
15. ADDITIONAL INFORMATION

15.1 EXTRACT OF OUR CONSTITUTION

The following provisions are extracted from our Constitution which complies with the Listing Requirements, the Act and the Rules.

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

15.1.1 Remuneration, voting and borrowing powers of Directors

Remuneration

Clause 96 - Directors' remuneration

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

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

Clause 97 - Reimbursement of expenses

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

15. ADDITIONAL INFORMATION (CONT'D)

Clause 123 - Remuneration of chief executive, executive Director, managing Director

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

Voting

Clause 117 – Disclosure of interest

Every Director shall comply with the provisions of Sections 219 and 221 of the Act in connection with the disclosure of his shareholding and interests in the Company and his interest in any contract or proposed contract with the Company and in connection with the disclosure, every Director shall state the fact and the nature, character and extent of any office or possession of any property whereby whether directly or indirectly, duties or interests might be created in conflict with his duty or interest as a Director of the Company. A general notice in writing, which complies with Section 221(4) of the Act or its equivalent, given to the Board by any Director shall be deemed to be a sufficient declaration of interest in relation to the subject matter of the notice.

Clause 118 - Restriction on voting

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

Clause 119 – Power to vote

A Director may vote in respect of:

- (i) any arrangement for giving the Director himself or any other Directors any security or indemnity in respect of money lent by him to or obligations undertaken by him for the benefit of the Company; and
- (ii) any arrangement for the giving by the Company of any security to a third party in respect of a debt or obligation of the Company for which the Director himself or any other Director has assumed responsibility in whole or in part, under a guarantee or indemnity or by the deposit of a security.

Borrowing powers

Clause 101 - Directors' borrowing powers

- (i) Subject to the Act and the Listing Requirements, the Directors may exercise all the powers of the Company to do all or any of the following for any debt, liability, or obligation of the Company or of any related party (as defined in Section 7 of the Act):
 - (a) borrow money;
 - (b) mortgage or charge its undertaking, property, and uncalled capital, or any part of the undertaking, property and uncalled capital;
 - (c) issue debentures and other securities whether outright or as security;
 - (d) lend and advance money or give credit to any person or company;

15. ADDITIONAL INFORMATION (CONT'D)

- (e) guarantee and give guarantees or indemnities for the payment of money or the performance of contracts or obligations by any person or company;
 - (f) secure or undertake in any way the repayment of moneys lent or advanced to or the liabilities incurred by any person or company; and otherwise to assist any person or of any related party (as defined in Section 7 of the Act).
- (ii) The Directors shall not borrow any money or mortgage or charge any of the Company's or the subsidiaries' undertaking, property or any uncalled capital, or to issue debentures and other securities whether outright or as security for any debt, liability or obligation of an unrelated third party.

15.1.2 Changes to share capital

Clause 54 - Power to increase capital

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

Clause 55 - Issue of new Shares

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

Clause 57 - Power to alter capital

Subject to the provisions of this Constitution and the Act, the Company may by special resolution:

- (i) consolidate and divide all or any of its share capital, the proportion between the amount paid and the amount, if any, unpaid on each subdivided share shall be the same as it was in the case of the share from which the subdivided share is derived;
- (ii) convert all or any of its paid-up shares into stock and reconvert that stock into fully-paid shares; or
- (iii) subdivide its shares or any of its shares, such that whatever is in the subdivision, the proportion between the amount paid and the amount, if any, unpaid on each subdivided share shall be the same as it was in the case of the share from which the subdivided share is derived.

Clause 58 - Power to reduce capital

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

15. ADDITIONAL INFORMATION (CONT'D)

15.1.3 Transfer of securities

Clause 29 - Transfer in writing

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

Clause 30 - Transfer of Securities

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

Clause 31 - No restriction on the transfer of fully paid Securities

Subject to this Constitution, the Central Depositories Act and the Rules, there shall be no restriction on the transfer of fully paid Securities except where required by law.

Clause 32(a) - Refusal to register

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

Clause 33 - Suspension of registration

Subject to the provisions of the Act, the Central Depositories Act, the Rules and the Listing Requirements, the registration of transfers may be suspended at such times and for such periods as the Directors may from time to time determine PROVIDED ALWAYS that no part of the Register may be closed for such periods as the Directors may from time to time determine PROVIDED ALWAYS that it shall not be closed for more than 30 days in any year. Any notice of intention to close the Register and the reason therefor shall be given to the Exchange, such closure of the Register shall be at least 10 Market Days (or such other period as prescribed by the Exchange from time to time) after the date of notification to the Exchange stating the purpose or purposes for the suspension. In this respect, the Company shall request the Central Depository, in accordance with the Rules, to issue the appropriate Record of Depositors.

15.1.4 Rights, preferences and restrictions attached to each class of securities relating to voting, dividend, liquidation and any special rights

Clause 5 - Class of shares

The share capital of the Company is its issued share capital. The shares in the original or any increased capital may be divided into several classes, and there may be attached thereto respectively any preferential, deferred and/or other special rights, privileges, conditions and/or restrictions as to dividends, capital, voting and/or otherwise.

15. ADDITIONAL INFORMATION (CONT'D)

Clause 7 - Rights of preference shareholders

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

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

Clause 9 - Variation of class rights

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

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

Clause 76 - Voting rights

Subject to this Constitution and to any rights or restrictions for the time being attached to any class of shares by or in accordance with this Constitution, (a) in the case of a show of hands or (b) in the case of a poll, each Member, or holder of preference shares who has a right to vote, present in person or by proxy or by an attorney or by duly authorised representative shall have 1 vote, and on a poll, every Member present in person or by proxy or attorney or representative shall have 1 vote for each share he holds.

Clause 142 - Application of profits

The Directors may, if they think fit from time to time, pay to the Members such dividends as appear to the Directors to be justified by the profits of the Company. If at any time the share capital of the Company is divided into different classes, the Directors may pay such dividends in respect of those shares in the capital of the Company which confer on the holders thereof deferred or non-preferential rights, as well as in respect of those shares which confer on the holders thereof preferential rights with regard to dividend and provided that the Directors act bona fide, they shall not incur any responsibility to the holders of shares conferring any preferential rights for any damage that they may suffer by reason of the payment of dividend on any shares having deferred or non-preferential rights. The Directors may also pay half-yearly or at other suitable intervals to be settled by them, any dividend which may be payable at a fixed rate if they are of the opinion that the profits justify the payment.

15. ADDITIONAL INFORMATION (CONT'D)

15.2 SHARE CAPITAL

- (i) No Shares will be allotted or issued on the basis of this Prospectus later than 6 months after the date of issue of this Prospectus.
- (ii) As at the date of this Prospectus, we only have one class of shares in our Company, namely ordinary shares, all of which rank equally with one another. There are no special rights attached to our Shares.
- (iii) None of our Group's share capital is under any option or agreed conditionally or unconditionally to be put under any option as at the date of this Prospectus.
- (iv) Save for the new Shares to be issued under the Pink Form Allocations as disclosed in Section 4.1.2(ii) of this Prospectus,
 - (a) no person has been or is entitled to be given an option to subscribe for any share, stock, debenture or other security of our Group; and
 - (b) there is no scheme involving the directors and employees of our Group in the shares of our Group.
- (v) Save as disclosed in Sections 4.1.1 and 6.1.4 of this Prospectus, no shares, debentures, warrants, options, convertible securities or uncalled capital of our Group have been or are proposed to be issued as fully or partly paid-up, in cash or otherwise, for the Financial Years Under Review and up to LPD.
- (vi) As at the date of this Prospectus, our Group does not have any outstanding convertible debt securities, options, warrants or uncalled capital.

15.3 LIMITATION ON THE RIGHT TO OWN SECURITIES

There is no limitation on the right to own securities, including limitation on the right of non-residents or foreign shareholders to hold or exercise their voting rights on our Shares, which is imposed by Malaysian law or by our Constitution.

15.4 PUBLIC TAKE-OVERS

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

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

15.5 EXCHANGE CONTROLS

Our Group has not established any other place of business outside Malaysia and is not subject to governmental laws, decrees, regulations or other legislations that may affect the repatriation of capital and remittance of profits by or to our Group.

