

11. CONFLICTS OF INTEREST (Cont'd)

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

11.1.1 Involvement of our Directors and Substantial Shareholders in entities which carry on a similar trade as that of our Group

Save as disclosed below, as at the LPD, our Directors and Substantial Shareholders do not have any interest, direct or indirect, in any entities which are carrying on a similar trade as that of our Group:

No.	Name of company	Director and/or Substantial Shareholder	Nature of trade	Principal activities	Nature of interest
1.	LH Venture	<u>Director and Substantial Shareholder of Loob</u> Loo Chuu Lin Bryan Loo Loo Chee Leng <u>Director of Loob</u> Yeow Boon Siang	Operation of Gindaco – Takoyaki outlets	Operation of F&B outlets	Bryan Loo and Yeow Boon Siang are directors of LH Venture. Loo Chuu Lin, Bryan Loo and Loo Chee Leng are shareholders who indirectly hold 51.0% equity interest in LH Venture through their interest in LV Holdings which holds the entire equity Interest of LH Venture. Loo Chuu Lin and Bryan Loo are directors of LV Holdings.
2.	Happy Potato Ventures	<u>Director and Substantial Shareholder of Loob</u> Bryan Loo	Operation of Happy Potato – flavoured fries outlets	Retail sale of other food products, soft drinks and mineral water	Bryan Loo is a director and shareholder who holds 30.0% equity interest in Happy Potato Ventures.
3.	Happy Potato Ventures Northern	<u>Director and Substantial Shareholder of Loob</u> Bryan Loo	Operation of Happy Potato – flavoured fries outlets	Retail sale of other food products, soft drinks and mineral water	Bryan Loo is a director and shareholder who indirectly holds 51.0% equity interest in Happy Potato Ventures Northern through his interest in Happy Potato Ventures.
4.	Yunan Bridge Noodle	<u>Director and Substantial Shareholder of Loob</u> Loo Chuu Lin Loo Chee Leng	Operation of Yun Bridge Noodle restaurants	Operation of F&B retail outlets	Loo Chuu Lin and Loo Chee Leng are shareholders who hold 35.0% and 30.0% equity interest in Yunan Bridge Noodle, respectively.
5.	SYLRD	<u>Director of Loob</u> Yeow Boon Siang	Operation of Boon Signature Roast Pork restaurants	To set up restaurants, chain of cafes and eating houses that provide and serve F&B	Yeow Boon Siang is a shareholder who holds 50.0% equity interest in SYLRD.

11. CONFLICTS OF INTEREST (Cont'd)

No.	Name of company	Director and/or Substantial Shareholder	Nature of trade	Principal activities	Nature of interest
6.	STCHH	<u>Director and Substantial Shareholder of Loob</u> Bryan Loo	F&B restaurant business specialising in chicken-oriented claypot dishes prepared in traditional Sichuan style	Restaurants operator; royalty owner, licensor and administrators of food patent; engaged as general trader	Bryan Loo holds 100,000 STCHH preference shares.

Our Board (save for the interested Directors) is of the view that any potential conflict of interest situation which may arise through the interest of our Directors and Substantial Shareholders in entities which are carrying on a similar trade as our Group, has been mitigated due to the following:

(i) LH Venture

(a) the business and operations of LH Venture are not in direct competition with the business and operations of our Group given that:

- LH Venture is operating the Gindaco Takoyaki business on a much smaller scale comprising five (5) kiosks which are Halal-certified as at the LPD. The Gindaco Takoyaki kiosks are all concentrated in shopping malls in Selangor and Kuala Lumpur predominantly focuses on serving food. The Gindaco Takoyaki kiosks fall under the food stalls/kiosks segment within the F&B services industry while our Tealive stores operate on a larger scale and fall under the tea shops segment within the F&B services industry that predominantly focuses on serving MTO beverages with tea as a base ingredient. Similarly, Bask Bear stores operate on a larger scale and fall under the café segment within the F&B services industry that focuses on offering a variety of caffeinated drinks together with a limited food variety;
- the Gindaco Takoyaki kiosks provide a different food offering from our Tealive and Bask Bear stores. The kiosks serve Japanese food mainly focusing on rice boxes, takoyaki, okonomiyaki and yakisoba which are distinct from the food offerings in any of our Tealive stores which serve snacks to complement the beverages such as chicken rolls, popcorn chicken, macaroni and cheese, toast and fries, and our Bask Bear stores which serve full meal offerings such as toasties, burgers, fried boneless chicken, fries, loaded fries, macaroni and cheese, and muffins;
- the Gindaco Takoyaki kiosks operated by LH Venture do not offer milk tea, bubble tea, smoothies, chocolate, milkshakes which are the main offerings in our Tealive stores nor do they offer premium/specialty coffee, toasties and burgers which are the main offerings in our Bask Bear stores. The limited Japanese-inspired drinks and soft drinks sold at the Gindaco Takoyaki kiosks are offered as a beverage accompaniment to satisfy the basic hydration needs of a consumer whereas our MTO Tealive beverages and Bask Bear caffeinated beverages offer an experience and flavour that our consumers seek for enjoyment rather than as a thirst quencher; and

11. CONFLICTS OF INTEREST *(Cont'd)*

- save for the subletting of part of the premises by BB Coffee to LH Venture as one of the Gindaco Takoyaki kiosks as disclosed in Section 10.1.1(ii) and Section 11.2 of this Prospectus, there is no sharing of premises between our Group and LH Venture. Both businesses also operate independently with no sharing of staff or equipment.

Premised on the above, there is no market overlap between LH Venture's and our Group's businesses;

- (b) The Gindaco Takoyaki business is operated under a master franchise arrangement between LH Venture and the Japanese brand owner of the Gindaco Takoyaki brand. Any decisions in relation to the brand, store operations, raw materials, business standards, cooking standards and menu approvals are subject to the franchise system which require consent from the Japanese brand owner;
- (c) Bryan Loo and Yeow Boon Siang are not involved in the day-to-day operations and internal decision-making of LH Venture as LH Venture has its own independent standalone management. Bryan Loo and Yeow Boon Siang do not participate in management and operational meetings and only attend board meetings of LH Venture, if required, to discharge their respective principal roles and duties as non-executive directors as well as provide advice from governance and industrial experience perspective without active management role in LH Venture;
- (d) Loo Chuu Lin, Bryan Loo and Loo Chee Leng are indirect shareholders of LH Venture. Their interests in LH Venture are solely for investment purposes, which do not result in any conflict with our Group's business or operations. Their involvement as shareholders is limited to exercising their rights through voting in shareholders' meetings, if required, and receiving periodic updates on the company's financial performance. They are, and shall remain, indirect shareholders of LH Venture without an active management role; and
- (e) Loo Chuu Lin, Bryan Loo, Loo Chee Leng and Yeow Boon Siang will abstain from deliberation and voting on resolutions in their respective capacity(ies) as Director or shareholder of our Group pertaining to any transactions between our Group and LH Venture, if any.

