

#### 4. DETAILS OF OUR IPO

##### 4.1 OPENING AND CLOSING OF APPLICATION

Application for our IPO Shares will open at 10.00 a.m. on [•] and will remain open until at 5.00 p.m. on [•]. **LATE APPLICATIONS WILL NOT BE ACCEPTED.**

##### 4.2 INDICATIVE TIMETABLE

Events	Tentative Time / Dates
Issuance of this Prospectus / Opening of Application	10.00 a.m./[•]
Closing of Application	5.00 p.m./[•]
Balloting of the Applications	[•]
Allotment of IPO Shares to successful applicants	[•]
Listing on the ACE Market	[•]

In the event there is any change to the indicative timetable above, we will advertise a notice of the change in a widely circulated English and Bahasa Malaysia daily newspapers in Malaysia and make an announcement of such changes on Bursa Securities' website accordingly.

##### 4.3 PARTICULARS OF OUR IPO

###### 4.3.1 IPO

A total of 93,500,000 IPO Shares, representing approximately 25.28% of our enlarged issued Shares of 369,850,420 are offered at our IPO Price, subject to the terms and conditions of this Prospectus. The IPO Shares shall be allocated in the following manner:

###### (a) Malaysian Public

18,492,600 IPO Shares, representing 5.00% of our enlarged issued Shares, will be made available for application by the Malaysian Public, to be allocated via balloting process as follows:

- (i) 9,246,300 IPO Shares, representing 2.50% of our enlarged issued Shares will be made available to the Malaysian Public; and
- (ii) 9,246,300 IPO Shares representing 2.50% of our enlarged issued Shares will be made available to Bumiputera public investors.

###### (b) Eligible Persons

12,100,000 IPO Shares, representing 3.27% of our enlarged issued Shares, will be reserved for application by our Eligible Persons under the Pink Form Allocations as follows:

Eligible Persons	No. of Eligible Persons	Aggregate no. of IPO Shares allocated
Our eligible Directors <sup>(1)</sup>	5	1,000,000
Our Group's eligible employees <sup>(2)</sup>	80	7,610,000
Persons who have contributed to the success of our Group <sup>(3)</sup>	64	3,490,000
	<b>149</b>	<b>12,100,000</b>

**4. DETAILS OF OUR IPO (Cont'd)****Notes:**

- (1) *The criteria for allocation to our eligible Directors (as approved by our Board) are based on, amongst others, their respective roles, responsibilities, and anticipated contributions to our Group. Details of the allocation to our eligible Directors are as follows:*

<b>Name of Directors</b>	<b>Designation</b>	<b>No. of IPO Shares allocated</b>
<i>Yau Yin Wee</i>	<i>Independent Non-Executive Chairman</i>	<i>200,000</i>
<i>Lim Kok Beng</i>	<i>Non-Independent Executive Director</i>	<i>200,000</i>
<i>Ang Hock Seng</i>	<i>Independent Non-Executive Director</i>	<i>200,000</i>
<i>Tan Suat Hoon</i>	<i>Independent Non-Executive Director</i>	<i>200,000</i>
<i>Yap Yung Chien</i>	<i>Independent Non-Executive Director</i>	<i>200,000</i>
		<b>1,000,000</b>

*Goh Chye Hin (our Managing Director) and Kee Hui Lang (our Non-Independent Executive Director) have opted not to participate in the Pink Form Allocations as they are already our substantial shareholders.*

- (2) *The criteria for allocation to our eligible employees (as approved by our Board) are based on, amongst others, the following factors:*
- (a) the employee must be at least 18 years of age;*
  - (b) the employee must have his/her employment confirmed in writing;*
  - (c) the employees' seniority, position, length of service and level of contribution to our Group; and*
  - (d) Other factors deemed relevant by our Board.*

*Details of the allocation to the eligible key senior management who are included as eligible employees are as follows:*