15.6 MATERIAL LITIGATION, CLAIMS AND ARBITRATION

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

15. ADDITIONAL INFORMATION (CONT'D)

15.7 MATERIAL CONTRACTS

Save as disclosed below, we have not entered into any contracts which are material (not being contracts entered into in the ordinary course of business) during the Financial Years Under Review and up to the date of this Prospectus:

- (i) The conditional sale and purchase agreement dated 22 February 2022 entered into between UMW Development Sdn Bhd (as vendor) and Orient Biotech (as purchaser) for the purchase of all that piece of leasehold land held under H.S.(D) 64636, PT18118 Seksyen 20 (previously held under master title H.S.(D) 63079, PT17940 Seksyen 20), Bandar Serendah, District of Ulu Selangor, State of Selangor measuring 23,714.69 sq. mt. at the purchase price of RM13,482,691.20. This sale and purchase transaction was completed on 25 November 2022;
- (ii) The sale and purchase agreement dated 20 September 2022 entered into between Orient Laboratories (as vendor) and Special Gain (as purchaser) for the disposal of all that piece of freehold agriculture vacant land held under Geran Mukim 5439, Lot 1344, Mukim Rawang, District of Gombak, State of Selangor measuring 1.2014 hectares at the purchase price of RM4,530,000.00. This sale and purchase transaction was completed on 30 September 2022;
- (iii) The sale and purchase agreement dated 20 September 2022 entered into between Orient Laboratories (as vendor) and Special Gain (as purchaser) for the disposal of all that piece of freehold agriculture vacant land held under Geran Mukim 8061, Lot 86003, Mukim Rawang, District of Gombak, State of Selangor measuring 0.8183 hectares at the purchase price of RM3,000,000.00. This sale and purchase transaction was completed on 30 September 2022;

The purchase consideration of items (ii) and (iii) above was arrived at on a willing-buyer willing-seller basis after taking into consideration the market value of the properties of RM7,530,000.00 as appraised by an independent valuer on 16 June 2022;

- (iv) The sale and purchase agreement dated 28 October 2022 entered into between Orient Biotech (as vendor) and Special Gain (as purchaser) for the disposal of 2 pieces of leasehold lands held under Pajakan Mukim 284 Lot 3356 and Pajakan Mukim 285 Lot 3357, both in Mukim Jasin, District of Jasin, State of Malacca, measuring 366 sq. mt., respectively, together with a factory erected thereon at a purchase price of RM570,000.00, which was arrived at on a willing-buyer willing-seller basis after taking into consideration the market value of the properties of RM570,000.00 as appraised by an independent valuer on 17 August 2022. This sale and purchase transaction was completed on 2 November 2022;
- (v) The sale and purchase agreement dated 1 December 2022 entered into between Orient Laboratories (as vendor) and Teoh Wei Chin (as purchaser) for the disposal of all that parcel of retail unit held under strata title Geran 73333/M1/2/220, Petak No. 220, Tingkat No. 2, Bangunan No. M1, Lot 1283 Seksyen 69, Bandar Kuala Lumpur, District of Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur measuring 60 sq. mt. at the purchase price of RM1,650,000.00, which was arrived at on a willing-buyer willing-seller basis after taking into consideration the market value of the property of RM1,650,000.00 as appraised by an independent valuer on 1 November 2022. This sale and purchase transaction was completed on 1 December 2022;
- (vi) The sale and purchase agreement dated 14 March 2023 entered into between Orient Biotech (as vendor) and Teoh Wei Chin and Lee Bao Yu (as purchasers) for the disposal of all that piece of leasehold land held under title H.S.(M) 17969, PT 29434, Mukim Batu, District of Gombak, State of Selangor together with a 3 storey terrace factory erected thereon at the purchase price of RM1,080,000.00, which was arrived at on a willing-buyer willing-seller basis after taking into consideration the market value of the property of RM1,080,000.00 as appraised by an independent valuer on 6 March 2023. This sale and purchase transaction was completed on 12 May 2023;

15. ADDITIONAL INFORMATION (CONT'D)

- (vii) The conditional share sale agreement dated 18 August 2023 entered into between ES Teoh and CT Wong (as vendors) and our Company (as purchaser) for the Acquisition of Orient Biotech at a total consideration of RM19,589,200.00 to be satisfied via issuance of 195,892,000 new Shares to ES Teoh and CT Wong. This share sale transaction is pending completion as at LPD;
- (viii) The conditional share sale agreement dated 18 August 2023 entered into between ES Teoh and CT Wong (as vendors) and our Company (as purchaser) for the Acquisition of Orient Laboratories at a total consideration of RM5,757,300.00 to be satisfied via issuance of 57,573,000 new Shares to ES Teoh and CT Wong. This share sale transaction is pending completion as at LPD;
- (ix) The conditional share sale agreement dated 18 August 2023 entered into between ES Teoh and CT Wong (as vendors) and our Company (as purchaser) for the Acquisition of Bonlife at a total consideration of RM1,816,100.00 to be satisfied via issuance of 18,161,000 new Shares to ES Teoh and CT Wong. This share sale transaction is pending completion as at LPD; and
- (x) [The Underwriting Agreement].

15.8 CONSENTS

- (i) The written consents of the Principal Adviser, Sponsor, Sole Underwriter and Placement Agent, Solicitors to our Company, Share Registrar, Issuing House and Company Secretaries for the inclusion in this Prospectus of their names in the form and context in which their names appear in this Prospectus have been given before the issue of this Prospectus, and have not subsequently been withdrawn.
- (ii) The written consent of our Auditors and Reporting Accountants for the inclusion in this Prospectus of their name, the Accountants' Report and the Reporting Accountants' Report on the Pro Forma Consolidated Statements of Financial Position of our Group as at 31 May 2023 in the form and context in which they are contained in this Prospectus has been given before the issue of this Prospectus, and has not subsequently been withdrawn.
- (iii) The written consent of the IMR for the inclusion in this Prospectus of its name and IMR Report in the form and context in which they are contained in this Prospectus has been given before the issue of this Prospectus, and has not subsequently been withdrawn.

15.9 DOCUMENTS AVAILABLE FOR INSPECTION

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

- (i) our Constitution;
- (ii) the IMR Report referred to in Section 8 of this Prospectus;
- (iii) the Reporting Accountants' Report on the Compilation of Pro Forma Combined Statements of Financial Position as at 31 May 2023 referred to in Section 13 of this Prospectus;
- (iv) the Accountants' Report as included in Section 14 of this Prospectus;
- (v) the material contracts referred to in Section 15.7 of this Prospectus;
- (vi) the letters of consent referred to in Section 15.8 of this Prospectus; and
- (vii) the audited financial statements of Orient Biotech, Orient Laboratories and Bonlife for the FYE 2021, FYE 2022 and FYE 2023, respectively.

15. ADDITIONAL INFORMATION (CONT'D)

15.10 RESPONSIBILITY STATEMENTS

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

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ANNEXURE A – MATERIAL PROPERTY, PLANT AND EQUIPMENT

1. Material properties owned by our Group

As at LPD, the material properties owned by our Group are as follows:

| No. | Registered owner / Title details / Postal address | Description / Existing use | Tenure of property | Category of land use / Restrictions in interest / Express condition of land use / Encumbrance(s) | Date of issuance of CF or CCC | Approximate land area / Approximate built-up area of the property | NBV as at 31 May 2023 RM'000 |
|------------|--|--|--|--|--|--|---|
| 1. | Registered owner: Orient Biotech Strata Title: PM12169, No. Bangunan M1-A/1/1, Lot No. 84299, Bandar Selayang, District of Gombak, State of Selangor Postal address: No. C-1-01, 162 Residency, KM 12, Jalan Ipoh-Rawang, 68100 Batu Caves Selangor | Description: Ground floor corner shop unit Existing use: Storage | Leasehold for a period of 99 years expiring on 4 September 2095 | Category of land use: Nil Restriction in interest: This land shall not be transferred, leased or charged without the consent of the state authority Express condition: Residence and business Encumbrances: - | 30 September 2011 | Land area: 181 sq. mt. Built-up area: 181 sq. mt. | 593 |

ANNEXURE A – MATERIAL PROPERTY, PLANT AND EQUIPMENT (CONT'D)

| No. | Registered owner / Title details / Postal address | Description / Existing use | Tenure of property | Category of land use / Restrictions in interest / Express condition of land use / Encumbrance(s) | Date of issuance of CF or CCC | Approximate land area / Approximate built-up area of the property | NBV as at 31 May 2023 RM'000 |
|------------|---|--|--|--|--------------------------------------|---|-------------------------------------|
| 2. | <p>Registered owner: Orient Biotech</p> <p>Title: H.S.(M) 18871, PT30828, Mukim Batu, District of Gombak, State of Selangor</p> <p>Postal address: No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor</p> | <p>Description: 3 storeys detached factory ⁽¹⁾</p> <p>Existing use: Manufacturing, R&D and storage facility</p> | <p>Leasehold for a period of 99 years expiring on 17 February 2093</p> | <p>Category of land use: Industrial</p> <p>Restriction in interest: This land shall not be sold, leased, charged or transferred without the consent of the state authority</p> <p>Express condition: Industrial</p> <p>Encumbrances: Charged in favour of OCBC Bank (Malaysia) Berhad vide presentation no. 576/2008</p> | 14 October 2005 | <p>Land area: 1,136.80 sq. mt.</p> <p>Built-up area: 1,934.22 sq. mt.</p> | 3,025 |

ANNEXURE A – MATERIAL PROPERTY, PLANT AND EQUIPMENT (CONT'D)

| No. | Registered owner / Title details / Postal address | Description / Existing use | Tenure of property | Category of land use / Restrictions in interest / Express condition of land use / Encumbrance(s) | Date of issuance of CF or CCC | Approximate land area / Approximate built-up area of the property | NBV as at 31 May 2023 RM'000 |
|------------|---|---|--|---|--|--|---|
| 3. | Beneficial owner: Orient Biotech Individual Title: H.S.(D) 64636, PT18118 Seksyen 20 (<i>previously held under master title H.S.(D) 63079, PT17940 Seksyen 20</i>), Bandar Serendah, District of Ulu Selangor, State of Selangor | Description: Vacant land Existing use: Currently under construction | Leasehold for a period of 87 years expiring on 7 July 2109 | Category of land use: Industrial Restriction in interest: This land shall not be transferred, leased or charged without the consent of the state authority Express condition: Industrial Encumbrances: Assigned to Hong Leong Islamic Bank Berhad and Hong Leong Bank Berhad | N/A | Land area: 23,649.57 sq. mt. | 13,331 |

Note:

- (1) Various awnings have been installed at the Selayang Factory. Temporary permits for the awnings have been issued by the local authority, which is valid up to 31 December 2023 and are subject to annual renewal.

