ling</li> </ul> <p><b>Interested major shareholder of Loob</b></p> <ul style="list-style-type: none"> <li>Uttama^</li> </ul> <p>See Note (8) for details of the relationship of SC Food with our director, major shareholder and/or persons connected to them.</p>	Purchase of raw materials by LRTS Retail from SC Food.	-	-	58	95
						Negligible contribution to our Group's cost of goods sold	
10.	Loob and Bubbly Tales	<p><b>Interested Directors and major shareholders of Loob</b></p> <ul style="list-style-type: none"> <li>Loo Chuu Lin</li> <li>Loo Chee Leng</li> </ul> <p>Loo Chuu Lin is also a director of Loob Integrated and LRTS Retail.</p> <p>See Note (9) for details of the relationship of Bubbly Tales with our directors, major shareholders and/or persons connected to them.</p>	<p>(a) Payment of maintenance fee by Bubbly Tales to Loob Integrated.</p> <p>This transaction has ceased since February 2024.</p> <p>(b) Sale of raw materials / equipment by LRTS Retail to Bubbly Tales.</p> <p>This transaction has ceased since October 2023.</p>	-	2	1	-
					Negligible contribution to our Group's PAT	Negligible contribution to our Group's PAT	
				19	-	1	-
				Negligible contribution to our Group's revenue		Negligible contribution to our Group's revenue	

# 10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
11.	Loob Holding and Define Foods	<p><b>Interested Directors and major shareholders of Loob</b></p> <ul style="list-style-type: none"> <li>• Loo Chuu Lin</li> <li>• Bryan Loo</li> <li>• Loo Chee Leng</li> </ul> <p>Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding.</p> <p>See Note (10) for details of the relationship of Define Foods with our directors, major shareholders and/or persons connected to them.</p>	<p>Payment of management fee by Define Foods to Loob Holding.</p> <p>This transaction has ceased since June 2023.</p>	20	26	-	-
				Negligible contribution to our Group's PAT	Represents 0.1% of our Group's PAT		
12.	Loob Integrated and Ding Dang Holdings	<p><b>Interested Director and major shareholder of Loob</b></p> <ul style="list-style-type: none"> <li>• Bryan Loo</li> </ul> <p>Bryan Loo is also a director of Loob Integrated.</p> <p>See Note (11) for details of the relationship of Ding Dang Holdings with our director, major shareholder and/or persons connected to him.</p>	<p>Payment of rental by Ding Dang Holdings to Loob Integrated for the rental of two (2) properties.</p> <p>The payment of rental for the properties has ceased since January 2025 and April 2025 respectively.</p>	51	151	135	85
				Represents 0.1% of our Group's PAT	Represents 0.4% of our Group's PAT	Represents 0.3% of our Group's PAT	

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value			
				FYE 30 June 2022 (RM'000)	FYE 30 June 2023 (RM'000)	FYE 30 June 2024 (RM'000)	From 1 July 2024 up to the LPD (RM'000)
13.	Loob Holding and Zendeck	<b>Interested Directors and major shareholders of Loob</b> <ul style="list-style-type: none"> <li>Loo Chuu Lin</li> <li>Bryan Loo</li> <li>Loo Chee Leng</li> </ul> <p>Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding.</p> <p>See Note (12) for details of the relationship of Zendeck with our directors, major shareholders and/or persons connected to them.</p>	Payment of management fee by Zendeck to Loob Holding.  This transaction has ceased since July 2023.	11  Negligible contribution to our Group's PAT	15  Negligible contribution to our Group's PAT	-	-

**Notes:**

\* *Negligible.*

# *These transactions were not related party transactions prior to the completion of the Transfer of Loob Philippines and the Transfer of LV Holdings VN on 20 January 2025 and 24 February 2025, respectively.*