<b>Name of key senior management</b>	<b>Designation</b>	<b>No. of IPO Shares allocated</b>
<i>Jiu Chieh Yin</i>	<i>Chief Financial Officer</i>	<i>200,000</i>
<i>Khoo Khiow Jin</i>	<i>Sales and Marketing Manager</i>	<i>300,000</i>
<i>Tan Kim Peng</i>	<i>General Manager</i>	<i>200,000</i>
<i>Nurul Farhah Binti Abdullah</i>	<i>Senior Lead Chemist</i>	<i>200,000</i>
		<b>900,000</b>

- (3) *The number of IPO Shares under the Pink Form Allocations to be allotted to those persons who have contributed to the success of our Group (as approved by our Board) are based on, amongst others, the nature and terms of their business relationship with us, the length of their business relationship with us and the level of contribution and support to the success of our Group. The persons who have contributed to the success of our Group includes our dealers, customers and suppliers.*

*As at the LPD, save as disclosed above, none of our substantial shareholders, Directors or key senior management have indicated to us on their intention to subscribe for our IPO Shares. Also, there is no other person who has indicated their intention to subscribe for more than 5.0% of our IPO Shares.*

**4. DETAILS OF OUR IPO (Cont'd)****(c) Private placement to selected Bumiputera investors approved by MITI and selected investors**

62,907,400 IPO Shares, representing 17.01% of our enlarged issued Shares of 369,850,420, have been reserved for application by the way of private placement in the following manner:

- (i) 46,231,400 IPO Shares, representing 12.50% of our enlarged issued Shares of 369,850,420, made available for selected Bumiputera investors approved by MITI; and
- (ii) 16,676,000 IPO Shares, representing 4.51% of our enlarged issued Shares of 369,850,420, made available for selected investors.

In summary, subject to the clawback and reallocation provisions set out in Section 4.3.2 of this Prospectus, the IPO Shares will be allocated in the following manner:

	No. of IPO Shares	% <sup>(1)</sup>
Malaysian Public (via balloting)	18,492,600	5.00
Eligible Persons	12,100,000	3.27
Private placement to selected investors	16,676,000	4.51
Private placement to Bumiputera investors approved by MITI	46,231,400	12.50
	<b>93,500,000</b>	<b>25.28</b>

**Note:**

- (1) Based on the enlarged issued Shares of 369,850,420 after our IPO.

**4.3.2 Clawback and Re-allocation**

The IPO shall be subject to the following clawback and reallocation provisions:

- (a) if our IPO Shares allocated to Bumiputera investors approved by the MITI ("**MITI Tranche**") are not fully taken up by such Bumiputera investors, and there is a corresponding over-subscription for IPO Shares by Bumiputera public investors via balloting, our IPO Shares will be clawed back from the remaining MITI Tranche and allocated to the Bumiputera public investors under the balloting.

If after the above reallocation, the MITI Tranche is still not fully taken up, the remaining MITI Tranche will be made available for application by the Malaysian Public (in the event of an oversubscription) or to selected investors via private placement;

- (b) subject to item (a) above, if there is an under-subscription in the private placement to selected investors and there is an over-subscription in the allocation to the Malaysian Public, our IPO Shares not taken up may be clawed back from the private placement to selected investors and reallocated to the Malaysian Public via balloting;
- (c) if there is an under-subscription in the allocation to Malaysian Public via balloting and there is an oversubscription in the private placement to selected investors, our IPO Shares not taken up may be clawed back from the allocation to Malaysian Public and reallocated to selected investors via private placement. However, if there is an under-subscription in the allocation to Malaysian Public via balloting but no over-subscription in the private placement to selected investors, such remaining IPO Shares will be underwritten by the Underwriter;

#### 4. DETAILS OF OUR IPO (Cont'd)

- (d) any IPO Share not taken up by the respective Eligible Persons based on their pre-determined allocations shall be made available for application by the other Eligible Persons who have applied for excess IPO Shares in addition to their pre-determined allocation (“**Excess IPO Shares**”). Such Excess IPO Shares will be allocated to these other Eligible Persons on a fair and equitable basis in the following priority:
- (i) firstly, allocation on a pro-rata basis to the Eligible Persons who have applied for the Excess IPO Shares based on the number of Excess IPO Shares applied for; and
  - (ii) secondly, to minimise odd lots.

