

## 2. PROSPECTUS SUMMARY

This Prospectus Summary only highlights the key information from other parts of this Prospectus. It does not contain all the information that may be important to you. You should read and understand the contents of the whole Prospectus prior to deciding on whether to invest in our Shares.

### 2.1 PRINCIPAL DETAILS OF OUR IPO

Number of new Shares to be issued under the Public Issue	:	77,070,300
Number of existing Shares to be offered under the Offer for Sale	:	Up to 56,250,000
Enlarged number of Shares upon Listing	:	450,000,000
Retail Price	:	RM[●]
Market capitalisation upon Listing (based on the Retail Price and enlarged number of Shares upon Listing)	:	RM[●]

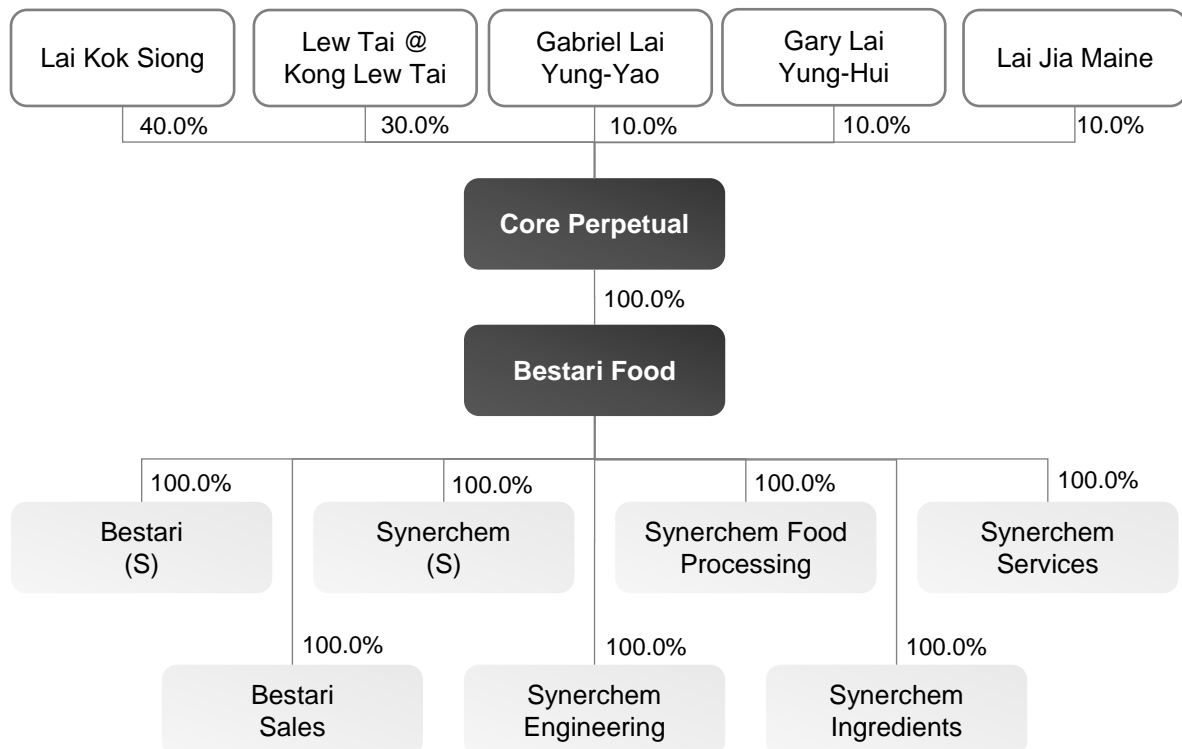
Please refer to Section 4 of this Prospectus for further details of our IPO.

In accordance with the Equity Guidelines, the entire shareholding in our Company held by Core Perpetual after our IPO is subject to moratorium for 6 months from the date of our Listing. In addition, the shareholders of Core Perpetual, namely Lai Kok Siong, Lew Tai @ Kong Lew Tai, Gabriel Lai Yung-Yao, Gary Lai Yung-Hui and Lai Jia Maine, have also undertaken that they will not sell, transfer or assign any of their shareholdings in Core Perpetual for 6 months from the date of our Listing. Further details of the moratorium on our Shares are set out in Section 3.2 of this Prospectus.

