

## 14. ADDITIONAL INFORMATION

### 14.1 EXTRACT OF OUR CONSTITUTION

The following provisions are extracted from our Company's Constitution which complies with the Listing Requirements, the Act and the Rules of Bursa Depository.

The words and expressions appearing in the following provisions shall bear the same meanings used in our Company's Constitution unless they are otherwise defined or the context otherwise requires.

#### (i) Remuneration, voting and borrowing powers of Directors

##### **Clause 101 – Directors' remuneration**

Subject to the Act and the Listing Requirements, the fees of the Directors and any benefits payable to the Directors shall from time to time be determined by way of an ordinary resolution of the Company in a general meeting and such fees shall be divided among the Directors in such proportions and manner as the Directors may determine and in default of agreement equally, except that if a Director has held office for part only of the period in respect of which such fees are payable, such a Director shall be entitled only to that proportion of the fees as is related to the period during which he has held office PROVIDED ALWAYS that:-

- (i) salaries, benefits and other emoluments payable to executive Director(s) pursuant to an employment contract or a contract of service need not be determined by the Company in a general meeting but such salaries may not include a commission on or percentage of turnover;
- (ii) fees payable to non-executive Directors shall be a fixed sum and not by way of a commission on or percentage of profits or turnover; and
- (iii) any fee paid to an Alternate Director shall be agreed upon between himself and the Director nominating him and shall be paid out of the remuneration of the latter.

##### **Clause 102 – Reimbursement of expenses**

- (a) The Directors shall be entitled to be reimbursed for all travelling or expenses as may be incurred in attending meetings of the Directors or of any committee of the Directors or general meetings or otherwise howsoever in or about the business of the Company in the course of the performance of their duties as Directors. In addition to the foregoing, a Director shall be entitled to such reasonable fixed allowance as may be determined by the Directors in respect of any attendance at any meeting and/or the performance of any duty or other things required of him as a Director.
- (b) If any Director being willing shall be called upon to perform extra services or to make any special exertions in going or residing away from his usual place of business or residence for any of the purposes of the Company or in giving special attention to the business of the Company as a member of a committee of Directors, the Company may remunerate the Director so doing either by a fixed sum or otherwise (other than by a sum to include a commission on or percentage of turnover) as may be determined by the Board provided that in the case of non-executive Directors, the said remuneration shall not include a commission on or percentage of profits or turnover. In the case of an executive Director, such fee may be either in addition to or in substitution for any director's fees payable to him from time to time.

##### **Clause 128 – Remuneration of chief executive, executive Director, managing Director**

The remuneration of the chief executive, executive Director, managing Director or any person holding an equivalent position, shall, from time to time be fixed by the Directors and may be by way of salary or commission or participation in profits or otherwise or by any or all of these modes but such remuneration shall not include a commission on or percentage of turnover but it may be a term of their appointment that they shall receive a pension, gratuity or other benefits upon their retirement.

#### 14. ADDITIONAL INFORMATION (Cont'd)

##### **Clause 78 – Chairman's casting vote**

In the case of an equality of votes, whether on a show of hands or on a poll, the chairman of the meeting at which the show of hands takes place or at which the poll is demanded shall be entitled to a second or casting vote.

##### **Clause 106 – Directors' borrowing powers**

- (a) Subject to the Act and the Listing Requirements, the Directors may exercise all the powers of the Company to do all or any of the following for any debt, liability, or obligation of the Company or of any related party (as defined in Section 7 of the Act):
  - (i) borrow money;
  - (ii) mortgage or charge its undertaking, property, and uncalled capital, or any part of the undertaking, property and uncalled capital;
  - (iii) issue debentures and other securities whether outright or as security;
  - (iv) lend and advance money or give credit to any person or company;
  - (v) guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or company; and/or
  - (vi) secure or undertake in any way the repayment of moneys lent or advanced to or the liabilities incurred by any person or company; and otherwise to assist any person or of any related party (as defined in Section 7 of the Act).
- (b) The Directors shall not borrow any money or mortgage or charge any of the Company's or the subsidiaries' undertaking, property or any uncalled capital, or to issue debentures and other securities whether outright or as security for any debt, liability or obligation of an unrelated third party.