Any further IPO Shares which are not subscribed for under the Pink Form Allocations will be made available for application by the Malaysian Public. Any of our IPO Shares under the Pink Form Allocations which are not subscribed for by the Malaysian Public will be made available to selected investors via private placement. Any further IPO Shares not applied for after being subject to the clawback and reallocation provisions above shall be underwritten by the Underwriter.

The clawback and reallocation provisions will not apply in the event that there is an over-subscription in all of the allocations of our IPO Shares at the closing date of our IPO.

The allocation of our IPO Shares shall be in a fair and equitable manner and shall take into account the desirability of distributing our IPO Shares to a reasonable number of applicants with a view of broadening our Company’s shareholding base to meet the public shareholding spread requirements of Bursa Securities and to establish a liquid market for our Shares.

There is no over-allotment or “greenshoe” option that will result in an increase in the number of our IPO Shares.

##### 4.3.3 Minimum Subscription

There is no minimum level of subscription in terms of the proceeds to be raised by us for our IPO.

However, in order to comply with the public spread requirements of Bursa Securities, we are required to have at least 25.00% of our enlarged issued Shares to be held by a minimum of 200 public shareholders holding not less than 100 Shares each. This is the minimum subscription level in terms of the number of Shares.

We expect to meet the public shareholding requirement at the point of our Listing.

If we fail to meet the said requirement, we may not be allowed to proceed with our Listing on the ACE Market. In such an event, we will return in full, without interest, all monies paid in respect of all Applications. If any such monies are not refunded within 14 days after we become liable to do so, the provision of sub-Section 243(2) of the CMSA shall apply accordingly.

#### 4.4 BASIS OF ARRIVING AT OUR IPO PRICE

Our IPO Price was determined and agreed upon by us and Mercury Securities, as our Principal Adviser, Sponsor, Underwriter and Placement Agent, after taking into consideration the following factors:

- (a) the PE Multiple of approximately [•] times based on our EPS of 2.34 sen for the FYE 2022, calculated based on our PAT attributable to the owners of the Company for the FYE 2022 of approximately RM8.67 million after taking into account of our enlarged issued Shares of 369,850,420 upon Listing;

**4. DETAILS OF OUR IPO (Cont'd)**

- (b) our pro forma combined NA per Share of RM[•], calculated based on our pro forma combined NA after our IPO and utilisation of IPO proceeds as at 31 December 2022 of approximately RM[•] million and our enlarged issued Shares of 369,850,420 upon Listing;
- (c) our Group's historical financial track record for the Financial Years Under Review summarised as follows:

	Audited		
	FYE 2020	FYE 2021	FYE 2022
	RM'000	RM'000	RM'000
Revenue	71,599	79,766	79,218
GP	22,787	26,718	23,535
<b>PAT</b>	<b>7,442</b>	<b>10,690</b>	<b>8,614</b>

- (d) our Group's competitive strengths as set out in Section 7.6 of this Prospectus; and
- (e) our Group's business strategies and future plans as set out in Section 7.22 of this Prospectus.

**You should note that our market price of our Shares upon Listing is subject to the vagaries of market forces and other uncertainties that may affect the price of our Shares being traded. You should form your own views on the valuation of our IPO Shares before deciding to invest in them. You are reminded to carefully consider the risk factors as set out in Section 9 of this Prospectus before deciding to invest in our Shares.**

**4.5 SHARE CAPITAL, CLASSES OF SHARES AND RANKING**

Upon completion of our Listing, our share capital would be as follows:

Details	No. of Shares	RM
<b>Share capital</b>		
As at the LPD	276,350,420	55,270,084
To be issued pursuant to our IPO	93,500,000	[•]
<b>Enlarged share capital upon our Listing</b>	<b>369,850,420</b>	<b>[•]</b>

As at the date of this Prospectus, we have only 1 class of shares, being ordinary shares, all of which rank equally amongst one another.

Our IPO Shares will, upon allotment and issue, rank equally in all respects with our existing Shares including voting rights and will be entitled to all rights and dividends and other distributions that may be declared subsequent to the date of allotment of our IPO Shares.