### 2.2 OUR BUSINESS

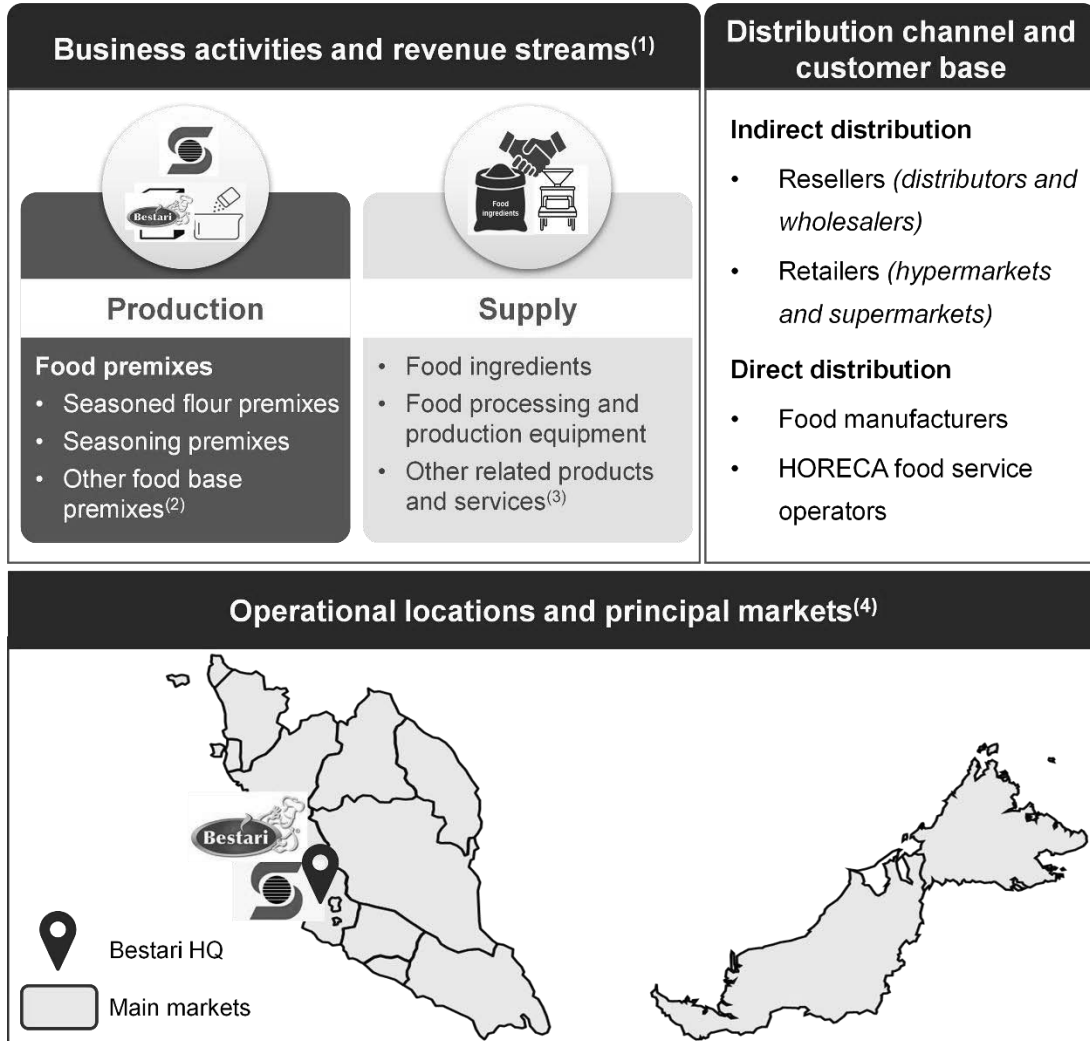
We were incorporated in Malaysia under the Act on 20 February 2025 as a private limited company under the name of Bestari Food Sdn Bhd. On 14 April 2026, we were converted to a public limited company to facilitate our Listing. Subsequently, we completed the Acquisitions on [●].

