

4. DETAILS OF OUR IPO

4.1 INDICATIVE TIMETABLE

The following events are intended to take place on the following indicative time and/or date:

Event	Time and/or date
Opening of the Institutional Offering ⁽¹⁾	[●]
Issuance of the Prospectus/Opening of the Retail Offering	10:00 a.m., [●]
Closing of the Retail Offering	5.00 p.m., [●]
Closing of the Institutional Offering	[●]
Price Determination Date	[●]
Balloting of applications for our Issue Shares under the Retail Offering	[●]
Allotment/Transfer of our IPO Shares to successful applicants	[●]
Listing	[●]

Note:

- (1) *Other than the Institutional Offering to the Cornerstone Investors. The Master Cornerstone Placement Agreement for the acquisition of our IPO Shares by the Cornerstone Investors was entered into on [●].*

In the event there is any change to the timetable, we will advertise the notice of changes in widely circulated English and Bahasa Malaysia daily newspapers within Malaysia and make an announcement on the website of Bursa Securities.

4.2 PARTICULARS OF OUR IPO AND PLAN OF DISTRIBUTION

Our IPO is subject to the terms and conditions of this Prospectus. Upon acceptance, our IPO Shares are expected to be allocated in the manner described below, subject to the clawback and reallocation provisions and the Over-allotment Option as set out in Sections 4.2.4 and 4.2.5 of this Prospectus, respectively.

Our IPO consists of the Institutional Offering and the Retail Offering, totaling up to 840,000,000 IPO Shares, representing up to 24.0% of our enlarged issued Shares. For the avoidance of doubt, our IPO Shares offered under the Institutional Offering and the Retail Offering do not include our Shares under the Over-allotment Option.

4.2.1 Bonus Issue

In conjunction with our Listing, on [●], we undertook the Bonus Issue which entailed the issuance of 3,030,536,385 Bonus Shares on the basis of approximately 12 Bonus Shares for every one existing Share held by our shareholders for the purpose of increasing the number of our issued Shares in order to facilitate our IPO and Listing. The Bonus Issue was implemented without capitalising our Company's retained earnings.

Following the completion of the Bonus Issue, our total issued Shares is 3,290,000,000. The Bonus Shares were allotted to our shareholders based on their respective shareholding in our Company such that their effective shareholding in our Company will be the same before and after the Bonus Issue.

4. DETAILS OF OUR IPO (Cont'd)

4.2.2 Institutional Offering

The Institutional Offering involves the offering of up to 735,000,000 IPO Shares, representing up to 21.0% of our enlarged issued Shares, subject to the clawback and reallocation provisions and the Over-allotment Option as set out in Sections 4.2.4 and 4.2.5 of this Prospectus, respectively, at the Institutional Price in the following manner:

- (i) 437,500,000 Offer Shares, representing 12.5% of our enlarged issued Shares, to Bumiputera investors approved by the MITI; and
- (ii) up to 297,500,000 IPO Shares, representing up to 8.5% of our enlarged issued Shares, to institutional and selected investors (other than Bumiputera investors approved by the MITI).

4.2.3 Retail Offering

The Retail Offering involves the offering of 105,000,000 Issue Shares, representing 3.0% of our enlarged issued Shares, subject to the clawback and reallocation provisions as set out in Section 4.2.4 of this Prospectus, at the Retail Price in the following manner:

(i) Allocation to the Eligible Persons

35,000,000 Issue Shares, representing 1.0% of our enlarged issued Shares, are reserved for application by the Eligible Persons in the following manner:

<u>Category of Eligible Persons</u>	<u>No. of Eligible Persons</u>	<u>Aggregate no. of Issue Shares allocated</u> <u>('000)</u>
Our Directors ⁽¹⁾	6	3,300
Eligible employees of our Group (including directors of our subsidiaries) ⁽²⁾	700	5,000
Persons who have contributed to the success of our Group ⁽³⁾	650	26,700
Total	1,356	35,000

Notes:

- (1) DSKK will not be allocated any Issue Shares under the Retail Offering. The criteria for allocation to our other Directors are based on, among others, their respective roles and responsibilities in our Company and they collectively will be allocated a total of 3,300,000 Issue Shares, as follows:

<u>Name</u>	<u>No. of Issue Shares allocated</u> <u>('000)</u>
Tan Sri Datuk Seri Mazlan Bin Lazim	1,200
Candy Chai	500
Sherman Lam	1,000
Agnes Chan	200
Chin Wei Min	200
Chin Shih Hui	200
Total	3,300

4. DETAILS OF OUR IPO (Cont'd)

- (2) *The allocation of our Issue Shares to the eligible employees of our Group is to be made to full-time confirmed employees of our Group based on, among others, their job grade, length of service, performances and their past contributions to our Group. The number of Issue Shares to be allocated to our Key Senior Management are as follows:*

Name	No. of Issue Shares allocated (’000)
<i>Tee Kok Hiem</i>	1,000
<i>Ho Lai Wah</i>	150
<i>Yap Kit Foong</i>	200
<i>Aida Lim Lean Ling</i>	150
<i>Robert Chai</i>	1,000
<i>John Chai</i>	1,000
Total	3,500

- (3) *The criteria for the allocation of our Issue Shares to persons who have contributed to the success of our Group are based on, among others, their length of business relationship with our Group and their contributions to the success of our Group.*

(ii) Allocation via balloting to the Malaysian Public

70,000,000 Issue Shares, representing 2.0% of our enlarged issued Shares, are reserved for application by the Malaysian Public, of which 35,000,000 Issue Shares have been set aside for application by Bumiputera citizens, companies, co-operatives, societies and institutions.

4. DETAILS OF OUR IPO (Cont'd)

In summary, our IPO Shares will be allocated, subject to the clawback and reallocation provisions and the Over-allotment Option as set out in Sections 4.2.4 and 4.2.5 of this Prospectus, respectively, in the following manner:

Category	Offer for Sale		Public Issue		Total	
	No. of Shares (^{'000})	% of our enlarged issued Shares ⁽¹⁾	No. of Shares (^{'000})	% of our enlarged issued Shares ⁽¹⁾	No. of Shares (^{'000})	% of our enlarged issued Shares ⁽¹⁾
Retail Offering:						
Eligible Persons:						
- Our Directors	-	-	3,300	0.1	3,300	0.1
- Eligible employees of our Group (including directors of our subsidiaries)	-	-	5,000	0.1	5,000	0.1
- Persons who have contributed to the success of our Group	-	-	26,700	0.8	26,700	0.8
Malaysian Public (via balloting):						
- Bumiputera	-	-	35,000	1.0	35,000	1.0
- Non-Bumiputera	-	-	35,000	1.0	35,000	1.0
Sub-total	-	-	105,000	3.0	105,000	3.0
Institutional Offering:						
- Bumiputera investors approved by the MITI	437,500	12.5	-	-	437,500	12.5
- Institutional and selected investors	192,500	5.5	105,000	3.0	297,500	8.5
Sub-total	630,000	18.0	105,000	3.0	735,000	21.0
Total	630,000	18.0	210,000	6.0	840,000	24.0

Note:

(1) Based on our enlarged issued Shares of 3,500,000,000 upon our Listing.