~ *There are no transactions between 24 February 2025 to 28 February 2025.*

@ *There are no transactions between 20 January 2025 to 28 February 2025.*

^ *Uttama will no longer be a major shareholder of our Company after the IPO.*

**10. RELATED PARTY TRANSACTIONS (Cont'd)****(1) LH Venture**

- (a) *Loo Chuu Lin, Bryan Loo and Loo Chee Leng are the indirect shareholders, holding 51.0% equity interest in LH Venture through their interest in LV Holdings. Bryan Loo and Yeow Boon Siang are also directors of LH Venture while Loo Chuu Lin and Bryan Loo are directors of LV Holdings.*
- (b) *The licence agreement dated 28 July 2022, addendum to the licence agreement dated 10 January 2025 and second addendum to the licence agreement dated 24 March 2025 between BB Coffee and LH Venture for the licence of part of the premises at Lot G-7, Danau Kota Suite, Jalan 1A/6, Taman Danau Kota, 53300 Kuala Lumpur is for an initial term of three (3) years commencing from 1 August 2022 to 31 July 2025 (“**Initial Term**”), with an option to renew for two (2) terms of three (3) years each (“**Renewal Terms**”) by LH Venture giving BB Coffee a written notice of not less than three (3) months before the expiry date. The monthly licence fee for the Initial Term was RM7,500 which has been adjusted to RM6,836 effective from 1 April 2025 and the monthly licence fee for the Renewal Terms is based on the rate to be agreed upon by both parties provided that any increment shall not be more than 10% from the current licence fee in the agreement. If LH Venture terminates the agreement prior to the expiry of the Initial Term, BB Coffee shall be entitled to forthwith take possession of the demised premises and forfeit absolutely the security deposit and all the monies paid by LH Venture under the agreement, including any costs and expenses incurred by BB Coffee as a result of the termination and in addition thereto, LH Venture shall forthwith pay to BB Coffee a sum equal to three (3) months’ licence fees upon termination of the agreement by LH Venture. The agreement may also be terminated and BB Coffee shall have the right to forfeit the security deposit absolutely if the licence fee or any payment required to be paid under the agreement is unpaid by LH Venture or if LH Venture commits any breach or default of the agreement or any laws or regulations.*
- (c) *Pursuant to the licence and management service agreement between BB Coffee and LH Venture dated 10 January 2025, BB Coffee has granted LH Venture a non-exclusive and non-transferable licence to utilise the intellectual property in respect of Bask Bear. It is for an initial term of three (3) years commencing from 1 July 2024 (“**Initial Term**”) and is renewable for a term of three (3) years from the expiry of the Initial Term in accordance with the terms of the agreement. Pursuant to the agreement, fees including management fee of 3.0% of the gross sales and marketing fee of 2.0% of the gross sales are payable to BB Coffee. The agreement may be terminated by either party without cause by giving 90 days’ written notice of termination to the other party. BB Coffee also has the right to terminate the agreement immediately without notice in the event LH Venture commits a breach in accordance with the terms of the agreement. LH Venture shall have no claim against BB Coffee for compensation for loss of licence rights, loss of goodwill or any similar loss in the event of termination.*

(2) *Loo Chuu Lin and Loo Chee Leng hold 35.0% and 30.0% equity interest respectively in Yunan Bridge Noodle. Quah Seik Lee, the spouse of Bryan Loo, holds 15.0% equity interest in Yunan Bridge Noodle.*

(3) *Quah Seik Lee, the spouse of Bryan Loo, holds 25.0% equity interest in Abang Adek.*

(4) *Loo Chuu Lin, Bryan Loo and Loo Chee Leng hold 14.0%, 13.7% and 10.8% equity interest respectively in Good Foodie. Bryan Loo and Loo Chee Leng are also directors of Good Foodie.*

**(5) LH KD Property**

- (a) *Loo Chuu Lin, Bryan Loo and Loo Chee Leng are the directors and indirect shareholders of LH KD Property, holding 100.0% equity interest in LH KD Property through their interest in LV Holdings which holds the entire equity interest of LH KD Property. Loo Chuu Lin and Bryan Loo are directors of LV Holdings.*