As at [●], our corporate structure is as follows:



**2. PROSPECTUS SUMMARY (CONT'D)**

We are principally involved in the production of food premixes, which are blends of multiple ingredients formulated in precise proportions to achieve specified functions in food preparation, processing or production. Our food premix products are mainly marketed and sold under our 'Bestari' brand, and are available in various packaging formats, including small retail packs, which are sold in retail outlets, as well as large commercial packs mainly for food manufacturers and HORECA food service operators.



**Notes:**

- (1) For the Financial Years Under Review, our revenue was mainly derived from the production of food premixes, contributing 75.7%, 79.0% and 81.8% respectively, with the remaining derived from the supply segment which accounted for 24.3%, 21.0% and 18.2% of our revenue, respectively.
- (2) Other food base premixes include instant mashed potato mix, custard mix, cream soup premix, and gravy premix.
- (3) Other related products and services include sales of related spare parts for the food processing and production equipment as well as installation, repair and maintenance services.
- (4) Our largest market is Malaysia, which historically accounted for 96.5%, 97.3% and 96.8% of our revenue for the Financial Years Under Review respectively, with the remaining from customers in foreign countries mainly in Singapore and Brunei.

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**2. PROSPECTUS SUMMARY (CONT'D)**

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**2.3 COMPETITIVE ADVANTAGES AND KEY STRENGTHS**

Our competitive advantages and key strengths are:

**(i) We have an established track record of 33 years in the food ingredients industry**

We have an established track record of 33 years in the food ingredients industry, dating back to 1993, when we began supplying food ingredients and subsequently expanded into the supply of food processing and production equipment in 1995, through Core Perpetual. In 2002, through Synerchem Food Processing, we expanded into the production of food premixes. Since our establishment, we continually expanded our product offerings and introduced new products to meet consumers' requirements. Our long operating history has enabled us to accumulate industry and market knowledge, supporting our understanding of customer needs and market practices. Our established track record provides a foundation for customer confidence in our products, supporting our ability to secure new customers, enter new markets, and sustain and grow our business.

**(ii) We have an established brand presence to drive the growth of our business**

Our products are distributed through multiple channels, including our network of distributors and retailers, as well as directly to food manufacturers and HORECA food service operators. The consistent use of our 'Bestari' brand across these channels, such as our in-house food premixes and repackaged food ingredients, enhances product visibility, supports recognition among diverse customer segments and reinforces brand recall. As a result, we have established strong brand equity within both the retail and commercial markets. Our established brand presence, combined with ongoing product innovation and a multi-channel distribution strategy, strengthens our market positioning and fosters long-term customer relationships, supporting the sustainable growth of our business.

**(iii) We have an established distribution network providing wide market coverage**

Our distribution model enables efficient market penetration without significant investment in owned logistics and retail infrastructure, allowing us to scale our operations cost-effectively. In addition, our established relationships with distributors and key retail chains support consistent product availability, timely replenishment and effective execution of sales and promotional activities. The breadth and depth of our distribution network also enhance our ability to introduce new products by leveraging existing channels to expand market reach and increase our customer base. These factors strengthen our market presence and support the continued growth of our business.

**(iv) Our products are used across multiple levels of the food value chain**

Our broad market coverage enables us to capture demand arising from different consumption channels, including out-of-home dining and in-home food preparation. In addition, our presence across these segments provides valuable market insights into evolving consumer preferences, which support our product development and innovation efforts. Our ability to serve multiple levels of the food value chain, supported by our established distribution network, strengthens our market position and supports the sustainable growth of our business.

**(v) We have a diversified product portfolio that supports cross-selling opportunities**

Our diversified product portfolio enables us to position ourselves as capable of meeting a wide range of customer requirements across different stages of food preparation and production. This allows us to serve customers across multiple segments of the food value chain while creating opportunities to cross-sell complementary products. The combination of our in-house production of food premixes as well as supply of food ingredients and food processing and production equipment, enhances our ability to strengthen customer relationships and increase our share of customers' procurement spending.

## 2. PROSPECTUS SUMMARY (CONT'D)

**(vi) We have an integrated production facility and automated warehousing systems to support operational efficiency**

Our operations are supported by an integrated production facility where key production processes for our food premixes are carried out using integrated mixing and packaging lines. The integration of these processes within a single production line enables improved coordination of production activities and control over formulation consistency and production scheduling. In addition, our warehouse operations are supported by our ASRS smart warehouse to manage the storage and retrieval of input materials and finished goods.