Subject to any special rights attaching to any Shares which may be issued by us in the future, our shareholders shall, in proportion to the amount of Shares held by them, be entitled to share in the whole of the profits paid out by us as dividends and other distributions. Similarly, if our Company is liquidated, our shareholders shall be entitled to the surplus (if any), in accordance with our Constitution after the satisfaction of any preferential payments in accordance with the Act and our liabilities.

Each of our shareholders shall be entitled to vote at any of our general meeting in person, or by proxy or by attorney or by other duly authorised representative. Every shareholder present in person or by proxy or by attorney or other duly authorised representative shall have 1 vote for each Share held.

#### 4. DETAILS OF OUR IPO (Cont'd)

##### 4.6 OBJECTIVES OF OUR IPO

The objectives of our IPO are as follows:

- (a) to provide an opportunity for the Malaysian Public, our eligible Directors and employees as well as persons who have contributed to the success of our Group to participate in our equity;
- (b) to enable our Group to raise funds for the purposes specified in Section 4.9 of this Prospectus;
- (c) to enable us to tap into the equity capital market for future fund raising and to provide us the financial flexibility to pursue future growth opportunities as and when they arise; and
- (d) to gain recognition through our listing status which will enhance our Group's reputation in the marketing of our products and to retain and attract new, skilled employees in the industry.

##### 4.7 TOTAL MARKET CAPITALISATION UPON LISTING

Based on our IPO Price and our enlarged number of issued Shares of 369,850,420 upon Listing, our total market capitalisation is estimated to be RM[•].

##### 4.8 DILUTION

Dilution is the amount by which our IPO Price exceeds our pro forma combined NA per Share immediately after our IPO.

The following table illustrates such dilution on a per Share basis:

	Details	RM
IPO Price	(A)	[•]
Pro forma combined NA per Share as at 31 December 2022 after Share Split and Acquisitions but before our IPO	(B)	[•]
Pro forma combined NA per Share as at 31 December 2022 after Share Split, Acquisitions, IPO and utilisation of proceeds	(C)	[•]
Increase in pro forma combined NA per Share to our existing shareholders	(C) – (B)	[•]
Dilution in the pro forma combined NA per Share to our new public investors	(A – C)	[•]
Dilution in the pro forma combined NA per Share to our new public investors as a percentage of our IPO Price	(A – C)/(A)	[•]%

Further details of our pro forma combined NA per Share as at 31 December 2022 is set out in Section 14 of this Prospectus.

**4. DETAILS OF OUR IPO (Cont'd)**

Save as disclosed below and the Pink Form Allocations to our eligible Directors and key senior management, there has been no acquisition or subscription of any of our Shares by our Promoters, Directors, substantial shareholders, key senior management or persons connected to them, or any transaction entered into by them which grants them the right to acquire any of our existing Shares in the past 3 years up to the date of this Prospectus:

	<b>No. of Shares held after the Acquisitions and before IPO</b>	<b>Total consideration (RM)</b>	<b>Average effective cost per Share (RM)</b>
<b><u>Promoters, substantial shareholders and Directors</u></b>			
Goh Chye Hin	164,569,789	32,913,958	0.20
Kee Hui Lang	27,774,611	5,554,922	0.20
<b><u>Director</u></b>			
Lim Kok Beng	9,160,059	1,832,012	0.20
<b><u>Key senior management</u></b>			
Tan Kim Peng	1,000,000	200,000	0.20

**4.9 UTILISATION OF PROCEEDS****4.9.1 IPO**

The estimated gross proceeds arising from the IPO of approximately RM[•] million shall accrue entirely to us and will be utilised in the following manner:

<b>Details of use of proceeds</b>	<b>Estimated timeframe for utilisation from the date of Listing</b>	<b>RM'000</b>	<b>%</b>
(a) Establishment of Perak Plant:			
(i) Construction of Perak Plant	Within 12 months	[•]	[•]
(ii) Purchase and commissioning of automated paint production system	Within 12 months	[•]	[•]
(b) Purchase of 250 sets of Smart Colour POS Tinting Machine	Within 36 months	[•]	[•]
(c) Working capital	Within 12 months	[•]	[•]
(d) Estimated listing expenses	Within 1 month	[•]	[•]
	<b>Total</b>	<b>[•]</b>	<b>100.00</b>

**(a) Establishment of Perak Plant****(i) Construction of Perak Plant**

Our Group intends to allocate RM[•] million, representing [•]% of the proceeds from our IPO to partly finance the construction of the Perak Plant.