The completion of the Retail Offering and the Institutional Offering are inter-conditional. Our IPO is also subject to the public shareholding spread requirement under the Listing Requirements as set out in Section 4.2.10 of this Prospectus.

4. DETAILS OF OUR IPO (Cont'd)

4.2.4 Clawback and reallocation

The Institutional Offering and the Retail Offering shall be subject to the following clawback and reallocation provisions:

- (i) if our Issue Shares allocated to the Eligible Persons (subject to the reallocation process for the Eligible Persons as set out below) are under-subscribed, such Issue Shares may be allocated to the other institutional and selected investors under the Institutional Offering or the Malaysian Public under the Retail Offering or a combination of both, at the discretion of the Sole Bookrunner and us;
- (ii) if the Offer Shares allocated to Bumiputera investors approved by the MITI ("**MITI Tranche**") are under-subscribed, such Offer Shares will be allocated to Bumiputera public investors under the Retail Offering via balloting process as mentioned in Section 4.2.3(ii) of this Prospectus.

If after the above reallocation, the MITI Tranche is still under-subscribed by Bumiputera public investors, and there is a corresponding over-subscription for our IPO Shares under the Institutional Offering and for our Issue Shares under the Retail Offering by the non-Bumiputera investors, the Offer Shares will be clawed back from the MITI Tranche and allocated firstly, to the Malaysian institutional investors under the Institutional Offering, and thereafter to the other institutional and selected investors under the Institutional Offering, and subsequently to the other Malaysian Public under the Retail Offering;

- (iii) subject to items (i) and (ii) above, if there is an over-subscription in the Retail Offering and there is a corresponding under-subscription in the Institutional Offering, our IPO Shares may be clawed back from the Institutional Offering and allocated to the Retail Offering; and
- (iv) subject to item (i) above, if there is an over-subscription in the Institutional Offering and there is a corresponding under-subscription in the Retail Offering, our Issue Shares may be clawed back from the Retail Offering and allocated to the Institutional Offering.

There will be no clawback and reallocation if there is an over-subscription or under-subscription in both the Institutional Offering and the Retail Offering or an under-subscription in either the Institutional Offering or the Retail Offering but no over-subscription in the other.

Any Issue Shares not taken up by any of the Eligible Persons ("**Excess Issue Shares**") in item (i) above will be made available for application by the other Eligible Persons who have applied for the Excess Issue Shares on top of their pre-determined allocation and allocated on a fair and equitable basis and in the following priority:

- (a) firstly, allocation on a pro-rata basis to our Directors and eligible employees of our Group who have applied for the Excess Issue Shares based on the number of Excess Issue Shares applied for;
- (b) secondly, allocation of any surplus Excess Issue Shares after item (a) above on a pro-rata basis to persons who have contributed to the success of our Group who have applied for the Excess Issue Shares based on the number of Excess Issue Shares applied for; and
- (c) thirdly, to minimise odd lots.

4. DETAILS OF OUR IPO (Cont'd)

Our Board reserves the right to allot Excess Issue Shares applied for in such manner as it may deem fit and expedient in the best interest of our Company, subject always to such allocation being made on a fair and equitable basis, and that the intention of our Board as set out in items (a) to (c) above is achieved. Our Board also reserves the right to accept or reject any Excess Issue Shares application, in full or in part, without assigning any reason.

Once completed, the steps involving items (a) to (c) above will not be repeated. Should there be any balance of Excess Issue Shares thereafter, such balance will be made available for clawback and reallocation as described in item (i) above. Any Issue Shares under the Retail Offering not applied for after being subject to the clawback and reallocation provisions above shall be underwritten by the Sole Underwriter.

To the best of our knowledge and belief:

- (a) there is no substantial shareholder, Director or Key Senior Management who have indicated that they intend to subscribe for our IPO Shares, save for our Issue Shares made available for application under the Pink Form Allocation; and
- (b) there is no person who intends to subscribe for more than 5.0% of our IPO Shares.

4.2.5 Over-allotment Option

The Over-allotment Option Provider may grant an Over-allotment Option to the Stabilising Manager (on behalf of the Sole Bookrunner) and may together with our Company appoint the Stabilising Manager to undertake any price stabilisation actions. The Stabilising Manager (or person(s) acting on behalf of the Stabilising Manager) may at its sole and absolute discretion, over-allot our Shares (on behalf of the Sole Bookrunner) and subsequently, effect transactions to stabilise or maintain the market price of our Shares at levels that might not otherwise prevail in the open market.

Such transactions consist of bids or purchases to peg, fix or maintain the price of our Shares. If the Stabilising Manager creates a short position in our Shares in connection with the Institutional Offering, the Stabilising Manager may reduce that short position by purchasing our Shares in the open market. The Stabilising Manager may also elect to reduce any short positions by exercising all or part of the Over-allotment Option.

If granted, the Over-allotment Option will be exercisable in whole or in part by the Stabilising Manager, on one or more occasions, by giving written notice to the Over-allotment Option Provider at any time, within 30 days from the date of our Listing to purchase from the Over-allotment Option Provider up to an aggregate of 70,000,000 Shares, representing up to approximately 8.3% of the total number of our IPO Shares offered, solely for purposes of covering over-allotments of our Shares (if any).

Subject to there being an over-allotment, the Stabilising Manager will (on behalf of the Sole Bookrunner) enter into the Share Lending Agreement with the Over-allotment Option Provider to borrow up to an aggregate of 70,000,000 Shares to cover the over-allotments. Any Shares that may be borrowed by the Stabilising Manager under the Share Lending Agreement will be returned by the Stabilising Manager to the Over-allotment Option Provider either through the purchase of our Shares in the open market by the Stabilising Manager in the conduct of the stabilisation activities or deemed returned through the exercise of the Over-allotment Option by the Stabilising Manager or a combination of both. The exercise of the Over-allotment Option will not increase the total number of Shares issued and is not intended to constitute an offer for sale of our Shares by the Over-allotment Option Provider under our IPO.