##### **Clause 120 – Votes by majority and chairman of the meeting to have a casting vote**

Subject to this Constitution, any question arising at any meeting of Directors shall be decided by a majority of votes of the Directors present and a determination by a majority of Directors shall for all purposes be deemed a determination of the Directors. In case of an equality of votes, the chairman of the meeting shall have a second or casting vote, except where at the meeting only two (2) Directors form a quorum, the chairman of the meeting at which only such a quorum is present, or only two (2) Directors are competent to vote on the question at issue shall not have a casting vote.

##### **Clause 123 – Restriction on voting**

Subject to the Act, a Director shall not participate in any discussion or vote in respect of any contract or proposed contract or arrangement in which he has directly or indirectly an interest and if he shall do so his vote shall not be counted. A Director shall, notwithstanding his interest, be counted in the quorum for any meeting where a decision is to be taken upon any contract or proposed contract or arrangement in which he is in any way interested.

## 14. ADDITIONAL INFORMATION (Cont'd)

### **Clause 124 – Power to vote**

A Director may vote in respect of:

- (i) any arrangement for giving the Director himself or any other Directors any security or indemnity in respect of money lent by him to or obligations undertaken by him for the benefit of the Company;
- (ii) any arrangement for the giving by the Company of any security to a third party in respect of a debt or obligation of the Company for which the Director himself or any other Director has assumed responsibility in whole or in part, under a guarantee or indemnity or by the deposit of a security;
- (iii) any contract by the Director himself to subscribe for or underwrite shares or debentures of the Company; or
- (iv) any contract or arrangement with any other company in which he is interested only as an officer of the Company or as a holder of shares or other securities in that company.

### **(ii) Changes to share capital**

#### **Clause 56 – Power to increase capital**

The Company in a general meeting may from time to time, increase its share capital by the creation of new shares, such new capital to be of such amount and to be divided into shares of such respective amounts and to carry such rights or to be subject to such conditions or restrictions in regard to dividend, return of capital, voting or otherwise as the general meeting resolving upon such increase may direct.

#### **Clause 57 - Issuance of new shares to Members**

Subject to any direction to the contrary that may be given by the Company in general meeting and the Listing Requirements, all new shares or other convertible securities shall, before issuance, be offered to such persons as at the date of the offer are entitled to receive notices from the Company of general meetings in proportion as nearly as the circumstances admit, to the amount of the existing shares or Securities to which they are entitled. The offer shall be made by notice specifying the number of shares or Securities offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and, after the expiration of that time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares or Securities offered, the Directors may dispose of those shares or Securities in such manner as they think most beneficial to the Company. The Directors may likewise also dispose of any new shares or Securities which (by reason of the ratio which the new shares or Securities bear to the shares or Securities held by persons entitled to an offer of new shares or Securities) cannot, in the opinion of the Directors, be conveniently offered under this Constitution. Notwithstanding the above, the Directors shall not be required to offer any new ordinary shares for the time being unissued and not allotted and any new shares or other convertible securities from time to time to be created to the holders of the existing shares where the said shares or Securities are to be issued as consideration or part consideration for the acquisition of shares or assets by the Company.

For the avoidance of doubt, where the approval of Members is obtained in a general meeting for any issuance of shares or convertible securities, including approvals obtained for implementation of a scheme that involves a new issuance of shares or other convertible securities to employees of the Company and its subsidiaries and approval obtained under Sections 75 and 76 of the Act, such approval shall be deemed to be a direction to the contrary given in general meeting which will render the pre-emptive rights above inapplicable.

#### 14. **ADDITIONAL INFORMATION (Cont'd)**

In any case and in respect of any issuance of shares or convertible securities, the preemptive rights of Members are strictly as contained in the Constitution and accordingly, the provisions of Section 85 of the Act in respect of pre-emptive rights to new shares, shall not apply and the Company is not required to offer new shares or convertible securities in proportion to the shareholdings of the existing Members.