The Perak Plant has a total built-up area of approximately 95,170 sq ft which consist of the following:

- (aa) a double-storey factory with a built-up area of approximately 40,486 sq ft;

**4. DETAILS OF OUR IPO (Cont'd)**

- (bb) a single storey warehouse with a built-up area of approximately 21,122 sq ft;
- (cc) a double-storey office building with a built-up area of approximately 24,062 sq ft which includes, amongst others, office, a laboratory and a showroom; and
- (dd) other utility facilities with a built-up area of approximately 9,500 sq ft which includes, amongst others, treatment plant, compressor room, switch gear and transformer room.

We have started the construction of our Perak Plant in July 2022 and is scheduled to be completed in the fourth quarter of 2023. Based on the work status report dated 19 September 2023, the progress of the construction works has achieved approximately 94.00%.

The purpose of the establishment of our Perak Plant is to streamline our manufacturing operations as well as to increase our existing manufacturing capacity. This is achieved through the installation of an industrial tinting system and automated paint production system in our Perak Plant which are expected to reduce our dependency on human operators for our manufacturing activities, as well as the closer proximity of our Perak Plant to calcium carbonate sources which is expected to reduce our production lead time. Our Perak Plant will be focusing on the manufacturing of water-based decorative paints and protective coatings. It will also allow us to expand and support our customer-base within the Central and Northern regions of Malaysia based on the location of our Perak Plant. Please refer to Sections 7.22.1 of this Prospectus for further details on the closer proximity of our Perak Plant to calcium carbonate sources, and Section 7.22.2 of this Prospectus for further details on the industrial tinting system and automated paint production system to be installed in our Perak Plant.

The total estimated construction cost of our Perak Plant is approximately RM[•] million. On 19 September 2022, our Group was offered a banking facility of up to approximately RM[•] million, being [•]% of the total estimated construction cost, to part finance the construction of our Perak Plant. The remaining RM[•] million or [•]% will be funded via our Group's internally generated funds. The details of the banking facility as at the LPD are as set out below:

Financier/ Type of facility	Interest rate per annum	Maturity date	Amount drawdown as at the LPD RM'000	Facility amount to be repaid via proceeds from IPO (up to) RM'000	Estimated annual interest savings RM'000
CIMB Bank Berhad/ Term Loan	4.55%	240 months commenci ng from the date of full disburse ment	[•]	[•]	[•]



#### 4. DETAILS OF OUR IPO (Cont'd)

As at the LPD, the progress billing for the construction work of our Perak Plant is approximately RM[•] million and our Group has paid a total of approximately RM[•] million via internally generated funds and bank borrowing as follows:

	Estimated Construction Cost		Progress Payment as at the LPD RM'000
	RM'000	%	
Bank borrowing	[•]	[•]	[•]
Internally generated funds	[•]	[•]	[•] <sup>(1)</sup>
<b>Total</b>	<b>[•]</b>	<b>100.00</b>	<b>[•]</b>

**Note:**

(1) Pending the reimbursement of RM[•] million from the bank as part of the bank borrowings obtained by our Group for the construction of Perak Plant.

As at 10 August 2023, the outstanding balance of the bank facility is approximately RM[•] million (including the interest accrued).

After the receipt of our IPO proceeds, our Group plans to utilise the sum of RM[•] million allocated for the construction of Perak Plant to repay our banking facility.

In the event the actual amount required for the construction of our Perak Plant is higher than the estimated RM[•] million, the deficit will be funded through our Group's internally generated funds.

(ii) **Purchase and commissioning of automated paint production system**

Our Group intends to allocate up to RM[•] million, representing [•]% of the proceeds from our IPO for the purchase and commissioning of automated paint production system in our Perak Plant. The breakdown of the estimated costs is set out in the table below:

Details	USD'000	RM'000 <sup>(1)</sup>
System, equipment and material cost <sup>(2)</sup>	[•]	[•]
Design and technical services	[•]	[•]
<b>Total</b>	<b>[•]</b>	<b>[•]</b>

**Notes:**

(1) Based on the assumed exchange rate as at the LPD of USD1.00:RM4.50.