ANNEXURE A – MATERIAL PROPERTY, PLANT AND EQUIPMENT (CONT'D)

2. Material properties rented by our Group

As at LPD, the material properties rented by our Group are as follows:-

| <u>No.</u> | <u>Landlord</u> | <u>Tenant</u> | <u>Postal address</u> | <u>Description / Existing use</u> | <u>Date of issuance of CF or CCC</u> | <u>Approximate land area / Approximate built-up area of the property</u> | <u>Period of tenancy</u> | <u>Rental per month</u> |
|------------|-----------------|----------------|---|--|--------------------------------------|---|-------------------------------|---|
| 1. | ES Teoh | Orient Biotech | No. C1-13A, 162 Residency, KM 12, Jalan Ipoh-Rawang, 68100 Batu Caves, Selangor | <u>Description:</u> Ground floor corner shop office unit <u>Existing use:</u> Office unit | 30 September 2011 | <u>Land area:</u> 213 sq. mt. <u>Built-up area:</u> 213 sq. mt. | 1 June 2022 – 31 May 2024 | From 1 June 2022 to 31 December 2022 – RM1,000.00 From 1 January 2023 to 30 September 2023 – RM2,000.00 From 1 October 2023 to 31 May 2024 – RM2,900.00 |
| 2. | Ong Kong | Eng Biotech | No. 10, Jalan Siantan Utama, Laman Serendah, 48200 Serendah, Selangor | <u>Description:</u> Factory unit ⁽¹⁾ <u>Existing use:</u> Manufacturing and storage facility | 18 May 2022 | <u>Land area:</u> 3,964 sq. mt. <u>Built-up area:</u> 1,909.20 sq. mt. | 15 April 2022 – 14 April 2024 | RM25,000.00 |

ANNEXURE A – MATERIAL PROPERTY, PLANT AND EQUIPMENT (CONT'D)

| No. | Landlord | Tenant | Postal address | Description / Existing use | Date of issuance of CF or CCC | Approximate land area / Approximate built-up area of the property | Period of tenancy | Rental per month |
|------------|-------------------------|----------------|---|--|--------------------------------------|---|-----------------------------------|---|
| 3. | Ng Chuei Yeen | Orient Biotech | No. B-G-1, Dataran Emerald, Jalan PS 11, Prima Selayang, 68100 Batu Caves, Selangor | <p>Description: Ground floor shop office unit</p> <p>Existing use: Headquarter office of our Group</p> | 2 June 2015 | <p>Land area: 88 sq. mt.</p> <p>Built-up area: 88 sq. mt.</p> | 1 January 2023 – 31 December 2024 | <p>From 1 January 2023 to 31 December 2023 – RM3,500.00</p> <p>From 1 January 2024 to 31 December 2024 – RM3,750.00</p> |
| 4. | NKG Resources Sdn. Bhd. | Orient Biotech | No. B-G-2, Dataran Emerald, Jalan PS 11, Prima Selayang, 68100 Batu Caves, Selangor | <p>Description: Ground floor shop office unit</p> <p>Existing use: Headquarter office of our Group</p> | 2 June 2015 | <p>Land area: 94 sq. mt.</p> <p>Built-up area: 94 sq. mt.</p> | 1 January 2023 – 31 December 2024 | <p>From 1 January 2023 to 31 December 2023 – RM3,500.00</p> <p>From 1 January 2024 to 31 December 2024 – RM3,750.00</p> |
| 5. | Ng Yik Soon | Orient Biotech | No. B-G-3, Dataran Emerald, Jalan PS 11, Prima Selayang, 68100 Batu Caves, Selangor | <p>Description: Ground floor shop office unit</p> <p>Existing use: Headquarter office of our Group</p> | 2 June 2015 | <p>Land area: 94 sq. mt.</p> <p>Built-up area: 94 sq. mt.</p> | 1 January 2023 – 31 December 2024 | <p>From 1 January 2023 to 31 December 2023 – RM3,500.00</p> <p>From 1 January 2024 to 31 December 2024 – RM3,750.00</p> |

ANNEXURE A – MATERIAL PROPERTY, PLANT AND EQUIPMENT (CONT'D)

| No. | Landlord | Tenant | Postal address | Description / Existing use | Date of issuance of CF or CCC | Approximate land area / Approximate built-up area of the property | Period of tenancy | Rental per month |
|------------|-----------------------------------|---------------|---|---|--------------------------------------|--|------------------------------------|-------------------------|
| 6. | Orient Biotech | Bonlife | No. C-1-01, 162 Residency, KM 12, Jalan Ipoh-Rawang, 68100 Batu Caves, Selangor | Description: Ground floor corner shop unit Existing use: Storage | 30 September 2011 | Land area: 181 sq. mt. Built-up area: 181 sq. mt. | 1 May 2023 – 30 April 2025 | RM1,000.00 |
| 7. | Teh Kim Cheong and Teh Thiam Meng | Bonlife | No. A-1-27, 162 Residency, KM12, Jalan Ipoh-Rawang, 68100 Batu Caves, Selangor | Description: Ground floor shop unit Existing use: Storage | 30 September 2011 | Land area: 110 sq. mt. Built-up area: 110 sq. mt. | 1 October 2022 – 30 September 2024 | RM1,400.00 |
| 8. | Teh Yen Siok | Bonlife | No. A-1-29, 162 Residency, KM12, Jalan Ipoh-Rawang, 68100 Batu Caves, Selangor | Description: Ground floor corner shop unit Existing use: Office | 30 September 2011 | Land area: 111 sq. mt. Built-up area: 111 sq. mt. | 1 October 2022 – 30 September 2024 | RM1,500.00 |

Note:

- (1) Awnings have been installed at the front of Rented Serendah Factory. Sheds have also been erected at the right side and the back of Rented Serendah Factory. Temporary permits for both the awnings and sheds have been issued by the local authority, which is valid up to 31 December 2024 and are subject to annual renewal.

ANNEXURE A – MATERIAL PROPERTY, PLANT AND EQUIPMENT (CONT'D)**3. Compliance with CF/CCC**

All buildings owned and occupied by our Group are all in compliance with CF/CCC.

4. Material machines and equipment owned by our Group

Our Group owns the following material machines and equipment:

| Machines and equipment | Function | No. of units | NBV as at 31 May 2023 (RM'000) |
|---|---|---------------------|---|
| Powder mixer | To mix and blend the raw materials and food ingredients. | 3 | 7 |
| Raw material grinder | To sieve the raw materials after grinding and to grind the herbs and raw materials. | 3 | - |
| Raw material dryer | To dry the herbs and raw materials | 2 | - |
| Sacheting machine (powder) | To fill the powder into the sachet. | 8 | 177 |
| Sacheting machine (liquid) | To fill the liquid into the sachet. | 3 | 73 |
| Tea bag machine | To fill the tea into the filter bag. | 1 | 11 |
| Tableting machine | To exert a compaction force on the powder by both upper punch and lower punch to form effervescent tablets. | 3 | 397 |
| Liquid filling machine (bottling) | To fill liquid into the bottle. | 4 | - |
| Capsulating machine | To fill the powder into the capsules. | 5 | - |
| Metal can filling machine | To fill the powder into the metal can. | 3 | 28 |
| Vacuum and nitrogen and metal can sealing machine | To vacuum and flush the nitrogen gas to the powder inside the metal can. | 15 | 766 |
| Shrink wrap machine | To seal the products with shrink wrap. | 8 | 109 |
| Carton sealing machine | To strap the cartons with strapping band. | 9 | 14 |

ANNEXURE A – MATERIAL PROPERTY, PLANT AND EQUIPMENT (CONT'D)

| Machines and equipment | Function | No. of units | NBV as at 31 May 2023 |
|---------------------------------|---|---------------------|------------------------------|
| Inkjet printer | To print the batch number, manufacturing date and expiry date on the packaging. | 6 | 28 |
| Capsule blister packing machine | To pack the capsules in blister packs. | 1 | - |
| Softgel blister packing machine | To pack the softgel capsules in blister packs. | 1 | - |
| Labelling machine. | To apply the label onto the product. | 2 | 7 |
| Pallet wrapping machine | To wrap the products when palletized. | 1 | 18 |
| Softgel process | To fill the oil into the shell/softgel. | 1 | - |
| | Total | 79 | 1,635 |