##### **Clause 59 – Power to alter capital**

Subject to the provisions of this Constitution, the Act, the Listing Requirements, the Central Depositories Act, and the Rules, the Company may by ordinary resolution:

- (i) consolidate and divide all or any of its share capital, the proportion between the amount paid and the amount, if any, unpaid on each subdivided share shall be the same as it was in the case of the share from which the subdivided share is derived;
- (ii) convert all or any of its paid-up shares into stock and reconvert that stock into fully-paid shares;
- (iii) subdivide its shares or any of its shares, such that whatever is in the subdivision, the proportion between the amount paid and the amount, if any, unpaid on each subdivided share shall be the same as it was in the case of the share from which the subdivided share is derived; or
- (iv) cancel shares which at the date of the passing of the resolution in that behalf have not been taken or agreed to be taken by any person or which have been forfeited and diminish the amount of its share capital by the amount of the shares so cancelled.

##### **Clause 60 – Power to reduce capital**

The Company may by special resolution, reduce its share capital in any manner permitted or authorised under and in compliance with the Act and the Applicable Laws.

##### **Clause 61 – Purchase by the Company of its own shares**

The Company may, subject to its obtaining such approval from the relevant authorities (if required) and to its compliance with the Act, the Listing Requirements and the Applicable Laws, purchase its own shares. Any shares so purchased by the Company shall be dealt with in accordance with the Act, the Listing Requirements, the Central Depositories Act and Rules, and all Applicable Laws. The provisions of Clauses 59 and 60 herein above shall not affect the power of the Company to cancel any shares or reduce its share capital pursuant to any exercise of the Company's powers under this Clause. The cancellation of shares purchased shall not be deemed to be a reduction of share capital within the meaning of the Act.

#### **(iii) Transfer of securities**

##### **Clause 30 – Transfer in writing**

Subject to this Constitution, the Listing Requirements, the Central Depositories Act and the Rules, any Member may transfer all or any of his Securities (except those Deposited Securities which are for the time being designated as securities in suspense) by an instrument in writing in the form prescribed and approved by the Exchange upon which the Company is listed on the Exchange. The instrument shall have been executed by or on behalf of the transferor and the transferee, and the transferor shall remain the holder of the Securities transferred until the transfer is registered and the name of the transferee is entered in the Record of Depositors.

##### **Clause 31 – Transfer of Securities**

The transfer of any Deposited Securities shall be made by way of book entry by the Central Depository in accordance with the Rules and, notwithstanding Sections 105, 106 and 110 of the Act, but subject to Section 148(2) of the Act and any exemption that may be made from compliance with Section 148(1) of the Act, the Company shall be precluded from registering and effecting any transfer of such Deposited Securities.

**14. ADDITIONAL INFORMATION (Cont'd)**

**Clause 32 – No restriction on the transfer of fully paid Securities**

Subject to this Constitution, the Listing Requirements, the Central Depositories Act and the Rules, there shall be no restriction on the transfer of fully paid Securities except where required by law or transfer is in respect of the partly paid shares in respect of which a call has been made and is unpaid.

**Clause 33(a) – Refusal to register**

The Central Depository may, in its absolute discretion, refuse to register any transfer of Deposited Security that does not comply with the Central Depositories Act and/or the Rules.

**(iv) Rights, preferences and restrictions attached to each class of shares relating to voting, dividend, liquidation and any special rights**

**Clause 7 – Allotment of shares**

Without prejudice to any special rights previously conferred on the holders of any existing shares or class of shares and subject to the provisions of this Constitution, the Act, the Listing Requirements, any Applicable Laws, and to the provisions of any resolution of the Company, the Board may issue, allot or grant rights to subscribe for or otherwise dispose of such shares to such persons at such price, on such terms and conditions, with such preferred, deferred and/or other special rights and subject to such restrictions, whether in regard to dividend, voting, return of capital or otherwise as they deem proper, and at such times as the Board may determine but the Board in making any issuance of shares shall comply with the following conditions:-