4. DETAILS OF OUR IPO (Cont'd)

Purchases of a security to stabilise the price or to cover the over-allotment may cause the price of the security to be higher than it might be in the absence of these purchases. Such transactions may be effected on the Main Market of Bursa Securities, in compliance with all applicable laws and regulations, including the CMSA and any regulations thereunder.

The number of Shares that the Stabilising Manager (or person(s) acting on behalf of the Stabilising Manager) may buy to undertake stabilising action, shall not exceed an aggregate of 70,000,000 Shares, representing up to approximately 8.3% of the total number of our IPO Shares offered. However, there is no obligation on the Stabilising Manager (or person(s) acting on behalf of the Stabilising Manager) to undertake such stabilising action. Such stabilising actions may commence on or after the commencement of trading of our Shares on the Main Market of Bursa Securities and, if commenced, may be discontinued at any time and cannot be effected after the earlier of (i) the date falling 30 days from the commencement of trading of our Shares on the Main Market of Bursa Securities; or (ii) the date when the Stabilising Manager has bought, on the Main Market of Bursa Securities, an aggregate of 70,000,000 Shares, representing up to approximately 8.3% of the total number of our IPO Shares offered to undertake the stabilising action.

Neither our Company, the Over-allotment Option Provider nor the Stabilising Manager makes any representation or prediction as to the direction or magnitude of any effect that the transactions described above may have on the price of our Shares. In addition, neither our Company, the Over-allotment Option Provider nor the Stabilising Manager makes any representation that the Stabilising Manager will engage in such transactions, or that such transactions once commenced, will not be discontinued without notice (unless such notice is required by law).

4.2.6 ESOS

In conjunction with our Listing, we have established an ESOS which involves the granting of ESOS Options to the eligible executive directors of our Company or any company within our Group ("**Executive Director**") and/or employee who fulfills the conditions as set out in the ESOS Bylaws as set out in the Bylaws in Annexure D of this Prospectus ("**ESOS Eligible Persons**").

The ESOS shall be administered by the ESOS Committee and governed by the Bylaws.

The salient features of the ESOS are as follows:

(i) **Maximum number of new Shares available under the ESOS**

The maximum number of new Shares which may be made available under the ESOS shall not exceed in aggregate 1.0% of our total number of issued Shares (excluding treasury shares, if any) at any one time during the duration of the ESOS ("**Maximum Limit**").

(ii) **Basis of allocation and maximum allowable allocation**

Subject to any adjustments as may be made under the Bylaws, the aggregate number of new Shares that may be offered and allotted to any ESOS Eligible Persons shall be determined by the ESOS Committee at its sole and absolute discretion, after taking into consideration, among others and where relevant, the ESOS Eligible Person's position, ranking, performance, contribution, seniority, length of service and the fulfilment of the eligibility criteria as referred to in the Bylaws and/or such other matters which the ESOS Committee may in its sole and absolute discretion deem fit, subject to, among others, the following:

4. DETAILS OF OUR IPO (Cont'd)

- (a) the aggregate number of new Shares to be issued pursuant to the exercise of the ESOS Options granted under the ESOS shall not exceed the Maximum Limit and the ESOS Committee shall not be obliged in any way to offer any of the ESOS Eligible Persons any ESOS Options for all the specified maximum number of our Shares the ESOS Eligible Persons are entitled to under the ESOS;
- (b) any offer, allocation of ESOS Options under the ESOS and the related allotment of Shares to (1) any interested director, interested major shareholder, interested chief executive, who is an ESOS Eligible Person; or (2) any interested person connected with them, who is an ESOS Eligible Person, shall require prior approval of the shareholders of our Company in a general meeting. The interested director, interested major shareholder, interested chief executive and interested person connected with them, shall not vote on the resolution approving the said offer, allocation and allotment. The interested director, interested major shareholder or interested chief executive must ensure that persons connected with him abstain from voting on the resolution approving the said offer, allocation and allotment;
- (c) the Executive Directors and senior management who is an employee of any company within our Group who falls within such grading as determined by the ESOS Committee at its sole and absolute discretion from time to time ("**Senior Management**") shall not be allowed to participate in the deliberation or discussion of their respective allocation of any ESOS Options and/or allocations of any ESOS Options to person connected with them under the ESOS;
- (d) not more than 10.0% of our Shares available under the ESOS shall be allocated to any of the ESOS Eligible Persons, who, either singly or collectively through persons connected with them, holds 20.0% or more of our total number of issued Shares (excluding treasury shares, if any);
- (e) not more than 50.0% of our total Shares to be made available under the ESOS shall be allocated, in aggregate, to the Executive Directors and Senior Management; and
- (f) any performance target to be achieved before any ESOS Options can be granted and/or exercised by an ESOS Eligible Persons shall be determined by the ESOS Committee at its sole and absolute discretion.

(iii) Vesting period and conditions

The ESOS Committee shall have the sole and absolute discretion in determining whether any ESOS Options granted are subject to any vesting period and any conditions which are required to be fulfilled by an ESOS Eligible Person before any ESOS Option is capable of being vested onto such ESOS Eligible Person, and to be communicated in an offer pursuant to the Bylaws ("**Vesting Conditions**") and whether such Vesting Conditions are subject to any performance target.

(iv) Duration of the ESOS

The ESOS shall be in force for a period of five years from the effective date.

4. DETAILS OF OUR IPO (Cont'd)

(v) Eligibility

- (a) An employee who as at the date on which an offer (including subsequent offers) is made by the ESOS Committee in writing to him or her to participate in the ESOS (“**Date of Offer**”), fulfils the following conditions shall be eligible to participate in the ESOS:
- (1) has attained 18 years of age;
 - (2) is not an undischarged bankrupt nor subject to any bankruptcy proceedings;
 - (3) must have confirmed in employment on a full-time basis and has served at least one year of employment in a company within our Group;
 - (4) where the employee has attained the mandatory retirement age of 60 years old, such employee shall have served for a continuous period of at least one year in a company within our Group prior to attaining the said mandatory retirement age, and shall subsequently have been offered continued employment with a company within our Group for a minimum period of one year and at the time of consideration for the offer, he/she continues to be employed;
 - (5) in the event the employee is employed by a corporation which is acquired by any company within our Group during the duration of the ESOS and such corporation becomes a subsidiary of any company within our Group upon completion of such acquisition, the employee must have completed a continuous period of employment of at least one year in any company within our Group from the date of confirmation of employment (which for the avoidance of doubt, shall exclude any probation period) following the date that such corporation becomes or is deemed to be a subsidiary of any company within our Group; and
 - (6) has fulfilled any other criteria as may be imposed by the ESOS Committee from time to time,
- provided always that the selection of any ESOS Eligible Persons for participation in the ESOS shall be at the sole and absolute discretion of the ESOS Committee and the decision of the ESOS Committee shall be final and binding. Notwithstanding the above, the ESOS Committee may, at its sole and absolute discretion, waive any of the eligibility conditions set out above.
- (b) An Executive Director who as at the Date of Offer, fulfils the following conditions shall be eligible to participate in the ESOS
- (1) has attained 18 years of age;
 - (2) is not an undischarged bankrupt nor subject to any bankruptcy proceedings;
 - (3) is a director involved in the daily management and operations of our Company or any company within our Group;

