

## 11. CONFLICT OF INTEREST

### 11.1 INTEREST IN ENTITIES WHICH CARRY ON A SIMILAR TRADE AS OUR GROUP OR WHICH ARE OUR CUSTOMERS OR SUPPLIERS

As at the LPD, none of our Directors and Substantial Shareholders have any other interest, direct or indirect in any businesses or corporations that:

- (i) are customers or suppliers of our Group; or
- (ii) carry on a similar trade as that of our Group.

Moving forward, our Audit Committee will review any conflict of interest and potential conflict of interest situations that may arise within our Company or our Group including any transaction, procedure or course of conduct that raises questions on management integrity and the measures taken to resolve, eliminate, or mitigate such conflicts to ensure that these transactions are transacted on arms' length basis and based on terms and conditions which are not unfavourable to our Group. Any future dealings with parties in which our Directors and Substantial Shareholders have interest, direct or indirect, will be based on such established related party transactions policy and in accordance with the Listing Requirements.

Notwithstanding the above, the interests that are held by our Directors and Substantial Shareholders and the interests that may be held by our Directors and Substantial Shareholders in the future in other businesses or corporations which carry on a similar trade as that of our Group or which are our customers or suppliers may give rise to a conflict-of-interest situation with our business. Where such interests give rise to a conflict-of-interest situation, our Directors and Substantial Shareholders and persons connected to them shall abstain from deliberating and voting on the resolutions relating to these matters or transactions that require the approval of our shareholders, in respect of their direct or indirect interests and our Board (other than the interested Directors) shall ensure that such transactions are carried out on an arm's length basis and on normal commercial terms.

### 11.2 PROPERTIES LEASED OR RENTED TO OR FROM OUR GROUP BY OR TO RELATED PARTIES

As at the LPD, there are no properties leased or rented by our Directors or Substantial Shareholders to our Group or vice versa.

### 11.3 DECLARATIONS BY ADVISERS ON CONFLICT OF INTEREST

#### 11.3.1 Declaration by RHB Investment Bank

RHB Investment Bank and its related and associated companies (collectively, the “**RHB Banking Group**”) engage in private banking, commercial banking and investment banking transactions which include, among others, brokerage, advisory on mergers and acquisitions, securities trading, assets and fund management, insurance services as well as credit transaction services. The RHB Banking Group has engaged and may in the future engage in transactions with and perform services for our Group, in addition to the roles set out in Prospectus. In addition, any member of the RHB Banking Group may at any time, in the ordinary course of business, offer to provide its services or to engage in any transaction (on its own account or otherwise) with any member of our Group, our Directors, shareholders, its affiliates and/or any other entity or person, hold long or short positions in securities issued by the Company and/or its affiliates, make investment recommendations and/or publish or express independent research views on such securities, and may trade or otherwise effect transactions for its own account or the account of its customers in debt or equity securities or senior loans of any member of our Group and/or its affiliates. This is a result of the businesses of the RHB Banking Group generally acting independently of each other and accordingly there may be situations where parts of the RHB Banking Group and/or its customers now have or in the future, may have interest or take actions that may conflict with the interests of our Group. The related companies of RHB Investment Bank may also subscribe for the IPO Shares to be offered under the Institutional Offering.

## 11. CONFLICT OF INTEREST (CONT'D)

As at 2 December 2025, the RHB Banking Group has extended credit facilities with a combined limit of approximately RM9.27 million to our Group and Directors ("**RHB Facilities**"). Our Group will not be utilising any gross proceeds raised from the Public Issue to repay the RHB Facilities. In addition, our Group also purchased an insurance policy with the coverage of RM1.00 million with RHB Banking Group ("**Insurance**").

Notwithstanding the above, RHB Investment Bank is of the view that the abovementioned does not give rise to a conflict of interest situation in its capacity as our Principal Adviser, Sole Underwriter and Joint Placement Agent ("**IPO Appointment**") due to the following reasons:

- (i) the RHB Facilities and Insurance were provided by the RHB Banking Group on an arms' length basis and in the ordinary course of business. The total amount of the RHB Facilities is not material when compared to the audited NA of the RHB Banking Group as at 31 December 2024 of approximately RM32.49 billion (representing approximately 0.03% of the RHB Banking Group's audited NA);
- (ii) our Group will not be utilising any gross proceeds from the Public Issue to repay the RHB Facilities;
- (iii) the RHB Facilities and the Insurance are not conditional upon RHB Investment Bank being appointed as our Principal Adviser, Sole Underwriter and Joint Placement Agent;
- (iv) the Corporate Finance division of RHB Investment Bank is required under its investment banking licence to comply with strict policies and guidelines issued by the SC, Bursa Securities and BNM governing its advisory operations. These guidelines require, among others, the establishment of Chinese wall policies, clear segregation between dealing and advisory activities and the formation of an independent committee to review its business operations. The team in charge of our IPO in RHB Investment Bank is independent from the team handling credit facilities. Further, there is no involvement by the Corporate Finance division of RHB Investment Bank for any credit application process undertaken by other departments within the RHB Banking Group; and
- (v) the conduct of the RHB Banking Group in its banking business is strictly regulated by the Financial Services Act 2013, Islamic Financial Services Act 2013, CMSA and the RHB Banking Group's own internal controls and checks which includes, segregation of reporting structures, in that its activities are monitored and reviewed by independent parties and committees.

Accordingly, RHB Investment Bank confirms that there is no conflict of interest in its capacity as the Principal Adviser, Sole Underwriter and Joint Placement Agent in respect of the IPO.

### 11.3.2 Declaration by Maybank IB

Maybank IB, being Joint Placement Agent for our IPO, and its related and associated companies ("**Maybank Group**") form a diversified financial group and are engaged in a wide range of investment and commercial banking, brokerage service, securities trading, assets and funds management and credit transaction services businesses. The Maybank Group has engaged and may in the future, engage in transactions with and perform services for our Group, in addition to the role set out in this Prospectus. In addition, in the ordinary course of business, any member of the Maybank Group may at any time offer or provide its services to or engage in any transaction (on its own account or otherwise) with any member of our Group, our shareholders and/or our affiliates and or any other entity or person, hold long or short otherwise effect transactions for its own account or the account of its customers in debt or equity securities or senior loans of any member of our Group and/or our affiliates. This is a result of the businesses of the Maybank Group generally acting independently of each other, and accordingly, there may be situations where parts of the Maybank Group and/or its customers now have or in the future, may have interest or take actions that may conflict with the interest of our Group. Nonetheless, the Maybank Group is required to comply with applicable laws and regulations issued by the relevant authorities governing its advisory business, which require, among others, segregation between dealing and advisory activities and Chinese wall between different business divisions.

**11. CONFLICT OF INTEREST (CONT'D)**

As at the LPD, the Maybank Group has extended credit facilities with a combined limit of RM26.12 million to our Group in its ordinary course of business ("**Maybank Facilities**"). The related companies of the Maybank Group may also subscribe for the IPO Shares to be offered under the Institutional Offering. Maybank IB is of the view that the abovementioned do not give rise to a conflict of interest situation in its capacity as Joint Placement Agent for our IPO due to the following:

- (i) the Maybank Facilities were provided by the Maybank Group on an arms' length basis and in the ordinary course of business. The total amount of the Maybank Facilities is not material when compared to the audited consolidated NA of the Maybank Group as at 31 December 2024 of approximately RM97.21 billion (representing approximately 0.03% of the RHB Banking Group's audited NA);
- (ii) our Group will not be utilising any gross proceeds from the Public Issue to repay the Maybank Facilities; and
- (iii) The conduct of the Maybank Group in its banking business is strictly regulated by, among others, the Financial Services Act, 2013, Islamic Financial Services Act, 2013 and its own internal controls and checks.

Accordingly, Maybank IB confirms that there is no conflict of interest situation in its capacity as Joint Placement Agent for our IPO.

**11.3.3 Declaration by Ong Eu Jin Partnership**

Ong Eu Jin Partnership confirms that there is no conflict of interest situation in its capacity as legal adviser to the Company in respect of the laws of Malaysia in respect of our IPO.

**11.3.4 Declaration by Avant Law LLC**

Avant Law LLC confirms that there is no conflict of interest situation in its capacity as the legal adviser to the Company in respect of the laws of Singapore in respect of our IPO.

**11.3.5 Declaration by Moore Stephens Associates PLT**

Moore Stephens Associates PLT confirms that there is no conflict of interest situation in its capacity as the Auditors and Reporting Accountants in respect of our IPO.

**11.3.6 Declaration by Vital Factor Consulting Sdn Bhd**

Vital Factor Consulting Sdn Bhd confirms that there is no conflict of interest situation in its capacity as the Independent Business and Market Research Consultants in respect of our IPO.

**11.3.7 Declaration by Tricor Corporate Services Sdn Bhd**

Tricor Corporate Services Sdn Bhd confirms that there is no conflict of interest situation in its capacity as the Company Secretary for the Company in respect of our IPO.

[The rest of this page is intentionally left blank]