11. CONFLICTS OF INTEREST (Cont'd)

(ii) Happy Potato Ventures

(a) the business and operations of Happy Potato Ventures are not in direct competition with the business and operations of our Group given that:

- Happy Potato Ventures is operating the Happy Potato business on a much smaller scale comprising six (6) stores as at the LPD. The Happy Potato stores are all concentrated in shopping malls in Kuala Lumpur, Selangor and Pahang with no dine-in option, and are designed for grab-and-go customers. The Happy Potato stores fall under the food stalls/kiosks segment within the F&B services industry while our Tealive stores fall under the tea shops segment within the F&B services industry that predominantly focuses on serving MTO beverages with tea as a base ingredient and our Bask Bear stores fall under the café segment within the F&B services industry that focuses on offering a variety of caffeinated drinks together with a limited food variety;
- the Happy Potato stores operated by Happy Potato Ventures serve specialty fries as their main food offerings which are distinct from the fries or loaded fries offered as sides or snacks in our Tealive and Bask Bear stores to complement the MTO beverages which are our main offering at our Tealive stores and the caffeinated beverages, toasties and burgers which are our main offering at our Bask Bear stores. Although the Happy Potato stores also offer popcorn chicken as part of their menu, the POS sales from popcorn chicken offered as snacks by our Group's Tealive stores account for less than 3.2% of our Tealive stores' total POS sales for the FYE 30 June 2024. Further, the POS sales from the fries or loaded fries and popcorn chicken offered as sides or snacks by our Tealive and Bask Bear stores account for less than 0.6% and 0.4% of our Tealive and Bask Bear stores' total POS sales respectively for the FYE 30 June 2024;
- the Happy Potato stores operated by Happy Potato Ventures do not offer milk tea, bubble tea, smoothies, chocolate, milkshakes which are the main offerings in our Tealive stores nor do they offer premium/specialty coffee, toasties and burgers which are the main offerings in our Bask Bear stores. The limited soft drinks and mineral water sold at the Happy Potato stores are offered as a beverage accompaniment to satisfy the basic hydration needs of a consumer whereas our MTO Tealive beverages and Bask Bear caffeinated beverages offer an experience and flavour that our consumers seek for enjoyment rather than as a thirst quencher; and
- both businesses operate independently with no sharing of premises, staff or equipment.

Premised on the above, there is no market overlap between Happy Potato Ventures' and our Group's businesses;

11. CONFLICTS OF INTEREST (Cont'd)

- (b) Bryan Loo is not involved in the day-to-day operations and internal decision-making of Happy Potato Ventures as Happy Potato Ventures has its own independent standalone management. Bryan Loo does not participate in management and operational meetings and only attends board and shareholders' meetings of Happy Potato Ventures, if required, to discharge his principal role and duty as a non-executive director as well as provide advice from governance and industrial experience perspective and his involvement as shareholder is limited to exercising his rights through voting in shareholders' meetings, if required, and receiving periodic updates on the company's financial performance. He is and shall remain as a shareholder of Happy Potato Ventures without active management role in Happy Potato Ventures. Further, his interest in Happy Potato Ventures is a minority interest and is held solely for investment purposes; and
- (c) Bryan Loo will abstain from deliberation and voting on resolutions in his capacity as Director or shareholder of our Group pertaining to any transactions between our Group and Happy Potato Ventures, if any.
- (iii) Happy Potato Ventures Northern
- (a) the business and operations of Happy Potato Ventures Northern are not in direct competition with the business and operations of our Group given that:
- Happy Potato Ventures Northern is operating the Happy Potato business on a smaller scale comprising 14 stores as at the LPD. The Happy Potato stores are all concentrated in shopping malls in the northern region of Malaysia, namely in Perak, Penang and Kedah, with no dine-in option, and are designed for grab-and-go customers. The Happy Potato stores fall under the food stalls/kiosks segment within the F&B services industry while our Tealive stores fall under the tea shops segment within the F&B services industry that predominantly focuses on serving MTO beverages with tea as a base ingredient, and the Bask Bear stores fall under the café segment within the F&B services industry that focuses on offering a variety of caffeinated drinks together with a limited food variety;
 - the Happy Potato stores operated by Happy Potato Ventures Northern serve specialty fries as their main food offerings which are distinct from the fries or loaded fries offered as sides or snacks in our Tealive and Bask Bear stores to complement the MTO beverages which are our main offering at our Tealive stores and the caffeinated beverages, toasties and burgers which are our main offering at our Bask Bear stores. Although the Happy Potato stores also offer popcorn chicken as part of their menu, the POS sales from popcorn chicken offered as snacks by our Group's Tealive stores account for less than 3.2% of our Tealive stores' total POS sales for the FYE 30 June 2024. Further, the POS sales from the fries or loaded fries and popcorn chicken offered as sides or snacks by our Tealive and Bask Bear stores account for less than 0.6% and 0.4% of our Tealive and Bask Bear stores' total POS sales respectively for the FYE 30 June 2024;

11. CONFLICTS OF INTEREST (Cont'd)

- the Happy Potato stores operated by Happy Potato Ventures Northern do not offer milk tea, bubble tea, smoothies, chocolate, milkshakes which are the main offerings in our Tealive stores nor do they offer premium/specialty coffee, toasties and burgers which are the main offerings in our Bask Bear stores. The limited soft drinks and mineral water sold at the Happy Potato stores are offered as a beverage accompaniment to satisfy the basic hydration needs of a consumer whereas our MTO Tealive beverages and Bask Bear caffeinated beverages offer an experience and flavour that our consumers seek for enjoyment rather than as a thirst quencher; and
- both businesses operate independently with no sharing of premises, staff or equipment.