4. DETAILS OF OUR IPO (Cont'd)

- (4) must have been confirmed in employment or service and has served at least one year of employment or service in a company within our Group;
- (5) where the Executive Director is under a fixed-term employment or service contract, the contract is for a duration of at least two years and shall not be expiring within six months from the Date of Offer;
- (6) in the event an Executive Director is employed or engaged by a corporation which is acquired by any company within our Group during the duration of the ESOS and such corporation becomes a subsidiary of any company within the our Group upon completion of such acquisition, the Executive Director must have completed a continuous period of employment or service of at least one year in any company within our Group from the date of confirmation of employment or service (which for the avoidance of doubt, shall exclude any probation period (if any)) following the date that such corporation becomes or is deemed to be a subsidiary;
- (7) is not an independent Director of our Company as prescribed under the Listing Requirements; and
- (8) has fulfilled any other criteria as may be imposed by the ESOS Committee from time to time,

provided always that the selection of any Executive Director for participation in the ESOS shall be at the discretion of the ESOS Committee and the decision of the ESOS Committee shall be final and binding. Notwithstanding the above, the ESOS Committee may, at its sole and absolute discretion, waive any of the eligibility conditions set out above.

(vi) Exercise price

Subject to any adjustments made under the Bylaws and pursuant to the Listing Requirements, the exercise price payable by an ESOS Eligible Person who has accepted the offer by our Company in accordance with the Bylaws shall be based on the five-day volume weighted average market price of our Shares immediately preceding the Date of Offer, with a discount, if any, provided always that such discount is not more than 10.0%, if deemed appropriate, or such other percentage of discount as may be permitted by any prevailing guidelines issued by Bursa Securities or any other relevant authorities as amended from time to time during the option period.

We do not intend to grant any ESOS Options in conjunction with our Listing.

4. DETAILS OF OUR IPO (Cont'd)

4.2.7 Share capital

Upon completion of our IPO, our share capital will be as follows:

	No. of Shares	RM'000
After the Bonus Issue	3,290,000,000	256,619
To be issued under our Public Issue	210,000,000	⁽¹⁾ [•]
Enlarged number of issued Shares and share capital upon Listing	3,500,000,000	[•]

Note:

(1) Calculated based on the Retail Price and after adjusting against our share capital, the estimated listing expenses of approximately RM[•] million assumed to be directly attributable to our Public Issue.

4.2.8 Classes of shares and ranking

As at the date of this Prospectus, we only have one class of shares, being ordinary shares.

Our Issue Shares will, upon allotment and issue, rank equally in all respects with our existing issued Shares including voting rights, and will be entitled to all rights, dividends and other distributions that may be declared subsequent to the date of allotment of our Issue Shares, subject to any applicable Rules of Bursa Depository.

The Offer Shares rank equally in all respects with our other existing issued Shares including voting rights, and will be entitled to all rights, dividends and other distributions that may be declared subsequent to the date of transfer of the Offer Shares, subject to any applicable Rules of Bursa Depository.

Subject to any special rights attaching to any Shares we may issue in the future, our shareholders will, in proportion to the amount paid on our Shares held by them, be entitled to share the profits paid out by us in the form of dividends and other distributions. Similarly, if our Company is liquidated, our shareholders will be entitled to the surplus (if any), in accordance with our Constitution after the satisfaction of any preferential payments in accordance with the Act and our liabilities.

At every general meeting of our Company, each of our shareholders will be entitled to vote in person, by proxy, or by attorney or by other duly authorised representative. Any resolution set out in the notice of any general meeting, or in any notice of resolution which may properly be moved and is intended to be moved at any general meeting, is voted by poll. On a poll, each shareholder present either in person, by proxy, by attorney or by other duly authorised representative will have one vote for each Share held or represented. A proxy may but need not be a member of our Company.

4.2.9 Priority of the offering

In the event the demand for our IPO Shares is less than 840,000,000 IPO Shares, our Public Issue shall take precedence over the Offer for Sale. The demand for our IPO Shares shall be firstly satisfied with our Issue Shares under our Public Issue, and following that, any excess demand will be satisfied with the Offer Shares under the Offer for Sale.

4. DETAILS OF OUR IPO (Cont'd)

4.2.10 Minimum subscription level

There is no minimum subscription level in terms of proceeds to be raised under our IPO. However, in order to comply with the public shareholding spread requirement under the Listing Requirements, the minimum subscription level in terms of the number of IPO Shares will be the number of Shares required to be held by the public shareholders of our Company to comply with the minimum public shareholding spread requirement under the Listing Requirements or as approved by Bursa Securities.

Under the Listing Requirements, we are required to have a minimum of 25.0% of our Shares held by at least 1,000 public shareholders, each holding not less than 100 Shares at the point of our Listing.

If the above requirement is not met, we may not be able to proceed with our Listing. See Section 5.3.4 of this Prospectus for details in the event there is a delay in or termination of our Listing.

4. DETAILS OF OUR IPO (Cont'd)

4.3 SELLING SHAREHOLDERS

Our Offer Shares to be offered by each Selling Shareholder and their respective direct shareholding in our Company before and after our IPO and their material relationship with our Group within the past three years are as follows:

Selling shareholder	Material relationship with our Group	Shareholding after the Bonus Issue		Shares to be offered under the Offer for Sale		Shareholding after our IPO assuming the Over-allotment Option is not exercised		Shares under the Over-allotment Option		Shareholding assuming the Over-allotment Option is fully exercised ⁽³⁾	
		No. of Shares ('000)	(1)%	No. of Shares ('000)	(2)%	No. of Shares ('000)	(2)%	No. of Shares ('000)	(2)%	No. of Shares ('000)	(2)%
K8 Resources	Promoter and substantial shareholder	3,127,129	95.05	542,500	15.50	2,584,629	73.85	70,000	2.00	2,514,629	71.85
Arus Sejahtera	Shareholder	162,871	4.95	87,500	2.50	75,371	2.15	-	-	75,371	2.15
Total		3,290,000	100.00	630,000	18.00	2,660,000	76.00	70,000	2.00	2,590,000	74.00

Notes:

- (1) Based on our enlarged issued Shares of 3,290,000,000 after the Bonus Issues.
- (2) Based on our enlarged issued Shares of 3,500,000,000 after our IPO.
- (3) Assuming an Over-allotment Option of 70,000,000 Shares, representing approximately 8.3% of the total number of our IPO Shares offered.