**(vii) We have a comprehensive nationwide market coverage in Malaysia**

Our broad geographical coverage enables us to access a diverse customer base, mitigate concentration risks within any single region and capture growth opportunities across different parts of the country. It also enhances our ability to support nationwide distribution, strengthen customer relationships and reinforce our brand presence across Malaysia. Our comprehensive domestic footprint positions us well to sustain growth and further expand within the Malaysian market.

**(viii) We are led by experienced Managing Director, Executive Director and Key Senior Management to drive our business growth**

We have an experienced management team headed by Lai Kok Siong (our Managing Director) and Gabriel Lai Yung-Yao (our Executive Director / Head of Sales & Marketing). Our Managing Director brings with him more than 37 years of experience in the food production, food ingredients and food processing machinery industries. He is supported by our Executive Director / Head of Sales & Marketing, who brings with him more than 13 years of experience in the food production, food ingredients and food processing machinery industries.

Please refer to Section 7.3 of this Prospectus for further details of our competitive advantages and key strengths.

## 2.4 STRATEGIES AND PLANS

Our strategies and plans are as follows:

**(i) Set up a new production facility**

We plan to acquire a parcel of industrial land of approximately 10 acres and construct a new production facility. Upon completion, the first phase of our new production facility is expected to serve as our additional operational site to support our expansion by increasing our production capacity for existing and new food premixes, facilitating our expansion into ingredient processing activities, namely spice grinding, and implementing silo systems for the storage of input materials.

**(ii) Purchase new machinery and equipment**

We plan to purchase new machinery and equipment to be installed at our new production facility, to support our expansion in the production of food premixes and the storage of our key input materials. These include 4 integrated mixing and packaging lines for the production of food premixes. In addition, we plan to install 4 silo systems for the storage of input materials, mainly wheat flour. Each silo system will have a storage capacity of 25 tonnes, and we plan to install these silo systems at our new production facility after the completion of construction of the factory. We also plan to install 2 automated end-of-line packaging and handling systems, for carton packaging, palletising and handling of finished products, which are expected to improve operational efficiency and reduce dependency on manual labour.

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**2. PROSPECTUS SUMMARY (CONT'D)**

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**(iii) Expansion into ingredient processing activities**

We plan to expand into ingredient processing by establishing a spice grinding operation at the new production facility. This initiative aims to strengthen our integration across the food ingredient value chain and enhance operational control over this input material, which is widely used as a seasoning in the production of food premixes.

**(iv) Expansion of product range**

As a producer of food premixes, our product development is an ongoing process to broaden our product range to respond to evolving customer requirements and market preferences. In the near term, we intend to focus on the development of a new range of seasoned flour premixes, seasoning premixes and food base premixes to cater for various food applications. We also plan to introduce new flavours and variants of existing products to attract new customers and increase purchases from existing customers, as well as to enhance formulations of our existing products.

**(v) Foreign market expansion**

Our strategy is to expand our reach into foreign markets to grow our business across regions, including Southeast Asia. We plan to leverage overseas resellers, utilising their established networks to access new markets without significant investment in resources or facilities in those countries. We also plan to continue growing our export footprint by appointing new distributors in Southeast Asia to strengthen our regional presence and market penetration.

**(vi) Expand marketing activities**

We plan to continue our focus on sales and marketing to increase brand awareness, enhance brand visibility and recognition, and strengthen product visibility. This includes participating in exhibitions, deploying additional billboard advertising campaigns, developing digital marketing content and undertaking on-ground promotional activities.

Please refer to Section 7.18 of this Prospectus for further details of our strategies and plans.

**2.5 RISK FACTORS**

The following is a summary of the key risks relating to our business and operations that we are currently facing or that may develop in the future:

**(i) We are exposed to input material price fluctuations, particularly flour**

As a producer of food ingredient premixes, we are exposed to fluctuations in input material prices, particularly wheat flour, which constitutes a significant portion of our purchases. Prices of flour and other food ingredients are inherently volatile and influenced by global commodity market conditions, including supply disruptions arising from adverse weather, geopolitical developments and trade restrictions, as well as fluctuations in energy, fertiliser, and transportation costs. Any significant or sustained increase in the prices of wheat flour, seasonings or other food ingredients may result in higher production costs. Our ability to mitigate such increases depends on our ability to pass them on to customers through price adjustments, which may not always be possible in full or in a timely manner due to competitive pressures, contractual arrangements or customer sensitivity to price changes. This may adversely affect our profit margins and results of operations.