## 10. RELATED PARTY TRANSACTIONS (Cont'd)

- (b) *The tenancy agreement dated 31 January 2024 between LH KD Property and Loob Holding for the premises at No. 14 (Block C & Block E), Jalan Teknologi, Taman Sains Selangor 1, Kota Damansara, 47810 Petaling Jaya, Selangor is for an initial term of three (3) years commencing from 1 December 2023 to 30 November 2026 (“Initial Term”), with an option to renew for two (2) terms of three (3) years each (“Renewal Terms”) by Loob Holding giving LH KD Property a written notice of not less than two (2) months before the expiry date. The monthly rental for the Initial Term is RM83,260 and the monthly rental for the Renewal Terms is based on the prevailing market rate subject to an increment of not more than 10.0% from the last monthly rental of the precedent term. Prior to the expiry of the Initial Term or Renewal Terms, LH KD Property shall not be entitled to terminate the agreement save in the event of breach or default by Loob Holding and in the event LH KD Property terminates the agreement for any reason other than as permitted under the agreement, LH KD Property shall be liable to Loob Holding for damages and compensation or the remedy of specific performance. See Annexure B of this Prospectus for further details on the tenancy.*
- (c) *The tenancy agreement dated 8 January 2025, addendum to the tenancy agreement dated 14 February 2025 and second addendum to the tenancy agreement dated 19 March 2025 between Hakata Asia and LH KD Property for the premises at Mezzanine Floor, No. 14 (Block D), Jalan Teknologi, Taman Sains Selangor 1, Kota Damansara, 47810 Petaling Jaya, Selangor is for an initial term of three (3) years commencing from 1 December 2024 to 30 November 2027 (“Initial Term”), with an option to renew for a term of three (3) years by Hakata Asia giving LH KD Property a written notice of not less than two (2) months before the expiry date. The monthly rental for the Initial Term is RM1,070 and the monthly rental for the renewal term is based on the prevailing market rate subject to an increment of not more than 10.0% from the last monthly rental of the precedent term. Prior to the expiry of the Initial Term or renewal term, LH KD Property shall not be entitled to terminate the agreement save in the event of breach or default by Hakata Asia and in the event LH KD Property terminates the agreement for any reason other than as permitted under the agreement, LH KD Property shall be liable to Hakata Asia for damages and compensation or the remedy of specific performance. See Annexure B of this Prospectus for further details on the tenancy.*
- (6) *Kim Le Vy Trading is a 98.0%-owned subsidiary of LV Holdings VN. Bryan Loo and Loo Chee Leng are directors of LV Holdings VN, and Bryan Loo is the sole director of Kim Le Vy Trading.*
- (7) *Loob Philippines*
- (a) *Loo Chuu Lin, Bryan Loo and, Loo Chee Leng are the indirect shareholders of Loob Philippines, holding 100.0% equity interest in Loob Philippines through their interest in TrueScale Ventures. Bryan Loo and Loo Chee Leng are also directors of Loob Philippines while Loo Chuu Lin, Bryan Loo and Loo Chee Leng are directors of TrueScale Ventures.*
- (b) *Pursuant to the master franchise agreement dated 19 December 2023 and addendum to the master franchise agreement dated 3 February 2025 between Loob Holding and Loob Philippines, Loob Holding has granted Loob Philippines the exclusive master franchise rights to develop, establish, manage and operate the Tealive business in the Philippines (excluding the Ilocos region). It is for an initial term of ten (10) years commencing from 22 February 2022 (“Initial Development Term”) and is renewable for two (2) terms of ten (10) years each from the expiry of the Initial Development Term in accordance with the terms of the agreement. Pursuant to the agreement, a royalty of 3.0% of the gross sales generated per Tealive store is payable to Loob Holding. Loob Holding and Loob Philippines have the right to terminate the agreement if either party commits any breach of the terms of the agreement. Loob Philippines shall have no claim against Loob Holding for compensation for loss of franchise rights, loss of goodwill or any similar loss in the event of termination.*