4. DETAILS OF OUR IPO (Cont'd)

4.4 BASIS OF ARRIVING AT THE PRICE OF OUR IPO SHARES AND REFUND MECHANISM

4.4.1 Retail Price

The Retail Price was determined and agreed upon between our Directors and the Selling Shareholders in consultation with the Sole Bookrunner, after taking into consideration the following factors:

- (i) price-to-earnings multiple of approximately [●] times based on our EPS of 2.77 sen after taking into account our PATAMI of RM97.0 million for the FYE 30 June 2025 and our enlarged issued Shares of 3,500,000,000 upon our Listing;
- (ii) pro forma consolidated NA per Share of RM[●] as at 30 June 2025 after our IPO based on our enlarged issued Shares of 3,500,000,000 upon our Listing;
- (iii) our competitive strengths, as follows:
 - (a) we are the leading player in Malaysia's convenience mart segment, which is poised for robust growth with the potential for further expansion;
 - (b) we cater to the needs of modern consumers who prioritise convenience and speed;
 - (c) we provide a curated range of products and offer competitive price-value proposition;
 - (d) we have an effective cost, quality and supply management through a differentiated procurement strategy and lean operating structure;
 - (e) we are a tech-driven company delivering unique value proposition to customers;
 - (f) we have a scalable and proven platform that could be leveraged for future growth;
 - (g) we have an efficient capital turnover and cash conversion; and
 - (h) we have a founder-led experienced management team with proven track record and industry expertise;
- (iv) our future plans and strategies, as follows:
 - (a) continuing our store expansion in Malaysia, with 115 new stores opened from 1 July 2025 up to the LPD and targeting an average of 14, 20 and 24 new stores per month in FYE 30 June 2026, FYE 30 June 2027 and FYE 30 June 2028, respectively, to drive further growth in our revenue and profit;
 - (b) growing our "KK Concept Store" format;
 - (c) continuing to enhance our product mix;
 - (d) increasing contribution of house brand products;
 - (e) improving our KK Rewards App, website and loyalty programme;
 - (f) investing in logistics and distribution capabilities;

4. DETAILS OF OUR IPO (Cont'd)

- (g) strengthening our international sourcing capabilities; and
- (h) investing in systems and automation;
- (v) outlook of the convenience retail industry, as described in Section 8 of this Prospectus; and
- (vi) prevailing market conditions, including market performance of key global indices and companies involved in similar businesses listed on Bursa Securities and regional stock exchanges, current market trends as well as investors' sentiments.

The Final Retail Price will be determined after the Institutional Price is fixed on the Price Determination Date and will be the lower of:

- (i) the Retail Price; or
- (ii) the Institutional Price.

If the Final Retail Price is lower than the Retail Price, the difference between the Retail Price and the Final Retail Price will be refunded to the successful applicants without any interest thereon. For further details on the refund mechanism are set out in Section 4.4.3 of this Prospectus.

The Final Retail Price and the Institutional Price will be announced within two Market Days from the Price Determination Date via Bursa Listing Information Network. In addition, all successful applicants will be given written notice of the Final Retail Price and the Institutional Price, together with the notices of allotment for our IPO Shares.

4.4.2 Institutional Price

The Institutional Price will be determined by a bookbuilding process wherein prospective institutional and selected investors will be invited to bid for portions of the Institutional Offering by specifying the number of our IPO Shares they would be prepared to acquire and the price they would be prepared to pay for our IPO Shares in respect of the Institutional Offering. This bookbuilding process commenced on [●] and will end on [●]. Upon completion of the bookbuilding process, the Institutional Price will be fixed by our Directors and the Selling Shareholders in consultation with the Sole Bookrunner on the Price Determination Date.

4.4.3 Refund mechanism

If the Final Retail Price is lower than the Retail Price, the difference between the Retail Price and the Final Retail Price will be refunded to the successful applicants without any interest. The refund will be made:

- (i) in the form of cheques to be despatched by ordinary post to the address maintained with Bursa Depository for applications made via the Application Form; or
- (ii) by crediting into the accounts of the successful applicants with the Participating Financial Institutions for applications made via the Electronic Share Application or the Internet Participating Financial Institutions or Participating Securities Firms for applications made via the Internet Share Application,

within 10 Market Days from the date of final ballot of applications, at the successful applicants' own risk.

For further details on the refund mechanism, see Section 15.9 of this Prospectus.

4. DETAILS OF OUR IPO (Cont'd)

4.4.4 Expected market capitalisation

Based on the Retail Price, the total market capitalisation of our Company upon our Listing would be approximately RM[•] billion.

You should also note that the market price of our Shares upon our Listing is subject to the vagaries of market forces and other uncertainties. You are reminded to carefully consider the risk factors as set out in Section 5 of this Prospectus.

4.5 DILUTION

Dilution is the amount by which our pro forma consolidated NA per Share after our IPO is less than the price paid by retail, institutional and selected investors for our Shares. Our pro forma consolidated NA per Share as at 30 June 2025 after adjusting for the Bonus Issue, and before adjusting for our IPO was RM[•], based on our enlarged issued Shares of 3,290,000,000 following the Bonus Issue.

After taking into account our enlarged issued Shares from the issuance of 210,000,000 Issue Shares and after adjusting for the use of proceeds from our Public Issue, our pro forma consolidated NA per Share as at 30 June 2025 would be RM[•]. This represents an immediate increase in NA per Share of RM[•] to our existing shareholders and an immediate dilution in pro forma consolidated NA per Share of RM[•], representing [•]% of the Retail Price and the Institutional Price (assuming the Final Retail Price and the Institutional Price will equal the Retail Price) to the retail/institutional and selected investors.