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**2. PROSPECTUS SUMMARY (CONT'D)**

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**(ii) We are exposed to supply chain disruptions, particularly in relation to imported input materials**

Our operations depend on the timely and consistent supply of input materials, including wheat flour and certain seasoning inputs, a portion of which are sourced from domestic and foreign suppliers. As such, we are exposed to risks associated with supply chain disruptions, including shipping delays, logistical constraints, geopolitical developments and changes in import regulations. Disruptions to global shipping and logistics networks may arise from circumstances beyond our control, including adverse weather conditions, geopolitical tensions, trade restrictions, social unrest, outbreaks of diseases, port congestion or strikes, and delays or loss of shipments. Recent geopolitical developments, including conflicts in the Middle East and disruptions to key maritime routes such as the Strait of Hormuz, have affected global shipping conditions and energy supply, contributing to increased uncertainty in logistics and supply chains.

**(iii) We are subject to inflationary pressures, including increases in input materials, logistics and operating costs, which may affect our profitability and sales**

Our business, comprising the production of food premixes and the supply of other food ingredients, is subject to inflationary pressures. The cost of input materials may increase due to inflationary pressures, while our operating expenses, including utilities, fuel, logistics, and labour, may also rise. Any sustained increase in input material, freight or operating costs may increase our overall cost base. Our ability to mitigate such increases depends on our ability to pass them on to customers through price adjustments, which may not always be possible in full or on a timely basis due to competitive pressures and customer sensitivity to price changes. This may adversely affect our profit margins and financial performance.

**(iv) We are dependent on a major customer and are exposed to risks associated with our reliance on appointed distributors**

We are dependent on a major customer, namely Kapaly, which is our appointed distributor for Selangor, Kuala Lumpur and Putrajaya. As at the LPD, we have a subsisting distribution agreement with Kapaly, which is subject to annual renewal. There can be no assurance that this agreement will be renewed or that Kapaly will continue to act as our distributor. Any termination of this relationship, or a significant reduction in orders from Kapaly, may require us to appoint one or more new distributors. There can be no assurance that we will be able to replace Kapaly with customers of a similar scale or within a reasonable timeframe, which may adversely affect our financial performance. Any deterioration in the financial condition or operational capabilities of our distributors, or any adverse actions affecting their businesses, may negatively impact their ability to purchase or distribute our products.

**(v) We do not have long-term contracts or purchase orders, and our business depends on our ability to continually secure new orders**

Our sales are mainly based on confirmed purchase orders, and we generally do not enter into long-term contracts or maintain purchase orders with durations exceeding 1 year. As a result, our revenue is largely non-recurring once orders are fulfilled or delivered. In this respect, our business and financial performance depend on our ability to consistently secure new orders from both existing and new customers. There can be no assurance that we will be able to maintain or increase our sales volume, or that existing customers will continue to place orders at historical levels. The lack of long-term purchase commitments also limits our revenue visibility and may result in fluctuations in order volumes and demand patterns. Customer purchasing decisions may be influenced by various factors beyond our control, including changes in consumer preferences, competitive pricing, availability of alternative suppliers, economic conditions and inventory management strategies of our customers.

Please refer to Section 9 of this Prospectus for further details of our risk factors.

## 2. PROSPECTUS SUMMARY (CONT'D)

### 2.6 DIRECTORS AND KEY SENIOR MANAGEMENT

As at the LPD, our Directors and Key Senior Management are as follows:

<b>Name</b>	<b>Designation</b>
<b><u>Directors</u></b>	
Badrulnizam Bin Bahaman	Independent Non-Executive Chairman
Lai Kok Siong	Managing Director
Gabriel Lai Yung-Yao	Executive Director / Head of Sales & Marketing
Ow Yin Yee	Independent Non-Executive Director
Zueraini Binti Ahmad Basri	Independent Non-Executive Director
Low Chin Ann @ Han Chin Ann	Independent Non-Executive Director
<b><u>Key Senior Management</u></b>	
Fong Zhooon Zhien	Chief Financial Officer
Gabriel Lai Yung-Yao	Executive Director / Head of Sales & Marketing
Chang Kok Leong	Head of Engineering
Gary Lai Yung-Hui	Head of Production

Please refer to Section 5 of this Prospectus for further details of our Directors and Key Senior Management.