**10. RELATED PARTY TRANSACTIONS (Cont'd)**

- (8) *Custom Food and SC Food are the investee companies of Creador V, a fund managed by Creador Management V Ltd. Creador Management V Ltd is associated with Creador Management IV Ltd, as Creador Sdn Bhd serves as the investment adviser for both entities. Creador Management IV Ltd is the general partner of Creador IV, which is in turn the sole shareholder of Uttama, our Substantial Shareholder. Lum Ying Ling is an employee of Creador Sdn Bhd and a director of Custom Food and SC Food.*
- (9) *Loo Chuu Lin and Loo Chee Leng are the indirect shareholders of Bubbly Tales, holding 51.0% equity interest in Bubbly Tales through their interest in Yunan Bridge Noodle.*
- (10) *Loo Chuu Lin, Bryan Loo and Loo Chee Leng are the indirect shareholders of Define Foods, holding 85.0% equity interest in Define Foods through their interest in LV Holdings. Bryan Loo is also a director of Define Foods while Loo Chuu Lin and Bryan Loo are directors of LV Holdings.*
- (11) *Bryan Loo is a director of Ding Dang Holdings and holds 33.0% equity interest in Ding Dang Holdings.*
- (12) *Loo Chuu Lin, Bryan Loo and Loo Chee Leng are the indirect shareholders of Zendeck, holding 100.0% equity interest in Zendeck through their interest in LV Holdings. Loo Chuu Lin and Bryan Loo are directors of LV Holdings.*

**Master intellectual property licence agreement between Loob Holding and LV Holdings VN**

Loob Holding entered into the MIPLA dated 4 February 2025 with LV Holdings VN where Loob Holding has granted LV Holdings VN a licence to use Tealive's trademarks to operate the Tealive business in Vietnam including the right to sub-licence the use of the trademarks to third parties with effect from 18 September 2017 and the MIPLA shall continue in force until terminated by either of parties by giving one-month notice of termination in writing to the other party. The MIPLA does not impose any obligation on LV Holdings VN to operate the Tealive business in Vietnam according to a prescribed business model determined by Loob Holding, as opposed to a franchise arrangement. On 24 February 2025 upon the completion of the Transfer of LV Holdings VN, all transactions under the MIPLA became related party transactions. Pursuant to the MIPLA, LV Holdings VN does not have to pay any fees to Loob Holding for the grant of licence save for the nominal consideration of USD1.00. Following the approval of Loob Holding's registration as a franchisor in Vietnam by the Ministry of Industry and Trade, Vietnam on 26 April 2025, the MIPLA was terminated and ceased to have any force or effect after 25 April 2025. On 27 May 2025, Loob Holding entered into an MFA with Kim Le Vy Trading, granting Kim Le Vy Trading the exclusive master franchise rights to operate Tealive business in Vietnam in accordance with the Tealive proprietary system with effect from 26 April 2025 and all transactions under the MFA became related party transactions. See Section 7.18.3 of this Prospectus for further details on the franchise arrangement in Vietnam. The interested Directors and major shareholders are Loo Chuu Lin, Bryan Loo and Loo Chee Leng. Loo Chuu Lin, Bryan Loo and Loo Chee Leng are the indirect shareholders of LV Holdings VN, holding 100.0% equity interest in LV Holdings VN through their interest in TrueScale Ventures. Bryan Loo and Loo Chee Leng are also directors of LV Holdings VN while Loo Chuu Lin, Bryan Loo and Loo Chee Leng are directors of TrueScale Ventures.

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

Save for transactions 1 to 3 under material non-recurrent related party transactions and transactions 1(b) to (e), 2(c) to (e), 3, 10(a), 11 to 13 under the material recurrent related party transactions, our Directors (save for the interested Directors) are of the view that all the above related party transactions were transacted on an arm's length basis and on normal commercial terms which were not more favourable to the related parties than those generally available to third parties and were not detrimental to our non-interested shareholders for the following reasons:

- (i) the purchase considerations for the material non-recurrent related party transactions represent the total par value of the common shares of stock of Loob Philippines and the audited NA of LV Holdings VN as at 30 June 2024 respectively; and
- (ii) the fees or charges for the material recurrent related party transactions were benchmarked against, among others, pricing provided by our related parties to third parties or pricing provided by our Group to third parties as well as comparable rates from other suppliers for similar services and products.