- (i) in the case of shares, other than ordinary shares, no special rights shall be attached until the same has been expressed in this Constitution and in the resolution creating the same;
- (ii) no shares shall be issued which shall have the effect of transferring a controlling interest in the Company without the prior approval of the Members in general meetings;
- (iii) every issuance of shares or options to employees and/or Directors of the Company and/or its subsidiaries under an employee share option scheme shall be approved by the Members in general meeting;
- (iv) no Director shall participate in a scheme that involves a new issuance of shares or options unless the Members in a general meeting have approved the specific allotment to be made to such Director and such Director must not vote on the resolution approving the said allotment; and
- (v) except in the case of an issuance of Securities on a pro-rata basis to all Members, or, pursuant to a back-to-back placement or a Dividend Reinvestment Scheme undertaken in compliance with the Listing Requirements, there shall be no issuance and allotment of Securities to a Director, major shareholder, chief executive or person connected with any Director, major shareholder or chief executive (hereinafter referred to as the "interested Director", "interested major shareholder", "interested chief executive" or "interested person connected with a Director, major shareholder or chief executive" respectively) unless the Members in a general meeting have approved of the specific allotment to be made to such aforesaid interested Director, interested major shareholder, interested chief executive or interested person connected with a Director, major shareholder or chief executive, as the case may be. In this Constitution, "major shareholder", "chief executive", "person connected with any Director, major shareholder or chief executive" and "Dividend Reinvestment Scheme" shall have the meaning ascribed thereto in the Listing Requirements.

## 14. ADDITIONAL INFORMATION (Cont'd)

### **Clause 8 – Rights of preference shareholders**

Subject to the Act, the Listing Requirements and any Applicable Laws, any preference shares may with the sanction of an ordinary resolution, be issued on the terms that they are, or at the option of the Company are liable, to be redeemed and the Company shall not unless with the consent of the existing preference shareholders at a class of meeting issue preference shares ranking in priority above preference shares already issued, but may issue preference shares ranking equally therewith. Preference shareholders shall have:

- (i) the same rights as ordinary shareholders as regards to receiving notices, reports and audited accounts and attending general meetings of the Company; and
- (ii) the right to vote at any meeting convened for the purpose of reducing the share capital of the Company or on a proposal to wind up or during the winding up of the Company, or sanctioning a sale of the whole of the Company's undertaking, property or business, or where any resolution to be submitted to the meeting directly affects their rights and privileges, or when the dividend on the preference shares or part of the dividend is in arrears for more than six (6) months.

### **Clause 10 – Variation of class rights**

Subject to Section 91 of the Act, if at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, whether or not the Company is being wound up, be varied or abrogated with:

- (i) the consent in writing of the holders of not less than seventy-five per centum (75%) of the total voting rights of the Members in that class; or
- (ii) the sanction of a special resolution passed at a separate general meeting of the holders of the shares of that class. To every such separate general meeting, the provisions of this Constitution relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two (2) persons holding or representing by proxy at least one-third (1/3) of the number of the issued shares of the class (excluding any shares of that class held as treasury shares) and that any holder of shares of the class present in person or by proxy may demand a poll and shall be entitled on a poll to one (1) vote for every such share held by him. For adjourned meetings, the quorum is one (1) person present holding shares of such class. To every such special resolution, the provisions of Section 292 of the Act shall apply with such adaptations as are necessary.

### **Clause 11 – Ranking of class rights**

The rights conferred upon the holders of any shares or class of shares issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of such shares of that class, as regards to participation in the profits or assets of the Company in some or in all respect be deemed to be varied by the creation or issuance of further shares ranking *pari passu* therewith.

### **Clause 42 – Person entitled may receive dividends etc**

Where the registered holder of any share dies or becomes bankrupt, his personal representative or the assignee of his estate, as the case may be, shall, upon the production of such evidence as may from time to time be properly required by the Directors and/or Depository on that behalf, be entitled to receive and may give a discharge for all dividends and other moneys payable in respect of the shares as the registered holder would have been entitled to if he had not died or become bankrupt, but he shall not be entitled to receive notice of or to attend or vote at any meeting, or, save as aforesaid, to exercise any of the rights and privileges of a Member, unless and until he shall have become a Member in respect of the shares.

## 14. ADDITIONAL INFORMATION (Cont'd)

### **Clause 54 – Rights of stock holders**

The holders of stock shall, according to the amount of the stock held by them, have the same rights, privileges and advantages with regards to dividends, participation in assets on a winding up, voting at meetings of the Company and other matters as if they held the shares from which the stock arose, so that none of such rights, privileges or advantages (except participation in the dividends and profits of the Company and in the assets on winding up) shall be conferred by an amount of the stock which would not, if existing in shares, have conferred such rights, privileges or advantages.