(2) System, equipment and material cost consists of, amongst others, powders handling system, wet component handling system, dispersing system, transmission system, electrical control panel and steel structure platform.

The automated paint production system comprises the set up and integration of multiple systems to form an automated production line and reduce our dependency on human labour.

We expect the installation and commissioning of the automated paint production system in our Perak Plant to be completed within 4 months from the completion of the construction of the Perak Plant. The construction of our Perak Plant is scheduled to be completed by fourth quarter of 2023, hence, the installation and commissioning of the automated paint production system is expected to be completed by first quarter of 2024.

**4. DETAILS OF OUR IPO (Cont'd)**

On 19 September 2022, our Group was offered a banking facility of up to RM[•] million, being approximately [•]% of the total estimated cost, to part finance the purchase of new equipment for our Perak Plant. The remaining RM[•] million or [•]% will be funded via our Group's internally generated funds. The details of the banking facility as at the LPD are as set out below:

Financier/ Type of facility	Interest rate per annum	Maturity date	Balance as at the LPD RM'000	Facility amount to be repaid via proceeds from IPO (up to) RM'000	Estimated annual interest savings RM'000
CIMB Bank Berhad/ Trade line	6.25%	84 months commencing from the date of full disbursement	[•]	[•]	[•]

As at the LPD, a total sum of USD[•] million, equivalent to approximately RM[•]\* million has been paid upon the completion of first shipment of the equipment and materials which includes RM[•] million paid via our internally generated funds and RM[•] million paid via the draw down of the banking facility. The remaining sum of USD[•] million, equivalent to approximately RM[•]^ million will be paid via the draw down of the banking facility.

**Notes:**

\* Based on the prevailing exchange rate for the respective payment made as at the point of time.

^ Based on the exchange rate as at the LPD of USD1.00: RM4.50.

As at the LPD, the outstanding balance of the banking facility is approximately RM[•] million. After the receipt of our IPO proceeds, our Group plans to utilise the sum of up to RM[•] million allocated for the purchase and commissioning of the automated paint production system to fully repay the said banking facility mentioned above. In the event that the actual outstanding balance of the banking facility is lower than RM[•] million, the excess will be reallocated to working capital. In the event the actual amount required for the purchase and commissioning of the automated paint production system in Perak Plant is higher than the estimated RM[•] million, the shortfall will be funded through our Group's internally generated funds.

The IPO proceeds allocated for the construction of Perak Plant and the purchase and commissioning of the automated paint production system in Perak Plant will result in an estimated total annual interest savings of up to approximately RM[•] million as per the table in Sections 4.9.1(a)(i) and 4.9.1(a)(ii) above. However, our Group will incur an early repayment penalty of up to approximately RM[•] million based on the early repayment penalty of 1.00% for banking facility to part finance the purchase and commissioning of the automated paint production system for the Perak Plant, upon the full settlement of the said bank facility.

**4. DETAILS OF OUR IPO (Cont'd)****(b) Purchase of 250 sets of Smart Colour POS Tinting Machine**

Our Group intends to allocate RM[•] million, representing [•]% of the proceeds raised from our IPO to purchase 250 sets of Smart Colour POS Tinting Machine over the next 3 years. The average estimated cost for the purchase of Smart Colour POS Tinting Machines is RM[•] million per set.

As at the LPD, we have set up our Smart Colour POS Tinting Machines in 363 retail hardware stores or retail paint shops throughout Malaysia. As our Smart Colour POS Tinting Machines are used to facilitate the sales of our decorative paints, we plan to purchase an additional 250 sets of Smart Colour POS Tinting Machine to be distributed locally to our new and existing wholesalers and dealers who set up new retail hardware stores or retail paint shops, across Malaysia. This is expected to encourage more wholesalers and dealers to market our decorative paints, which we anticipate will continue to drive the sales of our products.