ANNEXURE B – MAJOR LICENCES, APPROVALS AND PERMITS

Major licences, approvals and permits obtained

Details of major licences, approvals and permits applicable to our Group as at LPD, are as follows:

| No. | Company | Description of licences / approvals / permits | Approving authority / Issuer | Licence / Permit / Reference no. | Issuance date / Validity period | Major conditions imposed | Status of compliance |
|------------|----------------|--|-------------------------------------|---|---|---------------------------------|-----------------------------|
| 1. | Orient Biotech | Business and advertisement licence granted to Orient Biotech at No. 37, Jalan PS 3, Taman Industri Prima Selayang, Batu Caves, 68100 Selangor for: (a) manufacturing or processing of pharmaceutical drugs & related products; (b) wholesale or storage of raw materials, packaging materials and finished materials; and (c) sidewalk licence. | SMC | Reference no.: MPS 2/5-1494 (PI) | 7 December 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |
| 2. | Orient Biotech | Business licence granted to Orient Biotech at No. 37, Jalan PS 3, Taman Industri Prima Selayang, Batu Caves, 68100 Selangor for wholesale or storage of packaging boxes, bottles, packaging materials and others. | SMC | Reference no.: MPS 2/29-1340 P | 7 December 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |
| 3. | Orient Biotech | Business and advertisement licence granted to Orient Biotech at No. C1-13A, 162 Residency, KM 12, Jalan Ipoh-Rawang, Batu Caves, 68100 Selangor for office. | SMC | Reference no.: MPS 2/6-8905 (PI) | 7 December 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |

ANNEXURE B – MAJOR LICENCES, APPROVALS AND PERMITS (CONT'D)

| No. | Company | Description of licences / approvals / permits | Approving authority / Issuer | Licence / Permit / Reference no. | Issuance date / Validity period | Major conditions imposed | Status of compliance |
|------------|----------------|--|-------------------------------------|---|---|---------------------------------|-----------------------------|
| 4. | Orient Biotech | Business and advertisement licence granted to Orient Biotech at A-1-29, 162 Residency, KM 12, Jalan Ipoh-Rawang, Batu Caves, 68100 Selangor for office. | SMC | Reference no.: MPS 2/6-3529 (S) | 7 December 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |
| 5. | Orient Biotech | Business and advertisement licence granted to Orient Biotech at B-G-1, B-G-2, B-G-3 Dataran Emerald, Jalan PS 11, Prima Selayang Batu Caves, 68100 Selangor for offices. | SMC | Reference no.: MPS 2/6-63234(S) | 3 July 2023 / 31 July 2023 – 31 December 2023 | Nil | N/A |
| 6. | Orient Biotech | Business and advertisement licence granted to Orient Biotech at No. 10, Jalan Siantan Utama Laman Serendah, 48200 Serendah, Selangor for: (a) selling or provision of healthcare product; (b) manufacturing or processing of healthcare products; (c) wholesale or storage of healthcare products; and (d) office. | HSMC | File no.: 09/L/7075 | 8 December 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |

ANNEXURE B – MAJOR LICENCES, APPROVALS AND PERMITS (CONT'D)

| No. | Company | Description of licences / approvals / permits | Approving authority / Issuer | Licence / Permit / Reference no. | Issuance date / Validity period | Major conditions imposed | Status of compliance |
|------------|----------------|--|-------------------------------------|---|--|---|-----------------------------|
| 7. | Orient Biotech | Manufacturing licence issued to Orient Biotech for health supplements in the form of tablet, capsule, powder, liquid and sachet and virgin coconut oil extract at No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor. | MITI | Licence no.: A 016095 Serial no.: 024887 | 8 May 2007 / valid unless revoked | Orient Biotech shall notify MITI if there is any sale of Orient Biotech's shares. | To be complied |
| 8. | Orient Biotech | Manufacturing licence issued to Orient Biotech for the development and manufacture of non-animal based softgels for supplements, vitamins and nutraceuticals at No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor. | MITI | Licence no.: A 016095 Serial no.: 032932 | 20 January 2014 / valid unless revoked | (a) there is any sale of Orient Biotech's shares; or (b) there is any change to the board of directors of Orient Biotech. | To be complied |
| 9. | Orient Biotech | Manufacturing licence issued to Orient Biotech for food based health supplements in the form of tablet, capsule, powder, liquid and sachet and plant based extracts at No. 10, Jalan Siantan Utama, Laman Serendah, 48200 Serendah, Selangor. | MITI | Licence no.: A 025190 Serial no.: A 041803 | 18 August 2023 / valid unless revoked | (a) Orient Biotech shall notify MITI and MIDA if there is any sale of Orient Biotech's shares. (b) Orient Biotech's total full-time workforce shall consist of at least 80% Malaysian citizens by 31 | To be complied |

ANNEXURE B – MAJOR LICENCES, APPROVALS AND PERMITS (CONT'D)

| No. | Company | Description of licences / approvals / permits | Approving authority / Issuer | Licence / Permit / Reference no. | Issuance date / Validity period | Major conditions imposed | Status of compliance |
|------------|----------------|---|-------------------------------------|---|---|--|-----------------------------|
| | | | | | | December 2024 and the employment of foreigners, including outsourced workers are subject to current policies. ⁽¹⁾ | |
| 10. | Orient Biotech | Wholesaler's licence granted to Orient Biotech to sell or supply the registered products at No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor, except for the list of poisons under the Poisons Act 1952. | NPRA | Licence no.: MALLB20230735 | 1 November 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |
| 11. | Orient Biotech | Certificate of registration for food premises involved in manufacturing of food located at No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor | MOH | Registration no.: FSSM071000246-01 | 18 April 2022 / 16 July 2022 – 16 July 2025 | Nil | N/A |
| 12. | Orient Biotech | Certificate of registration for food premises involved in manufacturing of food located at No. 10, Jalan Siantan Utama, Laman Serendah, 48200 Serendah, Selangor | MOH | Registration no.: FSSM072200979-0 | 13 July 2022 / 13 July 2022 – 13 July 2025 | Nil | N/A |

ANNEXURE B – MAJOR LICENCES, APPROVALS AND PERMITS (CONT'D)

| No. | Company | Description of licences / approvals / permits | Approving authority / Issuer | Licence / Permit / Reference no. | Issuance date / Validity period | Major conditions imposed | Status of compliance |
|------------|---------------------|---|-------------------------------------|---|---|--|-----------------------------|
| 13. | Orient Laboratories | Business and advertisement licence granted to Orient Laboratories at No. 37, Jalan PS 3, Taman Industri Prima Selayang, Batu Caves, 68100 Selangor for manufacturing or processing of health food. | SMC | Reference no.: MPS 2/5-1176 (PI) | 7 December 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |
| 14. | Orient Laboratories | Certificate of registration for food premises involved in manufacturing of food located at No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor. | MOH | Registration no.: FSSM092201669-0 | 15 September 2022 / 15 September 2022 – 15 September 2025 | Nil | N/A |
| 15. | Orient Laboratories | Manufacturer's licence granted to Orient Laboratories for manufacturing or repackaging of non-sterile registered products (1) Health supplement: Capsules (hard shell), capsules (soft shell), tablets; (2) Traditional medicine: Capsules (hard shell), liquids for internal use, powders, tablets at No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor. | NPRA | Licence no.: MALLP20230566 | 18 October 2022 / 1 January 2023 – 31 December 2023 | Compliance with the Control of Drugs and Cosmetics Regulations 1984 and requirements of GMP and/or Good Distribution Practice. | Complied |

ANNEXURE B – MAJOR LICENCES, APPROVALS AND PERMITS (CONT'D)

| No. | Company | Description of licences / approvals / permits | Approving authority / Issuer | Licence / Permit / Reference no. | Issuance date / Validity period | Major conditions imposed | Status of compliance |
|------------|---------------------|---|-------------------------------------|---|---|---|------------------------------------|
| 16. | Orient Laboratories | Wholesaler's licence granted to Orient Laboratories to wholesale or supply the registered products at No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor, except for the list of poisons under the Poisons Act 1952. | NPRA | Licence no.: MALLB20230573 | 18 October 2022 / 1 January 2023 – 31 December 2023 | Compliance with the Control of Drugs and Cosmetics Regulations 1984 and requirements of GMP and/or Good Distribution Practice. | Complied |
| 17. | Orient Laboratories | Manufacturing licence issued to Orient Laboratories to manufacture functional food, traditional medicine and health supplement in the forms of tablet, capsule, powder, liquid, sachet and non-animal based softgel at No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor. | MITI | Licence no.: A 025287 Serial no.: A 041961 | 1 November 2023 / valid unless revoked | (a) Orient Laboratories shall notify MITI and MIDA if there is any sale of Orient Laboratories' shares. (b) Orient Laboratories' total full-time workforce shall consist of at least 80% Malaysian citizens. | (a) To be complied (b) Complied |
| 18. | Bonlife | Business and advertisement licence granted to Bonlife at Unit C1-01, 162 Residency, Batu 12, Jalan Ipoh-Rawang 68100 Selangor for wholesale or storage and selling and distribution of health food. | SMC | Reference no.: MPS 2/6-9671 PI | 7 December 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |

