

**3. APPROVALS AND CONDITIONS****3.1 APPROVALS AND CONDITIONS****3.1.1 SC**

The SC has, via its letter dated [•], approved our IPO and Listing under Section 214(1) of the CMSA, subject to compliance with the following conditions:

<u>Details of condition imposed</u>	<u>Status of compliance</u>
[•]	[•]

The SC has also via the same letter, approved our application under the Bumiputera equity requirement for public listed companies pursuant to our Listing, subject to compliance with the following conditions:

<u>Condition imposed</u>	<u>Status of compliance</u>
[•]	[•]

**3.1.2 MITI**

MITI has, via its letter dated [•], stated that it has taken note and has no objection to our Listing.

**3.1.3 Bursa Securities**

Bursa Securities had, vide its letter dated [•], approved our admission to the Official List and our Listing, subject to the following conditions:

<u>Condition imposed</u>	<u>Status of compliance</u>
[•]	

[The rest of this page is intentionally left blank]

### 3. APPROVALS AND CONDITIONS (CONT'D)

#### 3.2 MORATORIUM ON OUR SHARES

Pursuant to Paragraph 5.29(a) of the Equity Guidelines, our Shares directly held by the Moratorium Providers as at the date of our Listing will be placed under moratorium for a period of 6 months from the date of our Listing. The details of the moratorium on our Shares are set out below:

Name	After our IPO			
	Assuming the Over-allotment Option is not exercised		Assuming the Over-allotment Option is fully exercised	
	No. of Shares	(1)%	No. of Shares	(2)%
Triark Holdings	1,160,760,000	51.00	1,160,760,000	51.00
Ong Hong Keat	284,260,000	12.49	284,260,000	12.49
Joel Yap Jiang Feng	94,751,100	4.16	94,751,100	4.16
Chin Boon Keat	71,067,900	3.12	71,067,900	3.12
Teoh Hui Sim	84,781,000	3.73	42,390,500	1.87

**Notes:**

- (1) Based on our enlarged issued Shares of 2,276,000,000 Shares after our IPO.
- (2) Assuming an Over-allotment Option of up to 42,390,500 Shares, representing up to approximately 7.30% of the number of the IPO Shares offered.

The moratorium, which has been fully accepted by the Moratorium Providers, is specifically endorsed on the share certificates representing their shareholdings which are under moratorium to ensure that our Share Registrar does not register any transfer that is not in compliance with the moratorium restrictions. In compliance with the restrictions, Bursa Depository will, on our Share Registrar's instructions in the prescribed forms, ensure that the trading of these Shares is not permitted during the moratorium period.

The above restrictions do not apply:

- (i) in respect of our Shares that may be sold pursuant to the Over-allotment Option to be granted by Teoh Hui Sim to the Stabilising Manager (on behalf of the Joint Placement Agents); and
- (ii) to the transfer of our Shares by Teoh Hui Sim as contemplated under the Share Lending Agreement, provided that the restriction will apply to our Shares returned to Teoh Hui Sim pursuant to the Share Lending Agreement.

The shareholders of Triark Holdings, namely Ong Hong Keat, Joel Yap Jiang Feng and Chin Boon Keat, have also undertaken not to sell, transfer or assign any of their respective holdings in Triark Holdings for 6 months from the date of our Listing.

[The rest of this page is intentionally left blank]