Premised on the above, there is no market overlap between Happy Potato Ventures Northern's and our Group's businesses;

- (b) Bryan Loo is not involved in the day-to-day operations and internal decision-making of Happy Potato Ventures Northern as Happy Potato Ventures Northern has its own independent standalone management. Bryan Loo does not participate in management and operational meetings and only attends board meetings of Happy Potato Ventures Northern, if required, to discharge his principal role and duty as a non-executive director as well as provide advice from governance and industrial experience perspective without active management role in Happy Potato Ventures Northern. Further, his 51.0% indirect equity interest in Happy Potato Ventures Northern is through his 30% equity interest in Happy Potato Ventures. Hence, his interest in Happy Potato Ventures Northern constitutes a minority interest, which is held solely for investment purposes; and
 - (c) Bryan Loo will abstain from deliberation and voting on resolutions in his capacity as Director or shareholder of our Group pertaining to any transactions between our Group and Happy Potato Ventures Northern, if any.
- (iv) Yunan Bridge Noodle
- (a) the business and operations of Yunan Bridge Noodle are not in direct competition with the business and operations of our Group given that:
 - Yunan Bridge Noodle is only operating one (1) restaurant in a mall shophot as at the LPD which is located in Selangor. The restaurant falls under the full-service restaurants segment while our Tealive stores fall under tea shops segment within the F&B services industry that predominantly focuses on serving MTO beverages with tea as a base ingredient and our Bask Bear stores fall under the café segment within the F&B services industry that focuses on offering a variety of caffeinated drinks together with a limited food variety;
 - the restaurant operated by Yunan Bridge Noodle serves non-halal foods such as Chinese noodle soup which are distinct from the food offerings in any of our Tealive stores (which serve halal snacks to complement the beverages such as chicken rolls, popcorn chicken, macaroni and cheese, toast and fries) and Bask Bear stores (which serve halal foods such as toasties, burgers, fried boneless chicken, fries, loaded fries, macaroni and cheese, and muffins);

11. CONFLICTS OF INTEREST *(Cont'd)*

- the restaurant operated by Yunan Bridge Noodle does not offer milk tea, bubble tea, smoothies, chocolate, milkshakes which are the main offerings in our Tealive stores nor do they offer premium/specialty coffee, toasties and burgers which are the main offerings in our Bask Bear stores. Due to the different products and services offerings offered by our Group's tea shop and café operations as compared to Yunan Bridge Noodle which only operates a non-halal full-service restaurant, the target customers of both businesses would differ depending on their preferences; and
- both businesses operate independently with no sharing of premises, staff or equipment.

Premised on the above, there is no market overlap between Yunan Bridge Noodle's and our Group's businesses;

- (b) Despite Loo Chuu Lin and Loo Chee Leng collectively holding a controlling stake in Yunan Bridge Noodle, they are not directors or personnel who are involved in the day-to-day operations and internal decision-making of Yunan Bridge Noodle as Yunan Bridge Noodle has its own independent standalone management. Loo Chuu Lin and Loo Chee Leng do not participate in management and operational meetings and only attend shareholders' meetings of Yunan Bridge Noodle, if required, and their involvement as shareholders is limited to exercising their rights through voting in shareholders' meetings, if required, and receiving periodic updates on the company's financial performance. They are and shall remain as passive shareholders of Yunan Bridge Noodle without active management role in Yunan Bridge Noodle. Further, each of their interests in Yunan Bridge Noodle is a minority interest and is held solely for investment purposes; and
 - (c) Loo Chuu Lin and Loo Chee Leng will abstain from deliberation and voting on resolutions in their respective capacity(ies) as Director or shareholder of our Group pertaining to any transactions between our Group and Yunan Bridge Noodle, if any.
- (v) SYLRD
- (a) the business and operations of SYLRD are not in direct competition with the business and operations of our Group given that:
 - SYLRD is only operating two (2) restaurants in standalone shoplots as at the LPD which are located in Selangor. The restaurants fall under the full-service restaurants segment while Tealive stores fall under the tea shops segment within the F&B services industry that predominantly focuses on serving MTO beverages with tea as a base ingredient and Bask Bear stores fall under the café segment within the F&B services industry that focuses on offering a variety of caffeinated drinks together with a limited food variety;
 - the restaurants operated by SYLRD serve non-halal foods such as rice, noodles and roast pork dishes which are distinct from the food offerings in any of our Tealive stores (which serve halal snacks to complement the beverages such as chicken rolls, popcorn chicken, macaroni and cheese, toast and fries) and Bask Bear stores (which serve halal foods such as toasties, burgers, fried boneless chicken, fries, loaded fries, macaroni and cheese, and muffins);

11. CONFLICTS OF INTEREST (Cont'd)

- the restaurants operated by SYLRD do not offer milk tea, bubble tea, smoothies, chocolate, milkshakes which are the main offerings in our Tealive stores nor do they offer premium/specialty coffee, toasties and burgers which are the main offerings in our Bask Bear stores. Due to the different products and services offerings offered by our Group's tea shop and café operations as compared to the non-halal full-serviced restaurants operated by SYLRD, the target customers of both businesses would differ depending on their preferences; and
- both businesses operate independently with no sharing of premises, staff or equipment.

Premised on the above, there is no market overlap between SYLRD's and our Group's businesses;

- (b) Yeow Boon Siang is not a director or personnel who is involved in the day-to-day operations and internal decision-making of SYLRD as SYLRD has its own independent standalone management. Yeow Boon Siang does not participate in management and operational meetings and only attends shareholders' meetings of SYLRD, if required and his involvement as shareholder is limited to exercising his rights through voting in shareholders' meetings, if required, and receiving periodic updates on the company's financial performance. He is and shall remain as a shareholder of SYLRD without active management role in SYLRD. Further, his interest in SYLRD is held solely for investment purposes; and
- (c) Yeow Boon Siang will abstain from deliberation and voting on resolutions in his capacity as Director of our Group pertaining to any transactions between our Group and SYLRD, if any.