The following table illustrates such dilution on a per Share basis assuming the Retail Price is equal to the Final Retail Price and the Institutional Price:

	<u>RM</u>
Final Retail Price/Institutional Price	[•]
Pro forma consolidated NA per Share as at 30 June 2025 after the Bonus Issue and before adjusting for our IPO	[•]
Pro forma consolidated NA per Share as at 30 June 2025, after the Bonus Issue and after adjusting for the use of proceeds from our Public Issue	[•]
Increase in consolidated NA per Share to our existing shareholders	[•]
Dilution in pro forma consolidated NA per Share to the retail/institutional and selected investors	[•]
Dilution in pro forma consolidated NA per Share to the retail/institutional and selected investors as a percentage of the Final Retail Price/Institutional Price	[•]%

4. DETAILS OF OUR IPO (Cont'd)

Save as disclosed below, none of our substantial shareholder, Directors, Key Senior Management or persons connected to them had acquired or subscribed our Shares in the past three years up to and including the LPD or have the right to acquire and/or subscribe for our Shares as at the LPD:

Date allotted/ subscribed	Name	No. of Shares		Allotted/ Transferred	Total consideration	Average price per Share
		Before the Bonus Issue	After the Bonus Issue			
			('000)		RM	RM
27.9.2023	DSKK	95	1	Allotted ⁽¹⁾	95	0.08
27.9.2023	DSL	5	*	Allotted ⁽¹⁾	5	0.08
8.2.2024	DSKK	234,287,843	2,970,770	Allotted ⁽²⁾	234,287,843	0.08
8.2.2024	DSL	12,330,939	156,356	Allotted ⁽³⁾	12,330,939	0.08
14.2.2024	K8 Resources	234,287,938	2,970,771	Transferred ⁽⁴⁾	234,287,938	0.08
14.2.2024	K8 Resources	12,330,944	156,356	Transferred ⁽⁵⁾	12,330,944	0.08
7.2.2025	K8 Resources	12,330,944	156,356	Transferred ⁽⁶⁾	62,665,628	0.40

Notes:

* Negligible.

(1) Allotted pursuant to subscription of our Shares.

(2) Allotment of our Shares as consideration to DSKK pursuant to a share acquisition of the shares in KKSMST owned by DSKK.

(3) Allotment of our Shares as consideration to DSL pursuant to a share acquisition of the shares in KKSMST owned by DSL.

(4) Pursuant to the sale of our Shares by DSKK to K8 Resources.

(5) Pursuant to the sale of our Shares by DSL to K8 Resources.

(6) Pursuant to the sale of our Shares by Arus Sejahtera to K8 Resources.

4. DETAILS OF OUR IPO (Cont'd)

4.6 USE OF PROCEEDS

We expect to use the gross proceeds from our Public Issue amounting to RM[•]⁽¹⁾ in the following manner:

Details of use of proceeds	Estimated timeframe for use from the date of our Listing	RM'000	%
Expansion of new stores in Malaysia	Within 24 months	[•]	[•]
DC expansion plan	Within 36 months	[•]	[•]
Investment in digital, IT hardware and software	Within 36 months	[•]	[•]
Repayment of bank borrowings	Within 6 months	[•]	[•]
Defray fees and expenses for our IPO and Listing	Within 3 months	[•]	[•]
Total		[•]	[•]

Note:

(1) We have assumed that the Institutional Price and the Final Retail Price will be equal to the Retail Price.

Further details on the use of proceeds from our Public Issue are as follows:

4.6.1 Expansion of new stores in Malaysia

We intend to use RM[•] million of the proceeds from our Public Issue to part finance the opening of approximately 302 new KK Supermart, KK Concept and KK Signature stores across Malaysia with 58.3% of them located in the Central region of Peninsular Malaysia and the remaining located in the other regions of Peninsular Malaysia and East Malaysia as part of our strategy to continuously expand our geographical footprint.

Our convenience marts are typically located at high foot traffic retail locations such as high street locations, transportation hubs, shopping malls and commercial spaces within residential developments. These strategically located stores are designed to offer convenience and cater to "on-the-go" and impulse purchases by a diverse range of end consumers.

We are committed to sustaining our store growth momentum with the immediate objective of growing our network to approximately 1,500 stores nationwide by the FYE 30 June 2028. As at the LPD, we operate 996 stores across Malaysia. As part of the expansion plan, we aim to open 302 new stores in the next 15 months to grow our store network to 1,290 stores by the FYE 30 June 2027. The breakdown of the 302 new stores by region is as follows:

Region	No. of new stores
Peninsular Malaysia	290
• Central	176
• East Coast	28
• Northern	39
• Southern	47
East Malaysia	12
Total	302

4. DETAILS OF OUR IPO (Cont'd)

Our strategic priority is to continuously expand our presence in areas where we already have a high concentration of stores, i.e. the Central region of Peninsular Malaysia (comprising Federal Territories of Kuala Lumpur and Putrajaya), by seeking new opportunities for store expansion wherever feasible. At the same time, we intend to broaden our presence in regions where we have lower store penetration, i.e. the Southern region (comprising Johor, Melaka and Negeri Sembilan) and the Northern region (comprising Kedah, Pulau Pinang and Perak), and more particular in the states of Johor and Pulau Pinang, where we currently have lower per-capita penetration levels. In addition, we also aim to establish our presence in new markets where we currently do not operate, namely Terengganu, Perlis, Kelantan and Sabah. This dual-pronged approach of deepening our presence in core markets while expanding into underserved and new markets supports our long-term goal of building a resilient and scalable nationwide retail network.

We expect the 302 new stores to have store size ranging from 1,200 sq. ft. to 1,600 sq. ft. As part of our store opening process, we will conduct site identification, preliminary assessment and physical site visit, followed by site implementation and renovation, before site delivery and store opening. The entire process from site implementation and licence applications to store opening typically taking between two to six months. See Section 7.5.2 of this Prospectus for further details on our store opening process.

Our capital expenditure for opening a new store includes renovation works, fittings and fixtures such as our racking systems, freezers and chillers, air conditioning, signboard, IT equipment as well as payments for rental deposits, legal costs and licensing application costs. Our average capital expenditure to open a new store, excluding inventory, was approximately RM29.7 million, RM33.4 million and RM30.5 million for the FYEs 30 June 2023, 30 June 2024 and 30 June 2025, respectively. Based on this, we estimate that the capital expenditure for opening a new store, excluding inventory, ranges between RM200,000 to RM300,000 per store, with an average of RM250,000 per store. This does not include the inventory cost which will vary depending on the locality and size of the new stores. Based on our past experience, the initial inventory stocking cost for each new store is approximately RM230,000.

Accordingly, the total capital expenditure for the planned opening of 302 new stores including the initial inventory stocking cost is estimated to be RM145.0 million, of which RM[•] million will be funded using the proceeds from our Public Issue and the shortfall will be funded using internally generated funds and/or bank borrowings.