### **Clause 149 – Payments of dividends**

Subject to the rights of persons, if any, entitled to shares with special rights as to dividend, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but no amount paid or credited as paid on a share in advance of call shall be treated for the purposes of this Constitution as paid on the share. All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date, that share shall rank for dividend accordingly.

## 14.2 SHARE CAPITAL

- (i) No Shares will be allotted, issued or offered on the basis of this Prospectus later than six (6) months after the date of the issue of this Prospectus.
- (ii) There is no founder, management or deferred shares in our Company. As at the date of this Prospectus, we have only one (1) class of shares, namely ordinary shares, all of which rank equally with one (1) another. There are no special rights attached to our Shares.
- (iii) None of our Group's capital is under any option or agreed conditionally or unconditionally to be put under any option as at the date of this Prospectus.
- (iv) No person has been or is entitled to be given an option to subscribe for any share, stock, debenture or other security of our Group, except for the Pink Form Allocation.
- (v) There is no scheme involving our employees in the capital of our Group, except for the Pink Form Allocation.
- (vi) Save as disclosed in Sections 6.1.4 and 6.1.5 of this Prospectus, no shares, outstanding warrants, options, convertible securities or uncalled capital of our Group have been or are proposed to be issued as fully or partly paid-up, in cash or otherwise than in cash, for the Financial Years Under Review and up to the LPD.
- (vii) As at the date of this Prospectus, our Group does not have any outstanding convertible debt securities, options, warrants or uncalled capital.

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## **14. ADDITIONAL INFORMATION (Cont'd)**

### **14.3 LIMITATION ON THE RIGHT TO OWN SECURITIES**

There are no limitations imposed by law or by the constituent documents of our Company on the right to own securities, including limitation on the right of non-resident or foreign shareholders to hold or exercise voting rights on our Shares.

### **14.4 PUBLIC TAKE-OVERS**

None of the following has occurred during the last financial year and up to the LPD:

- (i) public take-over offers by third parties in respect of our Group's shares; and
- (ii) public take-over offers by us in respect of other company's shares.

### **14.5 EXCHANGE CONTROLS/REPATRIATION OF CAPITAL AND REMITTANCE OF PROFIT**

#### **14.5.1 Malaysia**

As at the LPD, there are no governmental laws, decrees, regulations and/or other requirements which may affect repatriation of capital and remittance of profit by or to our Group.

The Income Tax Act 1967 of Malaysia governs the taxation of income in Malaysia. All corporations in Malaysia are required to adopt single-tier dividends. Hence, all dividends distributed to our shareholders under a single tier dividend are not taxable. Further, the Malaysian government does not levy withholding tax on dividend payments. Therefore, the dividends to be paid to shareholders who are non-tax residents in Malaysia are not subject to withholding tax in Malaysia. There is no Malaysian capital gains tax arising from the disposal of listed shares.

Based on the Finance Act 2024 gazetted on 31 December 2024, dividend tax at the rate of 2.00% will be imposed on annual chargeable dividend income exceeding RM100,000.00 received by individual shareholders (resident and non-residents) as well as individuals who hold shares through nominees with certain exemptions, effective from year of assessment 2025.

#### **14.5.2 Singapore**

As at the LPD, there are no governmental laws, decrees, regulations and/or other requirements which may affect repatriation of capital and remittance of profit by way of dividend to our Group from the levy of income tax and/or imposition of exchange control restriction.

The Income Tax Act 1947 of Singapore governs the taxation of income in Singapore. Singapore adopts a one-tier corporate tax system where the tax paid by a Singapore tax-resident company on its chargeable income is the final tax. Dividends paid by such company are tax-exempt in the hands of its shareholder, regardless of the legal form or the tax residency status of the shareholder. Further, Singapore does not levy withholding tax on dividend payments by such company.

Shareholders are advised to consult their own tax advisers in respect of the tax laws of their respective countries of residence which are applicable on such dividends received by them and the applicability of any double taxation agreement that their country of residence may have with Singapore.

### **14.6 MATERIAL LITIGATION, CLAIMS AND ARBITRATION**

As at the LPD, we are not engaged in any material litigation, claims and/or arbitration, either as plaintiff or defendant, which has a material effect on our financial position, and our Directors confirm that there are no proceedings pending or threatened, or of any fact likely to give rise to any proceedings, which might materially and adversely affect our financial position or business.