(vi) STCHH

- (a) the business and operations of STCHH are not in direct competition with the business and operations of our Group given that:
 - STCHH is operating the Chicken Claypot House business, comprising 20 restaurants in Malaysia and three (3) overseas restaurants in mall shoplots and standalone shoplots as at the LPD. The Chicken Claypot House restaurants fall under the full-service restaurants segment while Tealive stores fall under tea shops segment within the F&B services industry that predominantly focuses on serving MTO beverages with tea as a base ingredient and our Bask Bear stores fall under the café segment within the F&B services industry that focuses on offering a variety of caffeinated drinks together with a limited food variety;
 - the restaurants operated by STCHH serve non-halal food focusing mainly on chicken-oriented claypot which are distinct from the food offerings in any of our Tealive stores (which serve halal snacks to complement the beverages such as chicken rolls, popcorn chicken, macaroni and cheese, toast and fries) and Bask Bear stores (which serve halal foods such as toasties, burgers, fried boneless chicken, fries, loaded fries, macaroni and cheese, and muffins);

11. CONFLICTS OF INTEREST *(Cont'd)*

- the restaurants operated by STCHH do not offer milk tea, bubble tea, smoothies, chocolate, milkshakes which are the main offerings in our Tealive stores nor do they offer premium/specialty coffee, toasties and burgers which are the main offerings in our Bask Bear stores. Due to the different products and services offerings offered by our Group's tea shop and café operations as compared to the non-halal full-serviced restaurants operated by STCHH, the target customers of both businesses would differ depending on their preferences; and
- both businesses operate independently with no sharing of premises, staff or equipment.

Premised on the above, there is no market overlap between STCHH's and our Group's businesses;

- (b) Bryan Loo is not a director or personnel who is involved in the day-to-day operations and internal decision-making of STCHH as STCHH has its own independent standalone management. The preference shares held by Bryan Loo are redeemable, carry no rights of conversion into new ordinary shares and do not carry any voting rights save and except, among others, as conferred by the Act, in the event of a liquidation, dissolution or winding up of STCHH and any matters which affect his rights as a preference shareholder. Further, his interest in STCHH is solely for investment purposes; and
- (c) Bryan Loo will abstain from deliberation and voting on resolutions in his capacity as Director or shareholder of our Group pertaining to any transactions between our Group and STCHH, if any.

Further, any indirect competition from the entities above is mitigated by the following:

- we offer a unique and distinctive customer experience that sets us apart through attentive and efficient service as well as continuous innovation in our menu offerings. We develop our own recipes, including signature sauces that deliver exclusive flavours unique to our brand, such as the Cheezy Sauce and Sweet & Spicy Aren Sauce in our Bask Bear menu, and the Korean Spicy Sauce featured in our Tealive menu;
- we have developed our Tealive App and Bask Bear App, each featuring a comprehensive loyalty program designed to enhance customer engagement and drive repeat purchases. Through these apps, customers can earn points redeemable for purchases at any of our outlets across Malaysia and enjoy exclusive member benefits such as free birthday beverages and monthly promotional deals. To further strengthen customer loyalty and encourage continued engagement, members are categorised into Bronze, Silver and Gold tiers, with each tier offering increasing rewards and perks. This tiered structure helps foster long-term retention within our customer base by incentivising higher spending and brand loyalty; and

11. CONFLICTS OF INTEREST (Cont'd)

- we implement tactical campaigns designed to drive short-term sales, enhance our brand awareness and grow our customer base through limited-time offers, seasonal promotions as well as our crossover co-branding and recipe collaborations with both existing and new brand owners to introduce F&B featuring unique flavours in keeping with current trends and customer preferences. Examples include our collaboration with Unilever Wall's to launch the special edition Tealive Boba Ice Cream, which brought our signature brown sugar pearl milk tea experience into a frozen dessert format and our collaboration with Golden Screen Cinemas which introduced the Golden Caramel Popcorn series.

11.1.2 Involvement of our Directors and Substantial Shareholders in entities which are our customers or suppliers

Save as disclosed below, as at the LPD, our Directors and Substantial Shareholders do not have any interest, direct or indirect, in any entities which are our customers and/or suppliers:

No.	Name of company	Director and/or Substantial Shareholder	Nature of transaction	Principal activities	Nature of interest
1.	LH Venture	<u>Director and Substantial Shareholder of Loob</u> Loo Chuu Lin Bryan Loo Loo Chee Leng <u>Director of Loob</u> Yeow Boon Siang Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding.	Franchisee of Loob Holding operating one (1) Bask Bear Franchised Store in Malaysia. As a franchisee, it pays franchise fees, royalty, initial training and support fees, equipment fees and project management fees to Loob Holding.	Operation of F&B outlets	Bryan Loo and Yeow Boon Siang are the directors of LH Venture. Loo Chuu Lin, Bryan Loo and Loo Chee Leng are shareholders who indirectly hold 51.0% equity interest in LH Venture through their interest in LV Holdings. Loo Chuu Lin and Bryan Loo are directors of LV Holdings.

11. CONFLICTS OF INTEREST (Cont'd)

No.	Name of company	Director and/or Substantial Shareholder	Nature of transaction	Principal activities	Nature of interest
2.	Jadewalk Delight Sdn Bhd ("Jadewalk Delight")	<u>Substantial Shareholders of Loob</u> Dato' Mah Yew Lay Mah Kok Weng	Franchisee of Loob Holding operating seven (7) Tealive Franchised Stores in Malaysia. As a franchisee, it pays franchise fees, royalty, initial training and support fees, equipment fees and service fees to Loob Holding as well as purchases of ingredients, equipment and supplies from LRTS Retail.	Sales of F&B	Dato' Mah Yew Lay and Mah Kok Weng are the directors and shareholders who hold 27.5% and 27.5% equity interest respectively in Jadewalk Delight.
3.	Oracle Selection Sdn Bhd ("Oracle Selection")	<u>Substantial Shareholders of Loob</u> Dato' Mah Yew Lay Mah Kok Weng	Franchisee of Loob Holding operating two (2) Tealive Franchised Stores in Malaysia. As a franchisee, it pays franchise fees, royalty, initial training and support fees, equipment fees and service fees to Loob Holding as well as purchases of ingredients, equipment and supplies from LRTS Retail.	Engaged as a franchisee of beverage business and operator of beverage outlets	Dato' Mah Yew Lay and Mah Kok Weng are the directors and shareholders who hold 22.0% and 22.0% equity interest respectively in Oracle Selection.