ANNEXURE B – MAJOR LICENCES, APPROVALS AND PERMITS (CONT'D)

| No. | Company | Description of licences / approvals / permits | Approving authority / Issuer | Licence / Permit / Reference no. | Issuance date / Validity period | Major conditions imposed | Status of compliance |
|------------|----------------|---|-------------------------------------|---|---|--|-----------------------------|
| 19. | Bonlife | Business and advertisement licence granted to Bonlife at Unit C1-01, 162 Residency, Batu 12, Jalan Ipoh-Rawang 68100 Selangor for wholesale or storage of health food. | SMC | Reference no.: MPS 2/29-1475 PI | 7 December 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |
| 20. | Bonlife | Business and advertisement licence granted to Bonlife at A-1-29, 162 Residency, KM 12, Jalan Ipoh-Rawang, Batu Caves, 68100 Selangor for office. | SMC | Reference no.: MPS 2/6-3531 (S) | 7 December 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |
| 21. | Bonlife | Business and advertisement licence granted to Bonlife at A-1-27, 162 Residency, KM 12, Jalan Ipoh-Rawang, Batu Caves, 68100 Selangor for warehouse / freezer room for the making / processing / storage of health food. | SMC | Reference no.: MPS 2/6-3532 (S) | 7 December 2022 / 1 January 2023 – 31 December 2023 | Nil | N/A |
| 22. | Bonlife | Wholesaler's licence granted to Bonlife to wholesale or supply the registered products at A-1-29, 162 Residency KM 12, Jalan Ipoh-Rawang 68100 Batu Caves, Selangor, except for the list of poisons under the Poisons Act 1952. | NPRA | Licence no.: MALLB20231856 | 11 May 2023 / 11 May 2023 – 31 December 2023 | Compliance with the Control of Drugs and Cosmetics Regulations 1984 and requirements of GMP and/or Good Distribution Practice. | Complied |

ANNEXURE B – MAJOR LICENCES, APPROVALS AND PERMITS (CONT'D)





Note:

- (1) Our Group's subsidiary, Orient Biotech has obtained the manufacturing licence issued by the MITI on 18 August 2023. Having received the manufacturing licence, we take cognisance of the condition required by MITI on the manufacturing licence, for which Orient Biotech is required to comply with 80% Malaysian citizens workforce requirement by 31 December 2024. As at LPD, Orient Biotech's total full-time workforce consists of approximately 72% of Malaysian citizens. As such, our Group will endeavour to meet with the 80% Malaysian citizens workforce requirement by 31 December 2024. The efforts to be undertaken by our Group are, among others, publishing advertisements frequently on job portal websites and newspaper to hire local workers, initiating employee referral program to hire the local talents and implementing employee retention strategies.





In view of our Group's business strategies and future plans to construct New Serendah Factory as highlighted in Section 7.14.1 of this Prospectus, we expect to continue complying with the Malaysian citizens workforce requirement on long term basis as we would require more local workforce upon the completion of New Serendah Factory.

ANNEXURE C – BRAND NAMES, TRADEMARKS, PATENTS AND OTHER INTELLECTUAL PROPERTY RIGHTS





Save as disclosed below, as at LPD, we do not have any other registered brand names, trademarks, patents and other intellectual property rights in Malaysia:

| No. | Trademark | Name of applicant / Registration no. | Issuing authority | Class / Description | Status / Validity period |
|-----|---|---|----------------------|---|---|
| 1. |  | Orient Laboratories / 04000112 | MyIPO | Class 29 / Milk, goat's milk powder, by-products of milk, milk products, preserved, dried and cooked fruits and vegetables; all included in class 29 | Registered / 6 January 2004 – 6 January 2024 ⁽¹⁾ |
| 2. |  | Orient Laboratories / 07000209 | MyIPO | Class 29 / Powdered milk; food products made from milk; milk and cream; milk beverages (milk predominating); protein for human consumption; all included in class 29. | Registered / 5 January 2007 – 5 January 2027 |
| 3. |  | Orient Laboratories / 2010020814 | MyIPO | Class 29 / Milk; milk products; dairy products; drinks made from dairy products; milk-based beverages (milk predominating); flavoured milk; soya bean milk; condensed milk; evaporated milk; lactose enzyme dairy products; cheese; mousses; chilled desserts (jellies for food or made from milk, milk products, dairy products, yoghurt, curd); chilled fruit desserts; chilled soya desserts; jellies; jams; sweet spreads; fruit sauces; yoghurt; yoghurt drinks; meat; meat extracts; preserved, dried and cooked fruits and vegetables; all included in class 29. | Registered / 2 November 2010 – 2 November 2030 |
| 4. |  | Orient Laboratories / 2010020813 | MyIPO | Class 30 / Coffee, tea, cocoa, sugar, rice, tapioca, sago, artificial coffee; non-medicated sweets, chocolate and chocolate goods, ice-creams; coffee, tea, cocoa and chocolate based drinks with added milk, and extracts or powders for the making thereof; frozen yoghurt (confectionary ices); ice-cream; cocoa beverages with milk; milk powder candy (confectionery); all included in class 30. | Registered / 2 November 2010 – 2 November 2030 |



ANNEXURE C – BRAND NAMES, TRADEMARKS, PATENTS AND OTHER INTELLECTUAL PROPERTY RIGHTS (CONT'D)

| No. | Status / Validity period | Name of applicant / Registration no. | Issuing authority | Class / Description | Status / Validity period |
|------------|---|---|--------------------------|---|--|
| 5. |  | Orient Laboratories / 2017072923 | MyIPO | Class 5 / Edible oils derived from fish (other than cod liver oil); food for babies; herbal extracts for medical purposes; medicinal tea; mineral food supplements; nutritional supplements; plant extracts for pharmaceutical purposes; propolis dietary supplements; pollen dietary supplements; royal jelly dietary supplements; wheat germ dietary supplements; yeast dietary supplements; all included in class 5. | Registered / 17 November 2017 – 17 November 2027 |
| 6. |  | Orient Laboratories / 2018014574 | MyIPO | Class 29 / Milk; milk products; dairy products; drinks made from dairy products; milk-based beverages (milk predominating); flavoured milk; soya bean milk; condensed milk; evaporated milk; lactose enzyme dairy products; cheese; mousses; chilled desserts (jellies for food or made from milk, milk products, dairy products, yoghurt, curd); chilled fruit desserts; soy-based snack foods; jellies, jams, sweet spreads; fruit purees; yoghurt; yoghurt drinks; meat; meat extracts; preserved, dried and cooked fruits and vegetables; all included in class 29. | Registered / 22 November 2018 – 22 November 2028 |
| 7. |  | Orient Laboratories / 2018014575 | MyIPO | Class 5 / Edible oils derived from fish (other than cod liver oil); food for babies; herbal extracts for medical purposes; medicinal tea; mineral food supplements; nutritional supplements; plant extracts for pharmaceutical purposes; propolis dietary supplements; pollen dietary supplements; royal jelly dietary supplements; wheat germ dietary supplements; yeast dietary supplements; all included in class 5. | Registered / 22 November 2018 – 22 November 2028 |
| 8. |  | Orient Laboratories / 07000211 | MyIPO | Class 29 / Powdered milk; food products made from milk; milk and cream; milk beverages (milk predominating); protein for human consumption; all included in class 29. | Registered / 5 January 2007 – 5 January 2027 |

ANNEXURE C – BRAND NAMES, TRADEMARKS, PATENTS AND OTHER INTELLECTUAL PROPERTY RIGHTS (CONT'D)

| No. | Status / Validity period | Name of applicant / Registration no. | Issuing authority | Class / Description | Status / Validity period |
|-----|--|--------------------------------------|-------------------|--|--|
| 9. |  | Orient Laboratories / 07000212 | MyIPO | Class 29 / Powdered milk; food products made from milk; milk and cream; milk beverages (milk predominating); protein for human consumption; all included in class 29. | Registered / 5 January 2007 – 5 January 2027 |
| 10. |  | Orient Laboratories / 06020769 | MyIPO | Class 29 / Food preparation containing soya and milk protein; soya bean milk powder; preparation based on soya bean protein for making soya milk; protein derived from soya beans for use as substitutes for dairy products; all included in class 29. | Registered / 14 November 2006 – 14 November 2026 |
| 11. |  | Bonlife / TM2022001003 | MyIPO | Class 5 / Nutritional supplement energy bars; carbohydrate supplements; protein dietary supplements; protein powder dietary supplements; mixed vitamin preparations; vitamin c preparations; vitamin d preparations; vitamins; zinc dietary supplements; nutritional supplements consisting primarily of zinc; nutritional supplements consisting primarily of magnesium; dietary food supplements in powder form; food supplements in powder form; nutritional supplements in powder form; powdered nutritional supplement drink mixes. | Registered / 12 January 2022 – 12 January 2032 |
| 12. |  | Bonlife / TM2021016505 | MyIPO | Class 5 / Nutritional supplement energy bars; carbohydrate supplements; protein dietary supplements; protein powder dietary supplements; mixed vitamin preparations; vitamin c preparations; vitamin d preparations; vitamins; zinc dietary supplements; nutritional supplements consisting primarily of zinc; nutritional supplements consisting primarily of magnesium; dietary food supplements in powder form; food supplements in powder form; nutritional supplements in powder form; powdered nutritional supplement drink mixes. | Application filed, currently under provisional refusal (objection) – appeal ⁽²⁾ |