## 14. ADDITIONAL INFORMATION (Cont'd)

### 14.7 MATERIAL CONTRACTS

Save as disclosed below, we have not entered into any contracts which are material (not being contracts entered into in the ordinary course of business) within the period covered by the historical financial information as disclosed in this Prospectus up to the date of this Prospectus:

- (i) the sale and purchase agreement dated 26 April 2024 entered into between GSB as the vendor and Zhan, Lin as the purchaser for the sale and purchase of all that piece of service apartment known as Parcel No. A-08-08, Type C, Storey No. 8 and Building No. A in a housing development known as Residensi Solaris Parq bearing postal address of No. A-08-08, Residensi Solaris Parq, Changkat Hartamas, 50480 Wilayah Persekutuan Kuala Lumpur held under Master Title Geran 79849, Lot No. 81299, Mukim Batu, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan Kuala Lumpur for purchase consideration of RM1,120,000.00. The said disposal was completed on 26 July 2024;
- (ii) the sale and purchase agreement dated 28 October 2024 entered into between GSB as the vendor and Shubham Gupta and Srishti Sharma as the purchasers for the sale and purchase of a unit of Condominium known as Parcel No. A-09-03, Level 9, Block A, Type D9 together with Car Park Bays Accessory Parcels No. 2-123, 2-124, 2-125 & 2-126 in a housing development known as Residensi Setia Sky Seputeh held under Strata Title Geran 79421/M1A/10/12, No. Bangunan: M1A, No. Tingkat: 10, No. Petak: 12, No. Petak Aksesori: A461, A462, A463, A464, A1138 & A1139, Lot 20005 Seksyen 94, Bandar Kuala Lumpur, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan Kuala Lumpur and bearing postal address of A-09-03, Residensi Setia Sky Seputeh, No. 7, Jalan Taman Seputeh, Taman Seputeh, 58000 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur for purchase consideration of RM2,700,000.00. The said disposal was completed on 10 March 2025;
- (iii) the sale and purchase agreement dated 17 October 2024 entered into between Indo Aman Bina Sdn Bhd as the developer and GSB as the purchaser for the sale and purchase of Parcel No. A-48-1, Storey No. 48, Building No. A of Land Parcel No. A-48-1, together with an accessory parcel No. A975(TLK), in a housing development known as Ativo Annexe (Residensi Damansara Avenue 1) held under Master Title H.S (D) 324998, Lot No. PT111, Bandar Sri Damansara, Daerah Petaling and Negeri Selangor for purchase consideration of RM822,000. The said acquisition is expected to be completed by FYE 2028;
- (iv) the sale and purchase agreement dated 15 November 2022 entered into between GBD Land Sdn Bhd as the proprietor, GBD Development Sdn Bhd as the developer and GSB as the purchaser for the sale and purchase of Parcel No. 16-3, Storey No. 16, Type C1, in a housing development known as Skylon Residensi held under Master Title H.S.(D) 122345, PT 50002 Seksyen 57 (formerly known as Geran 27284, Lot 1027 Seksyen 57), Bandar Kuala Lumpur, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan Kuala Lumpur for purchase consideration of RM876,600.00. The said acquisition is expected to be completed by fourth quarter of FYE 2025;
- (v) the sale and purchase agreement dated 15 November 2022 entered into between GBD Land Sdn Bhd as the proprietor, GBD Development Sdn Bhd as the developer and GSB as the purchaser for the sale and purchase of Parcel No. 16-3A, Storey No. 16, Type D, together with Car Park Bays Accessory Parcels No. P11-06, in a housing development known as Skylon Residensi held under Master Title H.S.(D) 122345, PT 50002 Seksyen 57 (formerly known as Geran 27284, Lot 1027 Seksyen 57), Bandar Kuala Lumpur, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan Kuala Lumpur for purchase consideration of RM1,433,700.00. The said acquisition is expected to be completed by fourth quarter of FYE 2025;
- (vi) the sale and purchase agreement dated 20 May 2022 entered into between GBD Land Sdn Bhd as the proprietor, GBD Development Sdn Bhd as the developer and GSB as the purchaser for the sale and purchase of Parcel No. 33-3, Storey No. 33, Type B, together with Car Park Bays Accessory Parcels No. P6-06, in a housing development known as Skylon Residensi held under Master Title H.S.(D) 122345, PT 50002 Seksyen 57 (formerly known as Geran 27284, Lot 1027 Seksyen 57), Bandar Kuala Lumpur, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan Kuala Lumpur for purchase consideration of RM1,788,300.00. The said acquisition is expected to be completed by fourth quarter of FYE 2025;