### 2.7 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

The details of our Promoters and Substantial Shareholders, and their respective shareholdings in our Company before and after our IPO, are as follows:

<b>Name / Nationality or Country of Incorporation</b>	<b>After the Acquisitions / Before our IPO</b>				<b>After the Public Issue</b>			
	<b>Direct</b>		<b>Indirect</b>		<b>Direct</b>		<b>Indirect</b>	
	<b>No. of Shares (<sup>'000</sup>)</b>	<b>%</b>	<b>No. of Shares (<sup>'000</sup>)</b>	<b>%</b>	<b>No. of Shares (<sup>'000</sup>)</b>	<b>(<sup>1</sup>)%</b>	<b>No. of Shares (<sup>'000</sup>)</b>	<b>(<sup>1</sup>)%</b>
<b><u>Promoters and Substantial Shareholders</u></b>								
Core Perpetual / Malaysia	372,930	100.0	-	-	372,930	82.9	-	-
Lai Kok Siong / Malaysian	-	-	( <sup>2</sup> )372,930	100.0	-	-	( <sup>2</sup> )372,930	82.9
<b><u>Substantial Shareholder</u></b>								
Lew Tai @ Kong Lew Tai / Malaysian	-	-	( <sup>2</sup> )372,930	100.0	-	-	( <sup>2</sup> )372,930	82.9

**2. PROSPECTUS SUMMARY (CONT'D)**

Name / Nationality or Country of Incorporation	After the Offer for Sale			
	Direct		Indirect	
	No. of Shares ( <b>'000</b> )	( <sup>1</sup> )%	No. of Shares ( <b>'000</b> )	( <sup>1</sup> )%
<b>Promoters and Substantial Shareholders</b>				
Core Perpetual / Malaysia	316,680	70.4	-	-
Lai Kok Siong / Malaysian	-	-	<sup>(2)</sup> 316,680	70.4
<b>Substantial Shareholder</b>				
Lew Tai @ Kong Lew Tai / Malaysian	-	-	<sup>(2)</sup> 316,680	70.4

**Notes:**

- (1) Based on our enlarged total number of 450,000,000 Shares after our IPO.
- (2) Deemed interested pursuant to Section 8(4) of the Act by virtue of his / her shareholding in Core Perpetual.

Please refer to Section 5 of this Prospectus for further details of our Promoters and Substantial Shareholders.

**2.8 USE OF PROCEEDS**

We expect to use the gross proceeds from the Public Issue amounting to approximately RM[•] million in the following manner:

Details	RM'000	%	Estimated time frame for use of proceeds from the date of our Listing
Capital expenditure			
- Setting up a new production facility	[•]	[•]	Within 36 months
- Purchase of new machinery and equipment	[•]	[•]	Within 36 months
Marketing expenses	[•]	[•]	Within 6 months
Estimated listing expenses	[•]	[•]	Within 1 month
	<b>[•]</b>	<b>100.0</b>	

There is no minimum subscription to be raised from our IPO. The Offer for Sale will raise gross proceeds of up to approximately RM[•] million which will accrue entirely to our Offeror.

Please refer to Section 4.4 of this Prospectus for further details of the use of proceeds arising from the Public Issue.