11. CONFLICTS OF INTEREST (Cont'd)

No.	Name of company	Director and/or Substantial Shareholder	Nature of transaction	Principal activities	Nature of interest
4.	Loob Philippines	<u>Director and Substantial Shareholder of Loob</u> Loo Chuu Lin Bryan Loo Loo Chee Leng Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding. Bryan Loo and Loo Chuu Lin are also directors of LRTS Retail.	Master franchisee of Tealive Franchised Stores in Philippines, excluding the Ilocos region. As a franchisee, Loob Philippines pays royalty to Loob Holding as well as purchases of ingredients, equipment and supplies from LRTS Retail.	To carry on a business of processing, manufacturing and packaging of all kinds of food products, to establish, operate and maintain restaurants, food and beverage outlets, cafés, coffee shops, and refreshment parlors; to serve, arrange and cater food, drinks, refreshments and other food commodities; to offer such other food services to the public; and to do and perform such other acts and things necessary or incidental to the accomplishment of the foregoing corporate business and objects insofar as may be allowed by applicable laws and rules and regulations including without limitation, to invest, own, or hold interests in similar businesses	Bryan Loo, Loo Chuu Lin and Loo Chee Leng indirectly hold 100% equity interest in Loob Philippines through their interest in TrueScale Ventures. Bryan Loo, Loo Chuu Lin and Loo Chee Leng are the directors and shareholders who hold 33.0%, 30.6% and 25.8% equity interest respectively in TrueScale Ventures. Bryan Loo and Loo Chee Leng are also directors of Loob Philippines.
5.	LV Holdings VN Group	<u>Director and Substantial Shareholder of Loob</u> Loo Chuu Lin Bryan Loo Loo Chee Leng Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding. Bryan Loo and Loo Chuu Lin are also directors of LRTS Retail.	Licencee of Tealive Licenced Stores in Vietnam. As a licensee of Loob Holding, LV Holdings VN Group has the rights to use Tealive's trademark to operate the Tealive business in Vietnam and purchases ingredients, equipment and supplies from LRTS Retail.	Provision of management consultancy activities and wholesale of goods and beverages	Loo Chuu Lin, Bryan Loo and Loo Chee Leng are the shareholders who indirectly hold 100% equity interest in LV Holdings VN through their interest in TrueScale Ventures. Bryan Loo, Loo Chuu Lin and Loo Chee Leng are the directors and shareholders who hold 33.0%, 30.6% and 25.8% equity interest respectively in TrueScale Ventures. Kim Le Vy Trading is a 98.0%-owned subsidiary of LV Holdings VN. Bryan Loo and Loo Chee Leng are directors of LV Holdings VN, and Bryan Loo is the sole director of Kim Le Vy Trading.

11. CONFLICTS OF INTEREST (Cont'd)

No.	Name of company	Director and/or Substantial Shareholder	Nature of transaction	Principal activities	Nature of interest
6.	Good Foodie	<u>Director and Substantial Shareholder of Loob</u> Loo Chuu Lin Bryan Loo Loo Chee Leng Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding. Bryan Loo and Loo Chee Leng are also directors of BB Coffee.	Digital media group which owns digital media brands such as KL Foodie, Singapore Foodie, Penang Foodie and Halal Foodie, which provide marketing services to Loob Holding and BB Coffee.	Advertising and e-commerce	Bryan Loo and Loo Chee Leng are the directors and shareholders who hold 13.7% and 10.8% equity interest respectively in Good Foodie. Loo Chuu Lin is a shareholder who holds 14.0% equity interest in Good Foodie.
7.	Custom Food	<u>Substantial Shareholder of Loob</u> Uttama <u>Director of Loob</u> Lum Ying Ling	Purchase of raw materials by LRTS Retail from Custom Food.	Trading company and manufacturing of a wide range of non-dairy creamer, high fat powder and nutrition powder and nutrition powder for food and beverage application, manufacturer of wide range of drum and vacuum dried food ingredients, particularly instant malt extract cereal, cereal flakes, cereal powder, malt extract powder, malted beverages powder and etc.	Custom Food is an investee company of Creador V, a fund managed by Creador Management V Ltd. Creador Management V Ltd is associated with Creador Management IV Ltd, as Creador Sdn Bhd serves as the investment adviser for both entities. Creador Management IV Ltd is the general partner of Creador IV, which in turn is the sole shareholder of Uttama. Lum Ying Ling is an employee of Creador Sdn Bhd and a director of Custom Food.

11. CONFLICTS OF INTEREST (Cont'd)

No.	Name of company	Director and/or Substantial Shareholder	Nature of transaction	Principal activities	Nature of interest
8.	SC Food	<u>Substantial Shareholder of Loob</u> Uttama <u>Director of Loob</u> Lum Ying Ling	Purchase of raw materials by LRTS Retail from SC Food.	Manufacture processed foods, precooked foods, preserve foods and all other food products; property investment holdings; and activities of holding companies	SC Food is a subsidiary of an investee company of Creador V, a fund managed by Creador Management V Ltd. Creador Management V Ltd is associated with Creador Management IV Ltd, as Creador Sdn Bhd serves as the investment adviser for both entities. Creador Management IV Ltd is the general partner of Creador IV, which in turn is the sole shareholder of Uttama. Lum Ying Ling is an employee of Creador Sdn Bhd and a director of SC Food.

Our Board (save for the interested Directors) is of the view that any potential conflict of interest situation which may arise through the interests of our Directors and Substantial Shareholders in entities which are our customers or suppliers has been mitigated due to the following:

- (i) LH Venture
- (a) all sales to and fees received from LH Venture as stated above are transacted on an arm's length basis and on normal commercial terms which are not more favourable to LH Venture than those generally available to the third-party franchisees under the FA and are not detrimental to our non-interested shareholders as our Group enters into terms that are the same as those entered into with other franchisees;
 - (b) the interested Directors and Substantial Shareholders do not participate in the day-to-day operations of LH Venture as LH Venture has its own independent and standalone management;
 - (c) the interested Directors and Substantial Shareholders will abstain from deliberation and voting on resolutions in their respective capacity(ies) as Director or shareholder of our Company pertaining to any transactions between our Group and LH Venture, if any;