The purchase of the additional 250 sets of Smart Colour POS Tinting Machine is expected to be phased out according to the following timeline:

Year	2024	2025	2026
Sets of Smart Colour POS Tinting Machine	80	80	90

In the event that the actual cost is lower than the allocated amount, the excess will be reallocated to working capital. In the event of any shortfall, the deficit will be funded through our Group's internally generated funds and/or bank borrowings.

**(c) Working capital**

Our Group intends to allocate RM[•] million, representing [•]% of the proceeds raised from our IPO to supplement the working capital requirements of our Group. The proceeds shall be allocated in the following manner:

Description	RM'000
Purchase of raw materials such as binder, pigments, additive, solvent, extender and colour paste	[•]
Payment of our Group's staff related expenses and other statutory contributions and payments	[•]
<b>Total</b>	<b>[•]</b>

**(d) Estimated listing expenses**

Our Group intends to allocate RM[•] million, representing [•]% of the proceeds from our IPO to meet the estimated expenses for our Listing. The following summarises the estimated expenses incidental to our Listing to be borne by us:

Description	RM'000
Professional fees <sup>(1)</sup>	[•]
Underwriting, placement, and brokerage fees	[•]
Printing and advertising fees	[•]
Miscellaneous expenses and contingencies <sup>(2)</sup>	[•]
Fees payable to authorities	[•]
<b>Total</b>	<b>[•]</b>

#### **4. DETAILS OF OUR IPO (Cont'd)**

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**Notes:**

- (1) *Includes professional and advisory fee for, amongst others, Principal Adviser, Due Diligence Solicitors, Auditors and Reporting Accountants, IMR, Internal Control Consultant, Share Registrar and Issuing House.*
- (2) *Other incidental or related expenses in connection with our IPO, which include translators, media related expenses and IPO event expenses.*

If our actual listing expenses are higher than the amount budgeted, the deficit will be funded out of the portion allocated for our general working capital requirements. Conversely, if our actual listing expenses are lower than the amount budgeted, the excess will be utilised for our general working capital requirements.

While pending utilisation of the IPO proceeds raised, the funds will be placed in interest-bearing accounts with licensed financial institutions or short-term money market instruments.

#### **4.10 UNDERWRITING, COMMISSION, PLACEMENT AND BROKERAGE FEE**

##### **4.10.1 Underwriting commission**

Our Underwriter will underwrite 30,592,600 IPO Shares made available for application by the Malaysian Public and Pink Form Allocations. We are obliged to pay our Underwriter an underwriting commission of [●]% of the total value of the underwritten Shares at our IPO Price.

##### **4.10.2 Placement fee**

The balance of 62,907,400 IPO Shares from the IPO available for application by selected investors and selected Bumiputera investors approved by MITI will not be underwritten and shall be placed out by our Placement Agent.

We are obliged to pay our Placement Agent a placement fee of up to [●]% of the value of those IPO Shares to be placed out to selected investors and Bumiputera investors approved by MITI by our Placement Agent at our IPO Price.

##### **4.10.3 Brokerage fee**

Brokerage fee is payable in respect of the IPO Shares at the rate of [●]% of our IPO Price in respect of successful applicants which bear the stamp of member companies of Bursa Securities, member of the Association of Banks in Malaysia, members of the Malaysia Investment Banking Association in Malaysia or Issuing House.

Mercury Securities, being our Placement Agent is entitled to charge brokerage commission to successful applicants for the IPO Shares made available to selected investors and Bumiputera investors approved by MITI by way of private placement. For the avoidance of doubt, such brokerage commission under the abovementioned successful applications will not be payable by us.

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**4. DETAILS OF OUR IPO (Cont'd)**

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**4.11 SALIENT TERMS OF THE UNDERWRITING AGREEMENT**

We have entered into the Underwriting Agreement with Mercury Securities, to underwrite 30,592,600 IPO Shares.

Subject to clawback and re-allocation terms in Section 4.3.2 of this Prospectus, any remaining IPO Shares that are not subscribed for will be subscribed by our Underwriter based on the terms of the Underwriting Agreement.

The following are the salient terms contained in the Underwriting Agreement. The capitalised terms used in this section shall have the respective meanings as ascribed thereto in the Underwriting Agreement:

[•]

**[The rest of this page is intentionally left blank]**