We intend to use RM[•] million of the proceeds in the following manner:

Details	RM'000
Shop equipment	[•]
Signboard and fittings	[•]
Renovation works ⁽¹⁾	[•]
Inventories	[•]
Total	[•]

Note:

(1) *Comprising, among others, professional fees, fit-out works and IT infrastructure.*

4. DETAILS OF OUR IPO (Cont'd)

4.6.2 DC expansion plan

The anticipated growth in the number of our stores is expected to increase our Group's distribution and storage needs. In order to support our planned store growth, we aim to:

	<u>RM'000</u>
(a) Enhance the capacity of our DC by relocating our Balakong DC to a larger facility in the Klang Valley by end of 2027	[•]
(b) Enhance our distribution network by adopting a hub-and-spoke model. This will involve the rental of two new DCs in Butterworth, Pulau Pinang and Johor Bahru, Johor, to supplement our central DC in the Klang Valley	[•]
In executing this plan, we intend to prioritise the setup of the new DC in Johor first to cater for the growth of our store network in the Southern region, before establishing the new DC in Butterworth, Pulau Pinang. We aim to have both the Southern and Northern DCs operational by end of 2029	
Total	<u>[•]</u>

Our Group intends to rent suitable premises for the new DCs rather than constructing new DC facilities. As at the LPD, we have not identified any specific locations for the new DCs as they are subject to ongoing evaluation of factors such as proximity to our stores, rental costs and/or transport connectivity with ease of access to major highways.

The expected timeframe for the commencement of the new DCs will also be subject to, among others, our business strategies, our requirements at that point in time and store openings in the vicinity. The expected timeframe from site identification until commission is estimated to be between 15 months and 18 months, depending on the condition of the site and the extent of refurbishment required for the new DC by our Group.

The total expenditure required to commission and put our DC on-stream mainly comprises the rental expenses and set up costs associated with fit-out works, installation of automation equipment, racking system and purchase of material handling equipment. We intend to use RM[•] million of the proceeds from our Public Issue to finance the capital expenditure and initial year's operating expenditure for three new DCs over 36 months commencing from the Listing.

4.6.3 Investment in digital IT hardware and software

Our operations are supported by an integrated supply chain and IT system. We plan to allocate approximately RM[•] million of the proceeds from our Public Issue within the next 36 months on digital, IT hardware and software to further enhance our IT network and capabilities to support our next phase of growth and to improve our operating efficiency and productivity.

We plan to invest significantly in digital initiatives, modernising and maintaining our IT hardware infrastructure and software application over a period of three years. This includes, among others:

- (i) revamping and enhancing fundamental business operations and processes by adopting digital technologies to drive innovation and future-proofing our business;

4. DETAILS OF OUR IPO (Cont'd)

- (ii) implementing modern technologies and solutions to replace legacy systems for better efficiency;
- (iii) strengthening our IT and communication infrastructure to enable digital and business transformation; and
- (iv) enhancing our data protection, security and governance to ensure regulatory compliance.

We intend to use RM[•] million of the proceeds from our Public Issue to fund our investment in digital, IT hardware and software, the details of which are as follows:

	<u>RM'000</u>
Revamping and enhancing fundamental business operations and processes by adopting digital technologies to drive innovation and future-proofing our business, such as:	[•]
<ul style="list-style-type: none"> (a) management reporting dashboard comprising of strategic, tactical and operational reports; (b) centralised enterprise data warehouse delivering a unified view of our company's data, to enable informed decision-making, improved collaboration, and better strategic planning; and (c) cloud hosting and computing platform offering on-demand availability of computing resources for improved scalability, increased efficiency, enhanced security and greater flexibility. 	
Implementing modern technologies and solutions to replace legacy systems for better efficiency, such as:	[•]
<ul style="list-style-type: none"> (a) POS; (b) enterprise resource planning system including inventory management, procurement and finance modules; and (c) warehouse management system. 	
Strengthening our IT and communication infrastructure to enable digital and business transformation, such as:	[•]
<ul style="list-style-type: none"> (a) internal staff mobile application; and (b) cloud-powered productivity platform for collaboration, communication, and overall productivity of the employees of our headquarters, DC and stores. 	
Enhancing our data protection, security and governance to ensure regulatory compliance, such as eInvoicing system for submission of digital invoices to the Inland Revenue Board of Malaysia for registration and validation.	[•]
Note: Data security control measures are embedded in all the above digital, IT hardware and software initiatives as well.	
Total	<u>[•]</u>

We believe that our investment in digital, IT hardware and software will further enhance our operational efficiencies and integration throughout our organisation and support the implementation of our strategic initiatives as it provides our management team with improved control over our operations.

4. DETAILS OF OUR IPO (Cont'd)

Any shortfall in the allocated proceeds to fund the above investment will be funded via our internally generated funds. See Section 7.3.8 of this Prospectus for further details on our plans to invest in systems and automation to improve operational efficiencies.

4.6.4 Repayment of bank borrowings

We intend to use RM[•] million of the proceeds from our Public Issue to repay our bank borrowings, the details of which are as follows:

Bank/ Type of facility	Facility amount (RM'000)	Amount outstanding as at the LPD (RM'000)	Proposed repayment amount (RM'000)	Interest rate (% per annum)/ Maturity date
Public Bank Berhad / Term loan	[•]	[•]	[•]	4.05% - 4.27% / between 1 July 2037 to 1 February 2040
CIMB Bank Berhad / Term loan	[•]	[•]	[•]	4.35% / 1 November 2034
RHB Bank / Term loan	[•]	[•]	[•]	4.45% / 1 August 2037
Total	[•]	[•]	[•]	

The above term loan facilities were drawn down to part finance the acquisition of our Group's office units and stores, for which the total purchase consideration amounts to RM[•] million.

The repayment of such borrowings by our Group using the proceeds from our Public Issue is expected to result in interest savings of approximately RM[•] million per annum, assuming such sums are paid immediately. However, the actual interest savings may vary depending on the then applicable interest rate, which is based on the prevailing base lending rates of the respective banks.

There are no prepayment penalties for the repayment of the short-term bank borrowings.

Assuming the utilisation of RM[•] million from proceeds from our Public Issue for the repayment of our bank borrowings, the pro forma borrowings of our Company after our IPO would be RM[•] million.

The increase in our total equity from the issuance of new Shares under our Public Issue, coupled with the repayment of the above borrowings, will reduce our overall gearing level from 0.2 times as at 30 June 2025 to [•] times after our IPO.