ANNEXURE C – BRAND NAMES, TRADEMARKS, PATENTS AND OTHER INTELLECTUAL PROPERTY RIGHTS (CONT'D)

| No. | Status / Validity period | Name of applicant / Registration no. | Issuing authority | Class / Description | Status / Validity period |
|-----|---|--------------------------------------|-------------------|--|---|
| 13. |  | Bonlife / TM2023008636 | MyIPO | Class 5 / Nutritional supplement energy bars; carbohydrate supplements; protein dietary supplements; protein powder dietary supplements; mixed vitamin preparations; vitamin c preparations; vitamin d preparations; vitamins; zinc dietary supplements; nutritional supplements consisting primarily of zinc; nutritional supplements consisting primarily of magnesium; dietary food supplements in powder form; food supplements in powder form; nutritional supplements in powder form; powdered nutritional supplement drink mixes. | Application filed, currently under provisional refusal (objection) ⁽³⁾ |
| 14. |  | OB Holdings / TM2023024705 | MyIPO | Class 16 / Adhesive tape dispensers (office requisites); adhesive tapes for stationery or household purposes; adhesive bands for stationery or household purposes; adhesive (glues) for stationery or household purposes; advertisement boards of paper or cardboard; albums; bags (envelopes, pouches) of paper or plastics, for packaging; booklets; bookmarks; books; bottle envelopes of paper or cardboard; bottle wrappers of paper or cardboard; boxes of paper or cardboard; bunting of paper; calendars; canvas for painting; carbon paper; cardboard*; cards*; catalogues; conical paper bags; copying paper (stationery); covers (stationery); drawing rulers; desk mats; document files (stationary); document laminators for office use; document holders (stationery); embroidery designs (patterns); engraving plates, envelopes (stationery); face towels of paper; files (office requisites); filter paper; flags of paper; flyers; folders for papers; folders (stationery); forms, printed; graphic prints; graphic reproductions; graphic representations; greeting cards; newsletters; newspapers; note books; packaging material made of starches; paper*; paper sheets (stationery); paper clasps; pencils; ink pens; ball point pens; marker pens; correction fluids; photograph stands; photographs (printed); pictures; postcards; posters; printed timetables; printed matter; printed publications; printed coupons; printing type; sealing stamps; signboards of paper or cardboard; stationery; washi; writing materials; writing paper; writing cases (stationery); writing cases (sets). | Application filed, currently under substantive examination ⁽⁴⁾ |

ANNEXURE C – BRAND NAMES, TRADEMARKS, PATENTS AND OTHER INTELLECTUAL PROPERTY RIGHTS (CONT'D)

Notes:

- (1) Upon the expiry of this trademark, our Group does not intend to renew the trademark as it is no longer active.
- (2) The application for registration of the trademark has been received by MyIPO on 15 June 2021 but the registration has been provisionally refused pursuant to a letter dated 28 April 2022 issued by MyIPO to Bonlife, due to the following reasons (a) the trademark is devoid of any distinctive character (section 23(1)(b) of the Trademarks Act 2019); (b) the trademark consists signs or indications which may serve, in trade, to designate the kind, quality, quantity, intended purpose, value, geographical origin, other characteristics of goods or services or the time of production of goods or of rendering of services (section 23(1)(c) of the Trademarks Act 2019); and (c) the trademark is similar to an earlier trademark and is to be registered for goods or services identical with or similar to the earlier trademark (section 24(2)(b) of the Trademarks Act 2019). An appeal has been filed on 23 June 2022 and it is currently pending review. Our Group may not be able to protect or effectively enforce their proprietary rights against unauthorised use of this trademark in the event the registration of this trademark with MyIPO is unsuccessful.
- (3) The application for registration of this trademark has been received by MyIPO on 24 March 2023 but the registration has been provisionally refused pursuant to a letter dated 22 September 2023 issued by MyIPO to Bonlife, due to the following reasons (a) the trademark is devoid of any distinctive character (section 23(1)(b) of the Trademarks Act 2019); (b) the trademark consists signs or indications which may serve, in trade, to designate the kind, intended purpose, value, other characteristics of goods or services or the time of production of goods or of rendering of services (section 23(1)(c) of the Trademarks Act 2019); and (c) the trademark is similar to an earlier trademark and is to be registered for goods or services identical with or similar to the earlier trademark (section 24(2)(b) of the Trademarks Act 2019). As at the LPD, our Group is in the midst of preparing an appeal on this. Our Group may not be able to protect or effectively enforce their proprietary rights against unauthorised use of this trademark in the event the registration of this trademark with MyIPO is unsuccessful.
- (4) The application for registration of this trademark has been received by MyIPO on 18 August 2023 and it is currently under substantive examination by MyIPO. Our Group may not be able to protect or effectively enforce their proprietary rights against unauthorised use of this trademark in the event the registration of this trademark with MyIPO is unsuccessful.

In the event that the above registered trademarks are not renewed and/or the applications for registration of the trademarks with MyIPO are unsuccessful, our Group does not foresee any material impact to our Group's business operations and financial performance as our Group is not dependent on the above for our Group's products.

ANNEXURE D – MATERIAL REGULATORY REQUIREMENTS

MATERIAL REGULATORY REQUIREMENTS RELATING TO OUR BUSINESS OPERATIONS

The following is an overview of the material laws and regulations that are relevant to the business operations of our Group. The following does not purport to be an exhaustive description of all relevant laws and regulations of which our business is subject to.

(A) LAWS AND REGULATIONS RELATING TO OUR BUSINESS

(i) Local Government Act 1976 (“LGA”)

The LGA empowers every local authority to grant licence or permit for any trade, occupation or premise through by-laws. Every licence or permit granted shall be subject to such conditions and restrictions as the local authority may think fit and shall be revocable by the local authority at any time without assigning any reason therefor. As our business is carried out in Selangor, we come under the jurisdiction of the SMC and HSMC.

The following sets out the relevant by-laws governing the conduct of our business:

- (a) The Licensing of Trades, Businesses and Industries (Selayang Municipal Council) By-Laws 2007 (“**SMC Licensing By-Laws 2007**”). The SMC Licensing By-Laws 2007 provides that no person shall operate any activity of trade, business and industry or use any place or premise in the local area of the SMC for any activity of trade, business and industry without a licence issued by the SMC. Any person who contravenes any of the provision of the SMC Licensing By-Laws 2007 commits an offence and shall upon conviction be liable to a fine not exceeding RM2,000.00 or to imprisonment for a term not exceeding 1 year or to both such fine and imprisonment and in the case of a continuing offence to a fine not exceeding RM200.00 for each day during which such offence is continued after conviction.
- (b) The Licensing of Food Establishments (Selayang Municipal Council) By-Laws 2007 (“**SMC Food Establishments By-Laws 2007**”). The SMC Food Establishments By-Laws 2007 provides that no person shall operate any activities of food establishments or use any places or premises in the local area of the SMC for any activities of food establishment without a licence issued by the SMC. Food establishments are defined as “any places or premises where food is prepared, manufactured, processed, packed, canned, bottled or stored for the purpose of sale for human consumption and foods are defined to include “every article manufactured, processed, sold or represented for use as food or drinks for human consumption or which enters into or is used in the composition, preparation, preservation of any food or drinks. Any person who contravenes any of the provision of the SMC Food Establishments By-Laws 2007 commits an offence and shall upon conviction be liable to a fine not exceeding RM2,000.00 or to imprisonment for a term not exceeding 1 year or to both such fine and imprisonment and in the case of a continuing offence to a fine not exceeding RM200.00 for each day during which such offence is continued after conviction.
- (c) The Advertisement (Selayang Municipal Council) By-Laws 2007 (“**SMC Advertisement By-Laws 2007**”). The SMC Advertisement By-Laws 2007 establishes that no person shall exhibit any advertisement without a license issued by the SMC. Any person who contravenes any of the provision of the SMC Advertisement By-Laws 2007 shall be guilty of an offence and shall upon conviction be liable to a fine not exceeding RM2,000.00 or to a term of imprisonment not exceeding 1 year or to both such fine and imprisonment and in the case of a continuing offence to a fine not exceeding RM200.00 for each date during which such offence is continued after conviction.

ANNEXURE D – MATERIAL REGULATORY REQUIREMENTS (CONT'D)

- (d) The Licensing of Trades, Businesses and Industries (Hulu Selangor Municipal Council) By-Laws 2007 ("**HSMC Licensing By-Laws 2007**"). The HSMC Licensing By-Laws 2007 provides that no person shall operate any activity of trade, business and industry or use any place or premise in the local area of the HSMC for any activity of trade, business and industry without a licence issued by the HSMC. Any person who contravenes any of the provision of the HSMC Licensing By-Laws 2007 commits an offence and shall upon conviction be liable to a fine not exceeding RM2,000.00 or to imprisonment for a term not exceeding 1 year or to both such fine and imprisonment and in the case of a continuing offence to a fine not exceeding RM200.00 for each day during which such offence is continued after conviction.
- (e) The Licensing of Food Establishments (Hulu Selangor Municipal Council) By-Laws 2007 ("**HSMC Food Establishments By-Laws 2007**"). The HSMC Food Establishments By-Laws 2007 provides that no person shall operate any activities of food establishments or use any places or premises in the local area of the HSMC for any activities of food establishment without a licence issued by the HSMC. Food establishments are defined as "any places or premises where food is prepared, manufactured, processed, packed, canned, bottled or stored for the purpose of sale for human consumption and foods are defined to include "every article manufactured, processed, sold or represented for use as food or drinks for human consumption or which enters into or is used in the composition, preparation, preservation of any food or drinks. Any person who contravenes any of the provision of the HSMC Food Establishments By-Laws 2007 commits an offence and shall upon conviction be liable to a fine not exceeding RM2,000.00 or to imprisonment for a term not exceeding 1 year or to both such fine and imprisonment and in the case of a continuing offence to a fine not exceeding RM200.00 for each day during which such offence is continued after conviction.
- (f) The Advertisement (Hulu Selangor Municipal Council) By-Laws 2007 ("**HSMC Advertisement By-Laws 2007**"). The HSMC Advertisement By-Laws 2007 establishes that no person shall exhibit any advertisement without a license issued by the HSMC. Any person who contravenes any of the provision of the HSMC Advertisement By-Laws 2007 shall be guilty of an offence and shall upon conviction be liable to a fine not exceeding RM2,000.00 or to a term of imprisonment not exceeding 1 year or to both such fine and imprisonment and in the case of a continuing offence to a fine not exceeding RM200.00 for each date during which such offence is continued after conviction.