11. CONFLICTS OF INTEREST *(Cont'd)*

- (d) the interested Directors and Substantial Shareholders will abstain from deliberation and voting on resolutions in their respective capacity(ies) as director or shareholder of LH Venture pertaining to any transactions between our Group and LH Venture, if any;
- (e) our Promoters, namely Loo Chuu Lin, Bryan Loo and Loo Chee Leng who are the shareholders of LH Venture, have provided their undertaking to our Company that they shall not, and shall ensure and procure that partnerships or companies which they are partners or directors or shareholders of, shall not in any way enter into any contracts, arrangements and undertakings or engage in any business that may give rise to a potential conflict of interest or which is in competition whether directly or indirectly with our Group (including opening any new Bask Bear Franchised Stores or Tealive Franchised Stores);
- (f) our Directors, namely Bryan Loo and Yeow Boon Siang who are the directors of LH Venture, have also provided their undertaking to our Company that for so long as they are directors of LH Venture, they shall not, and shall ensure and procure that partnerships or companies which they are partners or directors or shareholders of, shall not in any way enter into any contracts, arrangements and undertakings or engage in any business that may give rise to a potential conflict of interest or which is in competition whether directly or indirectly with our Group (including opening any new Bask Bear Franchised Stores or Tealive Franchised Stores); and
- (g) for information, our Group has not converted the Bask Bear Franchised Store operated by LH Venture to a Corporate Store as the POS sales of the store for each of the FYE 30 June 2022 to FYE 30 June 2024 were insufficient to cover the total costs that would have been incurred if the said store were operated as a Corporate Store. However, its location plays an important role in terms of our brand visibility and positioning in a high traffic mall. Its continued presence indirectly benefits us in terms of increased customer 'top of mind' awareness and stronger brand equity. Additionally, the tenancy agreement between LH Venture and the landlord restricts the possibility of converting the Bask Bear Franchised Store operated by LH Venture into a Bask Bear Corporate Store as the entire premises is tenanted to LH Venture for the operations of both Gindaco and Bask Bear stores and the landlord does not agree for LH Venture to sub-let part of the premises to our Group. Similarly, LH Venture is also not able to divest its interest in the Bask Bear Franchised Store to another party because LH Venture will not be able to sub-let part of the premises to the new franchisee.

In view of the above, we and LH Venture irrevocably undertake that once the Bask Bear Franchised Store operated by LH Venture achieves the POS sales that are sufficient to cover the total costs (i.e. the store reaches break even as if our Group were operating it as a Corporate Store) based on the financial information provided by LH Venture and at the same time, a suitable lot in the mall becomes available, the Bask Bear Franchised Store operated by LH Venture will be closed down and our Group will open a Bask Bear Corporate Store at an alternative location within the mall. However, if such Bask Bear Franchised Store does not break even by 31 December 2026 based on the financial information provided by LH Venture, we and LH Venture undertake to close down its Bask Bear Franchised Store permanently.

11. CONFLICTS OF INTEREST (Cont'd)

(ii) Jadewalk Delight and Oracle Selection

- (a) all sales to and fees received from Jadewalk Delight and Oracle Selection as stated above are transacted on an arm's length basis and on normal commercial terms which are not more favourable to them than those generally available to third parties franchisees under the FA and are not detrimental to our non-interested shareholders as our Group enters into terms that are the same as those entered into with other franchisees; and
- (b) the interested Substantial Shareholders do not participate in the day-to-day operations of our Group as our Group has its own standalone management. They only attend shareholders' meetings of our Company, if any, and they are and shall remain as shareholders without active management role in our Group.

(iii) Custom Food and SC Food

- (a) purchases from Custom Food and SC Food as stated above are transacted on an arm's length basis and on normal commercial terms which are not unfavourable to us than those generally offered by third-party suppliers and are not detrimental to our non-interested shareholders as the fees or charges by them are benchmarked against comparable rates from other suppliers for similar services and products; and
- (b) the interested Director and Substantial Shareholder do not participate in the day-to-day operations of Custom Food and SC Food as Custom Food and SC Food have their own independent and standalone management. The interested Director and Substantial Shareholder will abstain from deliberation and voting on resolutions in their respective capacity(ies) as Director or shareholder of our Company pertaining to any transactions between our Group and Custom Food and SC Food, if any.

(LH Venture, Jadewalk Delight and Oracle Selection are collectively to be referred to as "**Related Customers**")

(Custom Food and SC Food are collectively to be referred to as "**Related Suppliers**")

Our Group is not dependent on the Related Customers as the total sales to and fees received from the Related Customers represent less than 10.0% of our Group's revenue for the Financial Years Under Review, details of which are set out below:

	FYE 30 June 2022	FYE 30 June 2023	FYE 30 June 2024
	RM'000	RM'000	RM'000
Sales to and fees received from the Related Customers	8,320	5,265	5,067
	Represents 2.0% of our Group's revenue	Represents 1.0% of our Group's revenue	Represents 0.9% of our Group's revenue

11. CONFLICTS OF INTEREST *(Cont'd)*

Our Group is not dependent on the Related Suppliers as the purchases from the Related Suppliers represent less than 10.0% of our Group's purchases for the Financial Years Under Review, details of which are set out below:

	FYE 30 June 2022	FYE 30 June 2023	FYE 30 June 2024
	RM'000	RM'000	RM'000
Purchases from the Related Suppliers	13,648	12,554	19,090
	Represents 7.6% of our Group's purchases	Represents 6.6% of our Group's purchases	Represents 9.9% of our Group's purchases

Our Group is also not dependent on the Related Suppliers for the supply of the abovementioned raw materials as our Group is able to source for alternative suppliers for the said raw materials with similar price, quantity and quality.

(iv) Loob Philippines and LV Holdings VN Group

- (a) pursuant to the master franchise agreement dated 19 December 2023 and addendum to the master franchise agreement dated 3 February 2025 between Loob Holding and Loob Philippines, Loob Holding has granted Loob Philippines exclusive master franchise rights to develop, establish, manage and operate the Tealive business in the Philippines (excluding the Ilocos region);
- (b) pursuant to the MIPLA dated 4 February 2025 between Loob Holding and LV Holdings VN, Loob Holding has granted LV Holdings VN the right to use Tealive's trademark to operate the Tealive business in Vietnam with effect from 18 September 2017 and the MIPLA shall continue in force until terminated by either of parties by giving one-month notice of termination in writing to the other party;
- (c) pursuant to the right of first offer letter dated 10 February 2025 between Loob and TrueScale Ventures, if TrueScale Ventures wishes to sell, assign, pledge, charge, mortgage, offer to sell, contract or agree to sell, grant or agree to grant any option or right to purchase or otherwise transfer or dispose of its common shares of stock or contributed capital in Loob Philippines, LV Holdings VN or any interest therein to a third party, TrueScale Ventures shall first provide a notice in writing to Loob indicating its interest to transfer its interest in Loob Philippines or LV Holdings VN before transferring its contributed capital to third party with terms not more favourable to the relevant third party than those provided to Loob;