## 2. PROSPECTUS SUMMARY (CONT'D)

### 2.9 FINANCIAL HIGHLIGHTS

The table below sets out financial highlights based on our audited combined financial statements for the Financial Years Under Review:

	<-----Audited----->		
	FYE 2023	FYE 2024	FYE 2025
	(RM'000)	(RM'000)	(RM'000)
Revenue	137,865	160,691	175,323
GP	48,914	63,537	81,986
PBT	12,022	22,253	41,572
PAT	9,183	16,544	31,032
NA	62,685	26,193	42,687
Total borrowings (excluding lease liabilities)	35,104	55,845	32,547
GP margin <sup>(1)</sup> (%)	35.5	39.5	46.8
EBITDA <sup>(2)</sup>	15,449	26,954	49,592
EBITDA margin <sup>(1)</sup> (%)	11.2	16.8	28.3
PBT margin <sup>(1)</sup> (%)	8.7	13.8	23.7
PAT margin <sup>(1)</sup> (%)	6.7	10.3	17.7
Basic and diluted EPS <sup>(3)</sup> (sen)	2.0	3.7	6.9
Trade receivables turnover period (days)	89	84	75
Trade payables turnover period (days)	38	35	37
Inventories turnover period (days)	76	67	71
Current ratio (times)	2.2	1.4	1.9
Gearing ratio (times)	0.6	2.1	0.8

#### Notes:

(1) Computed as GP, EBITDA, PBT or PAT divided by revenue.

(2) Computed as follows:

	<-----Audited----->		
	FYE 2023	FYE 2024	FYE 2025
	(RM'000)	(RM'000)	(RM'000)
PAT	9,183	16,544	31,032
Add: Taxation	2,839	5,709	10,540
Depreciation	2,153	3,315	5,563
Finance costs	1,508	1,543	2,581
Less: Finance income	(234)	(157)	(124)
<b>EBITDA</b>	<b>15,449</b>	<b>26,954</b>	<b>49,592</b>

(3) Computed as PAT divided by the enlarged total number of 450,000,000 Shares after our IPO.

The financial highlights presented above should be read in conjunction with the "Management's Discussion and Analysis of Financial Condition and Results of Operations" as set out in Section 12.3 of this Prospectus and the Accountants' Report, together with its related notes, as set out in Section 13 of this Prospectus.

## 2. PROSPECTUS SUMMARY (CONT'D)

### 2.10 DIVIDEND POLICY

It is the intention of our Board to recommend and distribute dividends of up to 30.0% of our annual audited PAT attributable to our shareholders after taking into consideration, among others, any applicable regulations, our working capital requirements, the financial and cash flow position of our Group as well as our projected levels of expenditure and other investment plans. This will allow our shareholders to participate in the profits of our Group while leaving adequate reserves for the future growth of our Group.

For information purposes, the dividends declared and paid by our Group for the Financial Years Under Review are as follows:

	<b>FYE 2023</b>	<b>FYE 2024</b>	<b>FYE 2025</b>
	<b>(RM'000)</b>	<b>(RM'000)</b>	<b>(RM'000)</b>
Dividends declared	300	53,000	21,500
Dividends paid	300	<sup>(2)</sup> 53,000	<sup>(3)</sup> 14,500
PAT	9,183	16,544	31,032
Dividend payout ratio <sup>(1)</sup>	3.3%	320.4%	69.3%

**Notes:**

- (1) Computed as dividends declared divided by PAT.
- (2) RM9.0 million was funded via bank borrowings as part of our Group's capital management strategy to optimise our capital structure, taking advantage of available debt capacity and low cost of borrowings. This approach also enables our Group to maintain sufficient cash reserves for working capital and operational needs, while preserving financial flexibility for future investments and growth initiatives, without materially increasing our financial risk.
- (3) The remaining RM7.0 million was subsequently paid in March 2026.

Subsequent to the FYE 2025 and up to the LPD, there were no dividends declared by us or our subsidiaries, save for an interim dividend amounting to RM1.5 million for the FYE 2026 which was paid in March 2026. The said dividend was funded via our internally generated funds, which were in excess of our Group's funding requirements for our business operations and is not expected to affect our business strategies and plans going forward.

Our Group also intends to declare an interim dividend of up to RM23.5 million for the FYE 2026. The said dividend is expected to be paid in September 2026 and will be funded via our internally generated funds and is not expected to affect our Group's funding requirements or the implementation of our strategies and plans going forward.

Please refer to Section 9.3.5 of this Prospectus for the risk factor which may affect our ability to pay dividends. No inference should be made from any of the foregoing statements as to our actual future profitability or our ability to pay dividends in the future. Please refer to Section 12.7 of this Prospectus for further details of our dividend policy.