

### 3. APPROVALS AND CONDITIONS

#### 3.1 APPROVALS AND CONDITIONS

##### 3.1.1 SC

The SC had, via its letter dated [●], approved our IPO and Listing under Section 214(1) of the CMSA and the equity requirements for public listed companies, subject to compliance with the following conditions:

No.	Details of conditions imposed	Status of compliance
(i)	[●]	[●]

The SC had also via the same letter approved our application under the Bumiputera equity requirement for public listed companies pursuant to our Listing, subject to our Company allocating shares equivalent to 12.5% of our enlarged number of issued Shares upon Listing to Bumiputera investors to be approved by MITI. In addition, we are required to make available at least 50% of the Shares offered to the Malaysian public investors via balloting to Bumiputera public investors.

The SC had, via its letter dated [●], approved the relief sought by us from having to comply with the following requirements under the Prospectus Guidelines. The details of the relief sought and the corresponding conditions imposed by the SC are set out below:

Reference	Details of relief granted	Condition imposed
<b>Prospectus Guidelines</b>		
Paragraph 5.04(d) of Chapter 5, Division I, Part II	Relief from having to disclose the consideration paid by us to Cahaya Bumimas Sdn Bhd pursuant to the Bandar Layangkasa JVA (as defined in <b>Section 15.4(3)</b> of this Prospectus)	[●]
Paragraphs 13.01(b)(i) and 13.01(b)(iii) of Chapter 13, Division I, Part II	Relief to make available only the redacted copy of the Bandar Layangkasa JVA and its supplemental agreements for public inspections	[●]

##### 3.1.2 Bursa Securities

Bursa Securities had, via its letter dated [●], approve our admission to the Official List, and the listing of and quotation for our entire enlarged number of issued Shares comprising 2,360,000,000 Shares on the Main Market of Bursa Securities, subject to the following conditions:

No.	Details of conditions imposed	Status of compliance
(i)	[●]	[●]

##### 3.1.3 MITI

The MITI had, via its letter dated [●], taken note and has no objection to our Listing.

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

#### 3.2 MORATORIUM ON OUR SHARES

In accordance with Paragraph 5.29(a), Part II of the Equity Guidelines, our Shares held by the Mandatory Moratorium Shareholders, namely Excel VC and Datuk Tan, as at the date of the Listing will be placed under moratorium for a period of 6 months from the date of our Listing (“**Moratorium Period**”).

In addition to the Mandatory Moratorium Shareholders, the Voluntary Moratorium Shareholders have voluntarily undertaken not to sell, transfer or assign any of their respective shareholdings in our Company as at the date of our Listing.

The details of our Shares which will be held under moratorium are as follows:

Name	Direct shareholdings in Parkland	
	No. of Shares to be held under moratorium	(1)%
<b><u>Mandatory Moratorium Shareholders</u></b>		
Excel VC	945,928,750	40.1
Datuk Tan	142,014,400	6.0
<b><u>Voluntary Moratorium Shareholders</u></b>		
Datuk Yap	108,816,000	4.6
Poh Seng Kian	92,854,700	3.9
Ching Ah Lai	83,573,700	3.5
Ting KK	74,542,100	3.2
Poh Giok Kai	69,641,000	3.0
Datuk Liem Ah Pau	58,340,400	2.5
Tai Meow Pang	51,958,800	2.2
Jacky Toh	28,883,500	1.2
Chu Hwee Boon	14,514,300	0.6
Tee Kai Loon	14,222,600	0.6
Lim Ah Yew	13,722,600	0.6
Lim Yee Huat	7,656,300	0.3
Yap Boon Ta	7,656,300	0.3
Ting Kah Chun	6,543,400	0.3
Tan Seng Heng	4,011,800	0.2
Lim Hau Long	3,994,700	0.2
Kerk Lin Siong	3,097,300	0.1
Lim Poh Thong	3,086,500	0.1
Yong Kok Hin	1,597,200	0.1
Wong Tark Keong	1,003,250	*
Tan Chin Giap	628,500	*
Wee Sue Woon	169,400	*
<b>Total</b>	<b>1,738,457,500</b>	<b>73.7</b>

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

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**Notes:**

\* *Less than 0.1%*

(1) *Based on the enlarged number of 2,360,000,000 issued Shares after our IPO.*

The moratorium has been fully accepted by our Moratorium Shareholders, who have provided their written undertakings that they will not sell, transfer or assign any of their respective shareholdings in our Company as at the date of our Listing during the Moratorium Period, in accordance with the Equity Guidelines.

The above moratorium restrictions are specifically endorsed on the share certificates representing our Shares held by the Moratorium Shareholders which are under moratorium to ensure that our Share Registrar does not register any transfer that contravenes such 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.

In accordance, with Paragraph 5.30, Part II of the Equity Guidelines, the Shareholders of Excel VC have also provided their written undertakings that they will not sell, transfer or assign any of their respective shareholdings in Excel VC which are not listed, during the Moratorium Period, in accordance with the Equity Guidelines. Details of the shareholders and their respective shareholdings in Excel VC are set out in **Section 5.1.2.1** of this Prospectus.

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