11. CONFLICTS OF INTEREST *(Cont'd)*

- (d) the business and operations of Loob Philippines and LV Holdings VN Group are not in direct competition with the business and operations of our Group as Loob Philippines and LV Holdings VN are the master franchisee and licensee of our Group operating the Tealive brand in the Philippines (excluding the Ilocos region) and Vietnam respectively. As a franchisee, Loob Philippines pays royalty to Loob Holding and purchases ingredients, equipment and supplies from our Group. As a licensee, LV Holdings VN Group has the rights to use Tealive's trademark to operate the Tealive business in Vietnam and purchases ingredients, equipment and supplies from our Group. All transactions with Loob Philippines and LV Holdings VN Group are/will be transacted on an arm's length basis and on normal commercial terms which are not more favourable to them than those generally available to other master franchisees/licensees for similar products/services. The transactions are transacted at pricing which is comparable to transactions with unrelated third parties for similar products/ services;
 - (e) Loo Chuu Lin, Bryan Loo and Loo Chee Leng are not involved in the day-to-day operations of Loob Philippines and LV Holdings VN as both Loob Philippines and LV Holdings VN have their own independent standalone management. Bryan Loo and Loo Chee Leng are non-executive directors who only attend board and/or shareholder meetings of Loob Philippines and LV Holdings VN, if any, and Loo Chuu Lin, Bryan Loo and Loo Chee Leng are and shall remain as indirect shareholders of Loob Philippines and LV Holdings VN through their interest in TrueScale Ventures without active management role in Loob Philippines and LV Holdings VN. Accordingly, Bryan Loo's and Loo Chee Leng's involvement in Loob Philippines and LV Holdings VN will not affect their contributions to our Group; and
 - (f) Loo Chuu Lin, Bryan Loo and Loo Chee Leng will abstain from deliberation and voting on resolutions in their respective capacity(ies) as Director or shareholder of our Company pertaining to any transactions between our Group and Loob Philippines or LV Holdings VN Group, if any.
- (v) Good Foodie
 - (a) all the transactions with Good Foodie are transacted on an arm's length basis and on normal commercial terms which are not unfavorable to us than those generally offered by Good Foodie to third parties and are not detrimental to our non-interested shareholders as the fees or charges for the material recurrent related party transactions are benchmarked against pricing provided by Good Foodie to third parties;
 - (b) the business and operations of Good Foodie are not in competition with the business and operations of our Group given that Good Foodie is a digital media company;
 - (c) Loo Chuu Lin, Bryan Loo and Loo Chee Leng are not involved in the day-to-day operations of Good Foodie as Good Foodie has its own independent standalone management. Loo Chuu Lin, Bryan Loo and Loo Chee Leng only attend board and/or shareholders' meetings of Good Foodie, if any, to discharge their principal role and duty as a non-executive director as well as provide advice from governance and industrial experience perspective and they are and shall remain as shareholders of Good Foodie without active management role in Good Foodie. Further, their interests in Good Foodie are solely for investment purposes, which do not result in any conflict with our Group's business or operations; and

11. CONFLICTS OF INTEREST (Cont'd)

- (d) Loo Chuu Lin, Bryan Loo and Loo Chee Leng will abstain from deliberation and voting on resolutions in their respective capacity(ies) as Director or shareholder of our Company pertaining to any transactions between our Group and Good Foodie.

In addition to the above, as set out in Section 10.2.1 of this Prospectus, our Audit and Risk Management Committee will review any conflict of interest situation that arose, persist or may arise within our Company or our Group, including any transaction, procedure or course of conduct that raises questions of management integrity and the measures taken to resolve, eliminate or mitigate such conflicts. Our Audit and Risk Management Committee will ensure that any such transactions are carried out on an arm's length basis and on normal commercial terms.

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 TO OR FROM OUR GROUP BY OR TO RELATED PARTIES

Save as disclosed below, as at the LPD, there are no other properties leased by our Directors or Substantial Shareholders to our Group or vice versa:

No.	Name of company	Director and/or Substantial Shareholder	Property leased	Nature of interest
1.	LH Venture	<u>Director and Substantial Shareholder of Loob</u> Loo Chuu Lin Bryan Loo Loo Chee Leng <u>Director of Loob</u> Yeow Boon Siang Bryan Loo and Loo Chee Leng are also directors of BB Coffee.	Sublet of part of a shoplot bearing the postal address of Lot G-7, Danau Kota Suite Jalan 1A/6, Taman Danau Kota, 53300 Kuala Lumpur by BB Coffee to LH Venture for the operation of the Gindaco stores.	Bryan Loo and Yeow Boon Siang are directors of LH Venture. Loo Chuu Lin, Bryan Loo and Loo Chee Leng are shareholders who indirectly hold 51.0% equity interest in LH Venture through their interest in LV Holdings which holds the entire equity Interest of LH Venture. Loo Chuu Lin and Bryan Loo are directors of LV Holdings.

11. CONFLICTS OF INTEREST (Cont'd)

No.	Name of company	Director and/or Substantial Shareholder	Property leased	Nature of interest
2.	LH KD Property	<p><u>Director and Substantial Shareholder of Loob</u> Loo Chuu Lin Bryan Loo Loo Chee Leng</p> <p>Loo Chuu Lin, Bryan Loo and Loo Chee Leng are also directors of Loob Holding.</p> <p>Bryan Loo and Loo Chee Leng are also directors of Hakata Asia.</p>	<p>(a) Rental of two (2) office blocks bearing the postal address of No. 14 (Block C & Block E), Jalan Teknologi, Taman Sains Selangor 1, Kota Damansara, 47810 Petaling Jaya, Selangor by Loob Holding from LH KD Property which is used as Loob's HQ.</p> <p>(b) Rental of Mezzanine Floor, No. 14 (Block D), Jalan Teknologi, Taman Sains Selangor 1, Kota Damansara, 47810 Petaling Jaya, Selangor by Hakata Asia from LH KD Property which is used as office.</p>	Loo Chuu Lin, Bryan Loo and Loo Chee Leng are the directors and indirect shareholders of LH KD Property, holding 100.0% equity interest in LH KD Property through their interest in LV Holdings which holds the entire equity interest of LH KD Property. Loo Chuu Lin and Bryan Loo are directors of LV Holdings.
3.	Ding Dang Holdings	<p><u>Director and Substantial Shareholder of Loob</u> Bryan Loo</p> <p>Bryan Loo is also a director of Loob Integrated.</p>	Sublet of part of a shoplot bearing postal address of No. 2-G, 2-1, 2-2 and 2-3, Jalan Equine 1E, Taman Equine, 43300 Seri Kembangan, Selangor by Loob Integrated to Ding Dang Holdings for use as a convenience store.	Bryan Loo is a director of Ding Dang Holdings and holds 33.0% equity interest in Ding Dang Holdings.