As at LPD, our Group holds and maintains valid business premises licences and advertisement licences for all our operating business premises.

(ii) Industrial Co-ordination Act 1975 ("ICA")

The ICA provides the co-ordination and orderly development of manufacturing activities in Malaysia. Manufacturing companies with shareholders' funds of RM2.5 million and above or engaging 75 or more full-time paid employees are required to have manufacturing licences. Any failure to observe and adhere to the licensing requirements constitutes an offence and is liable on conviction to a fine not exceeding RM2,000.00 or to a term of imprisonment not exceeding 6 months and to a further fine not exceeding RM1,000.00 for every day during which such default continues.

As our Group is involved in the provision of manufacturing services of fortified F&B and dietary supplements to third party brand owners as well as the manufacturing of fortified F&B and dietary supplements under our house brands, we are required to obtain manufacturing licences issued by the MITI once we meet the licensing requirements stipulated above.

ANNEXURE D – MATERIAL REGULATORY REQUIREMENTS (CONT'D)

Our subsidiary, Orient Laboratories, had operated without a manufacturing licence issued by MITI pursuant to Section 3 of the ICA in the past. During the period from incorporation of Orient Laboratories in year 1999 until 31 May 2012, Orient Laboratories was not required to apply for a manufacturing licence as Orient Laboratories' shareholders' funds did not exceed RM2.50 million and it did not employ more than 75 full-time employees. In the course of reviewing its licensing requirements, Orient Laboratories realised that it had met the licensing requirements since FYE 2012 but had not obtained the requisite manufacturing licence. Hence, Orient Laboratories began the process of applying to MITI to obtain the requisite manufacturing licence in May 2023. The cost incurred for the rectification to obtain the manufacturing licence was RM300.00, which was the application fee payable to MITI. Orient Laboratories had on 28 July 2023 obtained a conditional approval from MITI, which requires Orient Laboratories to fulfil the conditions stated in the conditional approval letter within 6 months from the date of such letter.

For information purpose, the revenue contribution of Orient Laboratories during the Financial Years Under Review are RM1.05 million, RM1.32 million and RM1.43 million, respectively.

Orient Laboratories has complied with the conditions stated in the conditional approval letter and obtained the manufacturing licence issued by the MITI on 1 November 2023. No penalty was imposed by MITI for the period of past non-compliance from 1 June 2012 up to the date of the issuance of the manufacturing licence. In any event, the potential penalty which may be imposed in connection with this non-compliance is RM2,000.00, which represents approximately 0.02% of our Group's PBT for the FYE 2023. Such potential penalty would not however be expected to have a material adverse impact on our Group's business operations and financial results.

Save for the past non-compliance by Orient Laboratories as disclosed above, we will ensure that we continue to hold valid manufacturing licences issued by the MITI for purpose of our manufacturing activities.

(iii) Food Act 1983 ("FA"), Food Regulations 1985 ("FR") and Food Hygiene Regulations 2009 ("FHR")

The FA and the FR aim to protect the public against health hazards and fraud in the preparation, sale and use of food and for other related matters. Both the FA and the FR regulate various aspects of food safety and quality control, including food compositional standards, food additives, nutrient supplements, contaminants, food labelling, advertisement and procedure for taking samples.

Further, the FHR governs and controls the hygiene and safety of food sold in Malaysia. No person shall use any food premise involved in manufacturing of food or in connection with the preparation, preservation, packaging, storage, conveyance, distribution or sale of any food except where such premise is registered under the FHR. Any person who uses any food premises for the prescribed purposes without a valid certificate of registration commits an offence and shall, upon conviction, be liable to a fine not exceeding RM10,000.00 or to imprisonment for a term not exceeding 2 years.

In general, the FHR regulates, amongst others:

- (a) the duty of proprietor, owner or occupier of food premises;
- (b) general and specific requirements pertaining to food premises which include requirements as to the cleanliness, pest control, disposal of refuse and ventilation of food premises;

ANNEXURE D – MATERIAL REGULATORY REQUIREMENTS (CONT'D)

- (c) the training, medical examination, health condition, clothing and personal hygiene of the food handler (i.e. any person who is involved directly in the food preparation); and
- (d) the protection of food from contamination throughout the various stages and processes in relating to food including the use and condition of food appliances and containers and preparation, packing and storage of food.

We are required to ensure that our Group complies with the FA, FR and FHR to ensure that our products are safe for human consumption and meet the relevant standards and conducts applicable to our products. In ensuring that our food production meet the standard of cleanliness and hygiene and the food assurance system required under Malaysian food-related laws, we are duly certified by the independent certification bodies with a number of requirements and standards in respect of food safety management system such as the good manufacturing practices, hazard analysis critical control point and quality management system.

(iv) Sale of Drugs Act 1952 (“SDA”) and the Control of Drugs and Cosmetics Regulations 1984 (“CDCR”)

The SDA is an act relating to the sale of drugs and such drugs include any substance, product or article intended to be used or capable, or purported or claimed to be capable, of being used on human or any animal, whether internally or externally, for a medicinal purpose. Medicinal purpose is defined to include, among others, general maintenance or promotion of health or wellbeing.

The CDCR which was issued pursuant to the SDA stipulates that save as otherwise provided therein, no person shall manufacture, sell, supply, import or possess or administer any product unless the product is a registered product, and the person is a holder of the appropriate licence required under the CDCR, such as manufacturer’s licence and wholesaler’s licence. Any person who contravenes any of the provisions of the CDCR or any condition of any licence issued under the CDCR or any condition subject to which a product is registered under the CDCR commits an offence.

The SDA provides that any body corporate who commits an offence against the SDA or any regulation made under the SDA for which no penalty is expressly provided shall be liable on conviction to a fine not exceeding RM50,000.00 and for a second or subsequent offence, it shall be liable on conviction to a fine not exceeding RM100,000.00.

Our subsidiary, Bonlife, had operated without a wholesaler’s licence issued by NPRA prescribed under Regulation 12 of the CDCR since 2007. For information purpose, the products supplied to Bonlife were manufactured by Orient Laboratories, for which Orient Laboratories had obtained and maintained a valid manufacturer and wholesaler’s licence granted by NPRA which is renewed annually. Due to a misunderstanding of the NPRA wholesaler’s licence registration requirements, Bonlife had not obtained a separate wholesaler’s licence and had instead relied on Orient Laboratories’ wholesaler’s licence for its wholesale activities.

After becoming aware of the requirement to obtain a separate licence, Bonlife had in May 2023 made an application for the requisite licence and had on 11 May 2023 obtained the wholesaler’s licence with a validity period until 31 December 2023. The cost incurred for the rectification to obtain the wholesaler’s licence was RM500.00, which was the application fee payable to NPRA. The potential penalty which may be imposed in connection with this non-compliance is approximately RM50,000.00, which represents approximately 0.41% of our Group’s PBT for the FYE 2023. Such potential penalty, if imposed, is however not expected to have a material adverse impact on our Group’s business operations and financial results.

ANNEXURE D – MATERIAL REGULATORY REQUIREMENTS (CONT'D)

Save for the past non-compliance by Bonlife as disclosed above, our Group will continue to hold valid manufacturer's licences and wholesaler's licences issued by the NPRA for purpose of our business operations. Our Group will continue to observe the relevant laws, rules and regulations relating to our industry and to renew the required licences, permits and approvals in a timely manner.

(v) Trade Descriptions Act 2011 ("TDA"), Trade Descriptions (Definition of Halal) Order 2011 ("TDDH") and Trade Descriptions (Certification and Marking of Halal) Order 2011 ("TDCMH")

The purposes of the TDA are to, amongst others, promote good trade practices by prohibiting false trade descriptions and false or misleading statements, conduct and practices in relation to the supply of goods and services and to provide for connected and incidental matters.

Pursuant to Section 5 of the TDA, any person who:

- (a) applies a false trade description to any goods;
- (b) supplies or offers to supply any goods to which a false trade description is applied; or
- (c) exposes for supply or has in his possession, custody or control for supply any goods to which a false trade description is applied,

commits an offence and shall, on conviction, be liable, if such person is a body corporate, to a fine not exceeding RM250,000.00, and for a second or subsequent offence, to a fine not exceeding RM500,000.00.