4. DETAILS OF OUR IPO (Cont'd)

4.6.5 Defray fees and expenses for our IPO and Listing

The fees and expenses for our IPO and Listing to be borne by us are estimated to be RM[•] million, comprising the following:

	<u>RM'000</u>
Professional fees	[•]
Fees payable to authorities	[•]
Brokerage, underwriting and placement fees	[•]
Other fees and expenses such as printing, advertising and marketing expenses	[•]
Total	<u>[•]</u>

If the actual fees and expenses for our IPO and Listing are higher than budgeted, the shortfall will be funded via our internally generated fund. On the other hand, if the actual fees and expenses are lower than budgeted, the excess amount not utilised to defray our listing expenses will be used to support the expansion of new stores in Malaysia.

The actual proceeds accruing to our Company will depend on the Institutional Price and the Final Retail Price. If the actual proceeds are higher than budgeted above, the excess will be used to support the expansion of new stores in Malaysia. Conversely if the actual proceeds are lower than budgeted above, the proceeds allocated to support the stores expansion will be reduced.

In the event that we incur any expenditures for our stores expansion, DC expansion plan and investment in digital, IT hardware and software before the receipt of the proceeds from our Public Issue, the proceeds will be used to replenish our internally generated funds used for the purpose of the capital expenditures incurred and paid.

Given the timing of the use of proceeds to be raised from our Public Issue may not be immediate and as part of our capital management to maximise profit, we intend to place the proceeds raised from our Public Issue or any balance (including accrued profit, if any) in interest-bearing accounts with licensed financial institution(s) and/or in money-market deposit instruments/funds.

Our Company will not receive any proceeds from the Offer for Sale. The total gross proceeds from the Offer for Sale of up to approximately RM[•] million will accrue entirely to the Selling Shareholders. The Selling Shareholders will bear their own professional fees and placement fees as well as other miscellaneous expenses for the Offer for Sale which are estimated to be approximately RM[•] million.

4. DETAILS OF OUR IPO (Cont'd)

4.7 BROKERAGE FEE, UNDERWRITING COMMISSION AND PLACEMENT FEE

4.7.1 Brokerage fee

We will pay brokerage in respect of our Issue Shares under the Retail Offering at the rate of [●]% (exclusive of applicable tax) of the Final Retail Price in respect of all successful applications which bear the stamp of either the participating organisations of Bursa Securities, members of the Association of Banks in Malaysia, members of the Malaysian Investment Banking Association and/or the Issuing House. The Sole Bookrunner is entitled to charge brokerage commission to successful applicants under the Institutional Offering. For the avoidance of doubt, such brokerage commission under the Institutional Offering will not be payable by us or the Selling Shareholders.

4.7.2 Underwriting commission

As stipulated in the Retail Underwriting Agreement, the Sole Underwriter has agreed to underwrite our Issue Shares under the Retail Offering for an underwriting commission of up to [●]% (exclusive of applicable tax) of the Retail Price multiplied by the total number of Issue Shares underwritten under the Retail Offering in accordance with the terms of the Retail Underwriting Agreement.

4.7.3 Placement fee

The Selling Shareholders for the Offer Shares and us for our Issue Shares will pay the Sole Bookrunner a placement fee and selling commission of [●]% (exclusive of applicable tax) of the Institutional Price multiplied by the number of IPO Shares sold to institutional and selected investors in accordance with the terms of the Placement Agreement.

4.8 DETAILS OF THE UNDERWRITING, PLACEMENT AND LOCK-UP ARRANGEMENTS

4.8.1 Underwriting

We have entered into the Retail Underwriting Agreement with the Sole Underwriter to underwrite 105,000,000 Issue Shares under the Retail Offering, subject to the clawback and reallocation provisions as set out in Section 4.2.4 of this Prospectus and upon the terms and subject to the conditions of the Retail Underwriting Agreement.

Details of the underwriting commission are set out in Section 4.7.2 of this Prospectus, while the salient terms of the Retail Underwriting Agreement are as follows:

[●]

4.8.2 Placement

We and the Selling Shareholders expect to enter into the Placement Agreement with the Sole Bookrunner in relation to the placement of up to 735,000,000 IPO Shares under the Institutional Offering, subject to the clawback and reallocation provisions as set out in Section 4.2.4 of this Prospectus. We and the Selling Shareholders will be requested to give various representations, warranties and undertakings, and to indemnify the Sole Bookrunner against certain liabilities in connection with our IPO. The terms of the Placement Agreement are subject to negotiations and may include termination events that are different from those under the Retail Underwriting Agreement as set out in Section 4.8.1 of this Prospectus.

4.8.3 Lock-up arrangement

[●]

4. DETAILS OF OUR IPO (Cont'd)

4.9 TRADING AND SETTLEMENT IN SECONDARY MARKET

Upon our Listing, our Shares will be traded through Bursa Securities and settled by book-entry settlement through the CDS, which is operated by Bursa Depository. This will be effected in accordance with the Rules of Bursa Depository and the provisions of the SICDA. Accordingly, we will not deliver share certificates to subscribers or purchasers of our IPO Shares.

Beneficial owners of our Shares are required under the Rules of Bursa Depository to maintain our Shares in CDS accounts, either directly in their names or through authorised nominees. Persons whose names appear in the Record of Depositors maintained by Bursa Depository will be treated as our shareholders in respect of the number of Shares credited to their respective CDS accounts.

Transactions in our Shares under the book-entry settlement system will be reflected by the seller's CDS account being debited with the number of Shares sold and the buyer's CDS account being credited with the number of Shares acquired. No transfer stamp duty is currently payable for our Shares that are settled on a book-entry basis, although there is a nominal transfer fee of RM10 payable for each transfer not transacted on the market.

Shares held in CDS accounts may not be withdrawn from the CDS except in the following instances:

- (i) to facilitate a share buy-back;
- (ii) to facilitate conversion of debt securities;
- (iii) to facilitate company restructuring process;
- (iv) where a body corporate is removed from the Official List;
- (v) to facilitate a rectification of any error; and
- (vi) in any other circumstances determined by Bursa Depository from time to time, after consultation with the SC.

Trading of shares of companies listed on Bursa Securities is normally done in "board lots" of 100 shares. Investors who desire to trade less than 100 shares are required to trade under the odd lot board. Settlement of trades done on a "ready" basis on Bursa Securities generally takes place on the second Market Day following the transaction date, and payment for the securities is generally settled on the second Market Day following the transaction date.

It is expected that our Shares will commence trading on Bursa Securities approximately 10 Market Days after the close of the Institutional Offering. Subscribers of our Shares will not be able to sell or otherwise deal in our Shares (except by way of book-entry transfer to other CDS accounts in circumstances which do not involve a change in beneficial ownership) prior to the commencement of trading on Bursa Securities.