#### 14. ADDITIONAL INFORMATION (Cont'd)

- (vii) the sale and purchase agreement dated 18 August 2023 entered into between Ketua Menteri Sabah as the proprietor, Sri Donglai Sdn Bhd as the vendor and GSB as the purchaser for the sale and purchase of Parcel No. T3-10-20, Level 10, Commercial Office Suites, Block T3 in a mixed commercial development known as The 3 Towers held under Geran 80739, Lot 20022 Seksyen 88 (formerly under HS(D) 120611, PT 218 Seksyen 88), Bandar Kuala Lumpur, Daerah Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur (previously known as Geran No 74933, Lot 187, Seksyen 88, Bandar Kuala Lumpur, Daerah Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur) for purchase consideration of RM1,056,250.00. The said acquisition was completed on 18 September 2023;
- (viii) the SSAs; and
- (ix) [the Underwriting Agreement].

#### 14.8 CONSENTS

- (i) The written consents of our Principal Adviser, Sole Underwriter and Placement Agent, Solicitors as to the laws of Malaysia and Singapore, Company Secretaries, Share Registrar and Issuing House for the inclusion in this Prospectus of their names in the form and context in which their names appear in this Prospectus have been given before the issue of this Prospectus, and have not subsequently been withdrawn.
- (ii) The written consent of our Auditors and Reporting Accountants for the inclusion in this Prospectus of their name, the Accountants' Report and the Reporting Accountants' Report on the Pro Forma Combined Statements of Financial Position, and all references thereto in the form and context in which they are contained in this Prospectus have been given before the issue of this Prospectus, and has not subsequently been withdrawn.
- (iii) The written consent of the IMR for the inclusion in this Prospectus of its name, the IMR Report and all references thereto in the form and context in which they are contained in this Prospectus has been given before the issue of this Prospectus, and has not subsequently been withdrawn.
- (iv) The written consent of the Independent Valuer for the inclusion in this Prospectus of its name, the Valuation Certificates and all references thereto in the form and context in which they are contained in this Prospectus has been given before the issue of this Prospectus, and has not subsequently been withdrawn.

#### 14.9 RESPONSIBILITY STATEMENTS

- (i) This Prospectus has been seen and approved by our Directors and Promoters and they collectively and individually accept full responsibility for the accuracy of the information. Having made all reasonable enquiries, and to the best of their knowledge and belief, they confirm there is no false or misleading statement or other facts which if omitted, would make any statement in this Prospectus false or misleading.
- (ii) AIS, being our Principal Adviser, Sole Underwriter and Placement Agent, acknowledges that, based on all available information, and to the best of its knowledge and belief, this Prospectus constitutes a full and true disclosure of all material facts relating to our IPO.

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**14. ADDITIONAL INFORMATION (Cont'd)**

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**14.10 DOCUMENTS FOR INSPECTION**

Copies of the following documents may be inspected at our registered office during office hours for a period of six (6) months from the date of this Prospectus:

- (i) our Constitution;
- (ii) the IMR Report as referred to in Section 7 of this Prospectus;
- (iii) the Reporting Accountants' Report on the Pro Forma Combined Statements of Financial Position of our Group as referred to in Section 11.11 of this Prospectus;
- (iv) the Accountants' Report as referred to in Section 12 of this Prospectus;
- (v) the Valuation Certificates as referred to in Section 13 of this Prospectus and the valuation reports;
- (vi) the material contracts as referred to in Section 14.7 of this Prospectus;
- (vii) the letters of consent as referred to in Section 14.8 of this Prospectus; and
- (viii) the audited financial statements of our Company and our Subsidiaries for the FYE 2022, FYE 2023 and FYE 2024.

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