The TDDH and the TDCMH are issued under the TDA to protect traders and consumers from unethical trade practices in the supply of Halal products and services. Generally for food or goods to be described as Halal or can be consumed or used by Muslims, it shall be certified as Halal by a competent authority and marked with the logo specified in the first schedule to the TDCMH, by affixing, annexing or in any other manner incorporating it with the food or goods themselves or anything in, on or with which the food or goods are supplied. JAKIM and the State Islamic Religious Council have been appointed as the competent authorities to provide Halal certification. Definitions of Halal and other related expression are, on the other hand, contained in the TDDH.

Under Order 8 of the TDCMH, any person who supplies or offers to supply any food or goods in contravention of TDCMH commits an offence and shall, on conviction, be liable, if such person is a body corporate, to a fine not exceeding RM200,000.00, and for a second or subsequent offence, to a fine not exceeding RM500,000.00. Besides, it shall also be an offence for any body corporate that supplies or offers to supply any food or goods which are described as Halal or are described in any other expression in contravention of the TDDH and shall, on conviction, be liable to a fine not exceeding RM5,000,000.00 and for a second or subsequent offence to a fine not exceeding RM10,000,000.00.

We will continue to practice good trade practices and to ensure in particular that trade descriptions of the goods and services supplied by us are not false or misleading. Our Group shall continue to comply with the TDDH and the TDCMH and shall ensure that the preparation, processing and storage of our Halal products comply with the definition of "Halal", before such products are marketed as Halal products.

ANNEXURE D – MATERIAL REGULATORY REQUIREMENTS (CONT'D)

(B) LAWS AND REGULATIONS RELATING TO OUR PROPERTIES AND MACHINERIES

(i) Street, Drainage and Building Act 1974 (“SDBA”)

The SDBA provides uniformity of law and policy to make laws with regard to local government matters relating to street, drainage and buildings in Peninsular Malaysia. It provides for the requirement to have a CF or CCC to ensure that the building is safe and fit for occupation.

In exercise of the powers conferred by the SDBA, the Uniform Building By-Laws 1984 (“UBBL”) has been put into force. Under the UBBL, the CCC shall be issued by the principal submitting person, amongst others -

- (a) When all the technical conditions as imposed by the local authority have been duly complied with;
- (b) When all essential services have been provided; and
- (c) He has supervised the erection and completion of the building and that to the best of this knowledge and belief the building has been constructed and completed in accordance with the SDBA, UBBL and the approved plans.

No person shall occupy or permit to be occupied any building or any part thereof unless a CF or CCC has been issued and any failure to comply shall be liable on conviction to a fine of up to RM250,000.00 or to imprisonment for a term not exceeding 10 years or to both.

All our owned and tenanted properties have been issued with a CF or CCC.

(ii) Factories and Machinery Act 1967 (“FMA”)

The FMA governs the control of factories with respect to matters relating to the safety, health and welfare of person therein, the registration and inspection of machinery and for matters connected therewith.

No person shall install or caused to be installed (a) any machinery in any factory; or (b) any machinery in respect of which a certificate of fitness is prescribed, except with the written approval of the Inspector of Factories and Machinery.

Section 19(1) of the FMA provides that no person shall operate or cause or permit to be operated any machinery in respect of which a certificate is prescribed, unless a valid certificate of fitness under the FMA has been issued. Any person who contravenes Section 19(1) of the FMA shall be guilty of an offence and shall on conviction, be liable to a fine not exceeding RM150,000.00 or to imprisonment for a term not exceeding 3 years or to both.

The machinery and equipment that we own and/or operate in the course of carrying out our business operations are governed by the requirements of the FMA. Accordingly, we have been issued with certificate of fitness in respect of the machinery and equipment which fall under the purview of the FMA.

(C) LAWS AND REGULATIONS RELATING TO SOCIAL WELFARE

(i) Employees' Minimum Standards of Housing, Accommodations and Amenities Act 1990 (“EMSA”) and Employees' Minimum Standards of Housing, Accommodations and Amenities (Accommodation and Centralized Accommodation) Regulations 2020 (“EMSA Regulations”)

ANNEXURE D – MATERIAL REGULATORY REQUIREMENTS (CONT'D)

The EMSA and the EMSA Regulations prescribe the minimum standards of housing for employees, requiring employers to provide health, hospital, medical and social amenities and matters incidental thereto to its employees. Part IIIA of the EMSA imposes the duty and responsibility on employers to, among other things, ensure that:

- (a) no accommodation shall be provided to an employee unless certified with a certificate for accommodation (“**Certificate for Accommodation**”). Pursuant to Section 24D(3) of the EMSA, an employer who fails to obtain a Certificate for Accommodation commits an offence and shall on conviction be liable to a fine not exceeding RM50,000.00;
- (b) the employer shall within 30 days from the date an accommodation is occupied by his employee, inform the Director General of such occupation. Pursuant to Section 24(E)(2) of the EMSA, any employer who fails to notify the Director General of such occupation commits an offence and shall on conviction be liable to a fine not exceeding RM10,000.00;
- (c) every accommodation provided for employees complies with the minimum standards required under the EMSA or any regulations made thereunder;
- (d) every accommodation provided for employees shall with decent and adequate amenities in accordance with the EMSA or any regulations made thereunder;
- (e) necessary preventive measures are taken to ensure employees’ safety and well-being;
- (f) the employees receive the necessary medical assistance; and
- (g) preventive measures are taken to contain the spread of infectious diseases as ordered by the registered medical practitioner in accordance with the relevant laws and the employer shall, at his own expense, make arrangements as ordered by the medical practitioner so that all or any of the employees be given immunization against any infectious disease.

Further, pursuant to Section 29A of the EMSA, a person who at the time of the commission of the offence was a director, compliance officer, partner, manager, secretary or other similar officer of the company, or was purporting to act in the capacity or was in any manner or to any extent responsible for the management of any of the affairs of the company or was assisting in its management may be charged severally or jointly in the same proceedings with the company and if the company is found guilty of the offence, shall be deemed to be guilty of that offence and shall be liable to the same punishment or penalty as an individual unless, having regard to the nature of his functions in that capacity and to all circumstances, he proves that the offence was committed without his knowledge, or that the offence was committed without his consent or connivance and that he had taken all reasonable precautions and exercised due diligence to prevent the commission of the offence.

The employees’ accommodations that our Group provided to our employees were issued with the Certificate of Accommodation and complies with the necessary requirements of the EMSA and the EMSA Regulations.

(ii) Occupational Safety and Health Act 1994 (“OSHA”)

The OSHA provides provisions for securing the safety, health and welfare of persons at work, for protecting others against risk to safety or health in connection with the

ANNEXURE D – MATERIAL REGULATORY REQUIREMENTS (CONT'D)

activities of persons at work and for matters connected therewith. The OSHA applies to our Group as we are in the manufacturing industry.

Employers and every self-employed person must as far as is practicable, ensure the safety, health and welfare at work of all their employees by (including but without limitation):

- (a) the provision and maintenance of plant and systems of work that are, so far as is practicable, safe and without risks to health;
- (b) the making of arrangements for ensuring, so far as is practicable, safety and absence of risks to health in connection with the use or operation, handling, storage and transport of plant and substances;
- (c) the provision of such information, instruction, training and supervision as is necessary to ensure, so far as is practicable, the safety and health at work of its employees;
- (d) so far as is practicable, as regards any place of work under the control of the employer or self-employed person, the maintenance of it in a condition that is safe and without risks to health and the provision and maintenance of the means of access to and egress from it that are safe and without such risks; and
- (e) the provision and maintenance of a working environment for its employees that is, so far as is practicable, safe, without risks to health, and adequate as regards facilities for their welfare at work.

Failure to comply with the above constitutes an offence and the employer is liable to a fine not exceeding RM50,000.00 or to imprisonment for a term not exceeding 2 years, or to both.

Our Group will continue to ensure compliance with the applicable OSHA provisions.

(D) LAWS AND REGULATIONS RELATING TO INTELLECTUAL PROPERTY

Trademarks Act 2019 (“TMA”)

The TMA provides for the registration of trademarks in relation to goods and services and to implement the relevant treaties and for other connected matters. A trademark is defined under Section 3 of the TMA as any sign capable of being represented graphically which is capable of distinguishing goods or services of one undertaking from those of other undertakings. A sign may constitute a trademark even though it is used in relation to a service ancillary to the trade or business of an undertaking and whether or not the service is provided for money or money's worth.

A registered trademark shall be a property right obtained by the registration of trademark under the TMA and a registered proprietor of the trademark has the rights and remedies provided under the TMA. The registration of a trademark shall be for a period of 10 years and may be renewed for a further period of 10 years in accordance with the TMA.

Our Group holds multiple registered trademarks which have been registered under the Trade Marks Act 1976 (“**TMA 1976**”) and has submitted applications for 3 other trademarks which are currently pending approval. Notwithstanding that the TMA 1976 has been repealed, any existing marks registered under the TMA 1976 shall be a registered trademark for the purpose of the TMA. Please refer to Annexure C of this Prospectus for a list of our registered trademarks and trademarks that are currently pending approval in Malaysia.

Our Group will continue to take all necessary efforts in protecting our trademarks.