The sublet of part of a shoplot by BB Coffee to LH Venture as stated under item 1 above was not carried out on an arms' length basis as the amount charged by BB Coffee to LH Venture was not proportionate to the space occupied by LH Venture based on the amount paid by our Group to the landlord. However, this arrangement was not detrimental to our Group as a higher amount was charged to LH Venture. The amount charged by BB Coffee to LH Venture has been revised with effect from 1 April 2025 to be proportionate to the space occupied by LH Venture and the transaction is currently carried out on an arm's length basis and on normal commercial terms which are not unfavourable to us than those generally available to third parties and are not detrimental to our non-interested shareholders. This transaction will subsist after the Listing.

LH KD Property owns five (5) office blocks, one (1) warehouse and one (1) recreational/sport center of which two (2) office blocks are rented to Loob Holding to be used as our HQ. The rental of the two (2) office blocks (Block C & Block E) by Loob Holding from LH KD Property as stated under item 2(a) and the rental of the mezzanine floor of the recreational/sport center (Block D) by Hakata Asia from LH KD Property as stated under item 2(b) are transacted on an arm's length basis and on normal commercial terms which are not unfavourable to us than those generally available to third parties and were not detrimental to our non-interested shareholders as the rental is benchmarked against the pricing provided by our related parties to third parties.

The sublet of part of a shoplot by Loob Integrated to Ding Dang Holdings as stated under item 3 was not carried out on an arms' length basis as the rental amount charged by Loob Integrated to Ding Dang Holdings was not proportionate to the space occupied by Ding Dang Holdings based on the rental amount paid by our Group to the landlord. Nonetheless, this transaction has ceased since April 2025.

11. CONFLICTS OF INTEREST (Cont'd)

In view of the above, our Board (save for the interested Directors) is of the view that the abovementioned potential conflict of interest situations have been resolved, eliminated or mitigated.

11.3 DECLARATION BY ADVISERS ON CONFLICTS OF INTEREST

11.3.1 Declaration by Maybank IB

Maybank IB, being the Principal Adviser, Joint Bookrunner, Sole Managing Underwriter and Joint Underwriter for our IPO, and its related and associated companies including Malayan Banking Berhad and its group of companies ("**Maybank Group**") form a diversified financial group and are engaged in a wide range of investment and commercial banking, brokerage, securities trading, assets and funds management and credit transaction services businesses. The Maybank Group may in the future, engage in transactions with and perform services for our Company and/or our affiliates, in addition to the roles 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 positions in securities issued by our Company and/or our affiliates, 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 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.

As at the LPD, the Maybank Group has not extended any credit facility to our Group.

Maybank IB confirms that there is no conflict of interest situation in its capacity as the Principal Adviser, Joint Bookrunner, Sole Managing Underwriter and Joint Underwriter for our IPO.

11.3.2 Declaration by AmInvestment Bank

AmInvestment Bank is a wholly-owned subsidiary of AMMB Holdings Berhad ("**AMMB**"). AMMB, AmInvestment Bank, its subsidiaries ("**AmBank Group**") and its related and associated companies are a diversified financial group and are involved in a wide range of businesses relating to amongst others, retail banking, investment banking, commercial banking, brokerage, securities trading, asset and funds management and credit transaction services. AmBank Group has been engaged, and may in the future be engage, in transactions with and/or perform services for our Group and its affiliates, in addition to AmInvestment Bank's role as the Joint Bookrunner and Joint Underwriter for our IPO.

11. CONFLICTS OF INTEREST (Cont'd)

In addition, in the ordinary course of business, any member of the AmBank 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, its affiliates, and/or any other entity or person, hold long or short positions in securities issued by our Group, 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 other customers in debt or equity securities or senior loans of our Group and its affiliates. This is a result of the business of the AmBank Group generally acting independent of each other and accordingly, there may be situations where parts of the AmBank Group and/or its customers now have, or in the future, may have interest or take actions that may conflict with the said interest. Nonetheless, AmBank 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.

As at the LPD, AmBank Islamic Berhad has extended total credit facilities of RM30.0 million to our Group, which are not material when compared to the audited NA of the AmBank Group as at 31 March 2025 of RM20.62 billion (representing approximately 0.1% of the AmBank Group's audited NA).

AmInvestment Bank is of the view that the aforementioned extension of credit facilities does not result in any conflict of interest situation which would prevent it from acting as Joint Bookrunner and Joint Underwriter for our IPO as the extension of such credit facilities to our Group arose in the ordinary course of business of the AmBank Group.

11.3.3 Declaration by KPMG PLT

KPMG PLT confirms that there is no conflict of interest situation in its capacity as the Auditors and Reporting Accountants in relation to our IPO.

11.3.4 Declaration by Cheang & Ariff

Cheang & Ariff confirms that there is no conflict of interest situation in its capacity as the legal adviser to our Company in relation to our IPO.

11.3.5 Declaration by Christopher & Lee Ong

Christopher & Lee Ong confirms that there is no conflict of interest situation in its capacity as the legal adviser to the Joint Bookrunner, Sole Managing Underwriter and Joint Underwriter in relation to our IPO.

11.3.6 Declaration by Frost & Sullivan

Frost & Sullivan confirms that there is no conflict of interest situation in its capacity as the IMR in relation to our IPO.

11.3.7 Declaration by Baker Tilly

Baker Tilly confirms that there is no conflict of interest situation in its capacity as the Internal Control Consultant in relation to our IPO.