Transactions 1 to 3 under material non-recurrent related party transactions and transactions 1(b) to (e), 2(c) to (e), 3, 10(a), 11 to 13 under the material recurrent related party transactions were not carried out on an arms' length basis and were not on normal commercial terms due to the following reasons:

- (i) sales of raw materials and/or equipment to the related parties were not transacted at market rate;
- (ii) our Group was unable to determine whether the provision of management, maintenance, storage and handling services to related parties were carried out on an arm's length basis as they were provided as intragroup support services due to the common interests of the directors and substantial shareholders; and
- (iii) rental income received from or rental expenses paid to the related parties were not based on the prevailing market rental rate of the properties.

Nonetheless, these transactions have ceased as at the LPD or in the case of transaction 12 under the material recurrent related party transactions, will cease and will not subsist after the Listing.

Transaction 1(a) under the material recurrent related party transactions was not carried out on an arms' length basis as the apportionment of the amount charged by BB Coffee to LH Venture was not proportionate to the space occupied by LH Venture based on the amount paid by our Group to the landlord. However, this arrangement was not detrimental to our Group as a higher amount was charged to LH Venture. The amount charged by BB Coffee to LH Venture has been revised with effect from 1 April 2025 to be proportionate to the space occupied by LH Venture and the transaction is currently carried out on an arm's length basis and on normal commercial terms which are not unfavourable to us than those generally available to third parties and are not detrimental to our non-interested shareholders. This transaction will subsist after the Listing.

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

The aggregate value of the related party transactions for the Financial Years Under Review are as follows:

(a) Involving Loo Chuu Lin, Bryan Loo, Loo Chee Leng and Yeow Boon Siang

	<b>FYE 30 June 2022</b>	<b>FYE 30 June 2023</b>	<b>FYE 30 June 2024</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Aggregated value of transactions	299	1,185	4,221
	Represents 0.1% of our Group's revenue	Represents 0.2% of our Group's revenue	Represents 0.7% of our Group's revenue
	576	860	1,201
	Represents 0.9% of our Group's PAT	Represents 2.2% of our Group's PAT	Represents 2.3% of our Group's PAT

(b) Involving Utama and Lum Ying Ling

	<b>FYE 30 June 2022</b>	<b>FYE 30 June 2023</b>	<b>FYE 30 June 2024</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Aggregated value of transaction	13,648	12,554	19,090
	Represents 8.3% of our Group's cost of goods sold	Represents 6.2% of our Group's cost of goods sold	Represents 9.4% of our Group's cost of goods sold

Our Directors (save for the interested Directors) are of the view that the aggregate value of the related party transactions is not material to the revenue and PAT as it represents less than five percent (5%) of our Group's revenue and PAT respectively for the Financial Years Under Review. However, it is material to the cost of goods sold as it represents more than five percent (5%) of our Group's cost of goods sold for the Financial Years Under Review.

Save as disclosed above, our Directors also confirm that there are no other material related party transactions entered into or entered into but not yet effected by our Group that involve the interest, direct or indirect, of our Directors, major shareholders and/or persons connected to them, during the Financial Years Under Review and up to the date of this Prospectus.

After our Listing, we will be required to seek our shareholders' approval each time we enter into a material related party transaction in accordance with the Listing Requirements. However, if the related party transactions can be deemed as recurrent related party transactions, we may seek a general mandate from our shareholders (which mandate would typically be renewed as required at each AGM of our Company) to enter into such recurrent transactions without having to seek separate shareholders' approval each time we wish to enter into such recurrent related party transactions during the validity period of the mandate.

**10. RELATED PARTY TRANSACTIONS (Cont'd)**

In addition, to safeguard the interest of our Group and non-interested shareholders, and to mitigate any potential conflict of interest situation, our Audit and Risk Management Committee will, among others, supervise and monitor any recurrent related party transaction and the terms thereof and report to our Board for further action, as set out in Section 10.2.1 of this Prospectus.

**10.1.2 Related party transactions entered into that are unusual in their nature or conditions**

There are no transactions that are unusual in their nature or conditions, involving goods, services, tangible or intangible assets to which we were a party in respect of the Financial Years Under Review and up to the LPD.

**10.1.3 Material outstanding loans and/or financial assistance (including guarantees of any kind)**

Save as disclosed below, there are no material outstanding loans or financial assistance (including guarantees of any kind) made by our Group to or for the benefit of our related parties or from related parties to us in respect of the Financial Years Under Review and up to the LPD:

No.	Transacting parties	Nature of relationship	Nature of transaction	Outstanding amount as at			
				30 June 2022 (RM'000)	30 June 2023 (RM'000)	30 June 2024 (RM'000)	LPD (RM'000)
1.	Neoh Yen Yen and QSL Management Service	Neoh Yen Yen is the director and substantial shareholder of QSL Management Service, holding 35.0% equity interest in QSL Management Service.	Advances from Neoh Yen Yen to QSL Management Service for working capital purposes	-	105	88	(1).
2.	Key Preference Sdn Bhd ("Key Preference") and Oishinbo	Key Preference is the substantial shareholder of Oishinbo, holding 49.0% equity interest in Oishinbo.	Advances from Key Preference to Oishinbo for working capital purposes	320	280	172	(2).

**Notes:**

(1) The outstanding amount of RM87,500 was fully settled via the issuance of 87,500 new ordinary shares in QSL Management Service to Neoh Yen Yen on 20 February 2025.

(2) The outstanding amount of RM73,500 was fully settled via cash on 12 February 2025.

The above advances extended to our Group from our related parties were not on an arm's length basis and were not on normal commercial terms as they were unsecured, interest free and repayable on demand. Nevertheless, all advances extended to our Group have been fully settled as at the LPD.

**10. RELATED PARTY TRANSACTIONS (Cont'd)****10.2 MONITORING AND OVERSIGHT OF RELATED PARTY TRANSACTIONS****10.2.1 Audit and Risk Management Committee review**

Our Audit and Risk Management Committee reviews related party transactions and conflicts of interest situations that arose, persist or may arise within our Company or Group. Our Audit and Risk Management Committee also reviews any transaction, procedure or course of conduct that raises questions of management integrity including our related party transactions. In reviewing the related party transactions, the following, amongst other things will be considered:

- (i) the rationale and the cost/benefit to our Group are first considered;
- (ii) where possible, comparative quotes will be taken into consideration;
- (iii) that the transactions are based on normal commercial terms and not more favourable to the related parties than those generally available to third parties dealing on an arm's length basis; and
- (iv) that the transactions are not detrimental to our Company's non-interested shareholders.

All reviews by our Audit and Risk Management Committee are reported to our Board for its further action.

**10.2.2 Our Group's policy on related party transactions and conflicts of interest**

Related party transactions by their very nature, involve conflicts of interests between our Group and the related parties with whom our Group has entered into such transactions. Some of the officers and the Directors of our Group are also officers, directors and in some cases, shareholders of the related parties of our Group, as disclosed in this Prospectus and, with respect to these related party transactions, may individually and in aggregate have conflicts of interest.

It is the policy of our Group that all related party transactions and conflicts of interest (including potential conflicts of interest) must be immediately and fully disclosed by our interested or conflicted Directors or substantial shareholders to the management for reporting to our Audit and Risk Management Committee. Any related party transactions must be reviewed by our Audit and Risk Management Committee to ensure that they are carried out on normal commercial terms which are not more favourable to the related parties than those generally available to the third parties dealing on arm's length basis with our Group and are not to the detriment of our non-interested shareholders. In respect of our Directors' interest in companies carrying on similar business, our Directors will also be required to abstain from deliberations and voting on resolutions pertaining to matters and/or transactions where a conflict of interest or potential conflict of interest may arise.

In addition, our Directors are required to make disclosure of any related party transactions and conflicts of interest (including potential conflicts of interest) with our Group and our Audit and Risk Management Committee will carry out assessment in relation to such related party transactions and/or conflicts of interest (including potential conflicts of interest), if any. Our Audit and Risk Management Committee will in turn report to our Board after their evaluation and assessment and make the appropriate recommendations to our Board.