

6. INFORMATION ON OUR GROUP

6.1 OUR COMPANY

6.1.1 Background and history

Our Company was incorporated in Malaysia under the Act as a private limited company on 1 June 2023 under the name of OB Holdings Sdn Bhd. On 21 August 2023, our Company was converted into a public limited company.

6.1.2 Principal place of business

The principal place of business of our Company is at No. 37, Jalan PS 3, Taman Industri Prima Selayang 68100 Batu Caves, Selangor, Malaysia.

6.1.3 Principal activities

Our company is principally an investment holding company. The principal activities of our subsidiaries are set out in Section 6.3 of this Prospectus.

6.1.4 Share capital and changes in share capital

As at LPD, our issued share capital is RM1,000.00 comprising 1,000 ordinary shares. There has been no changes to our issued share capital since incorporation up to the LPD.

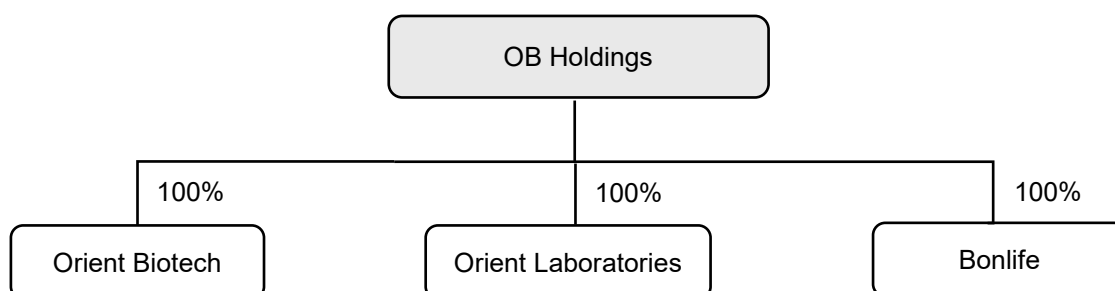
There were no discounts, special terms or installment payment terms given in consideration of the allotment.

As at LPD, we do not have any outstanding warrants, options, convertible securities and uncalled capital.

Upon completion of our Listing, our issued share capital will increase to RM[●] comprising 391,627,000 Shares.

6.2 OUR GROUP

Our current corporate Group structure is illustrated below:



Upon the completion of Acquisitions on [●], our Group was formed. Further details on the Acquisitions are set out in Section 4.1.1 of this Prospectus.

6. INFORMATION ON OUR GROUP (CONT'D)

6.3 OUR SUBSIDIARIES

As at LPD, we have 3 subsidiaries and we do not have any associated company. The details of our subsidiaries are set out below:

<u>Company name</u>	<u>Date / Place of incorporation</u>	<u>Principal place of business</u>	<u>Issued share capital (RM)</u>	<u>Effective equity interest (%)</u>	<u>Principal activities</u>
Orient Biotech	4 April 1995 / Malaysia	Malaysia	1,000,000.00	100.00	Provision of manufacturing services of fortified F&B to third party brand owners; manufacturing of fortified F&B under its house brands; as well as trading of related products
Orient Laboratories	12 October 1999 / Malaysia	Malaysia	300,000.00	100.00	Product development and research and development for fortified F&B and dietary supplements; provision of manufacturing services of dietary supplements to third party brand owners; manufacturing of dietary supplements under its house brands; as well as packing of related products
Bonlife	24 November 2004 / Malaysia	Malaysia	100,000.00	100.00	Sales and marketing of fortified F&B and dietary supplements under its house brands

6.3.1 Orient Biotech

(i) Background and history

Orient Biotech was incorporated on 4 April 1995 in Malaysia under the Companies Act 1965 as a private limited company under the name of Orient Group Sdn Bhd and is deemed registered under the Act. It subsequently changed its name to Orient Biotech on 29 July 2003.

6. INFORMATION ON OUR GROUP (CONT'D)

(ii) Principal place of business

The principal place of business of Orient Biotech is at No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor, Malaysia.

(iii) Principal activities

Orient Biotech is principally involved in the provision of manufacturing services of fortified F&B to third party brand owners; manufacturing of fortified F&B under its house brands; as well as trading of related products.

(iv) Share capital

As at LPD, the issued share capital of Orient Biotech is RM1,000,000.00 comprising 1,000,000 ordinary shares. For the Financial Years under Review and up to the LPD, there has been no changes to the issued share capital of Orient Biotech. Orient Biotech does not have any outstanding warrants, options, convertible securities or uncalled capital.

(v) Shareholder and director

As at LPD, Orient Biotech is our wholly-owned subsidiary and its directors are ES Teoh, CT Wong and Lee Bao Yu.

(vi) Subsidiary or associated company

As at LPD, Orient Biotech does not have any subsidiary or associated company.

6.3.2 Orient Laboratories

(i) Background and history

Orient Laboratories was incorporated on 12 October 1999 in Malaysia under the Companies Act 1965 as a private limited company under the name of Greenfood Worldwide Sdn Bhd and is deemed registered under the Act. It subsequently changed its name to Orient Laboratories on 17 June 2003.

(ii) Principal place of business

The principal place of business of Orient Laboratories is at No. 37, Jalan PS 3, Taman Industri Prima Selayang, 68100 Batu Caves, Selangor, Malaysia.

(iii) Principal activities

Orient Laboratories is principally involved in the product development and research and development for fortified F&B and dietary supplements; provision of manufacturing services of dietary supplements to third party brand owners; manufacturing of dietary supplements under its house brands; as well as packing of related products.

(iv) Share capital

As at LPD, the issued share capital of Orient Laboratories is RM300,000.00 comprising 300,000 ordinary shares. For the Financial Years under Review and up to the LPD, there has been no changes to the issued share capital of Orient Laboratories. Orient Laboratories does not have any outstanding warrants, options, convertible securities or uncalled capital.

6. INFORMATION ON OUR GROUP (CONT'D)

(v) Shareholder and director

As at LPD, Orient Laboratories is our wholly-owned subsidiary and its directors are ES Teoh, CT Wong and Lee Bao Yu.

(vi) Subsidiary or associated company

As at LPD, Orient Laboratories does not have any subsidiary or associated company.

6.3.3 Bonlife

(i) Background and history

Bonlife was incorporated on 24 November 2004 in Malaysia under the Companies Act 1965 as a private limited company under the name of Orient Pharmatech Sdn Bhd and is deemed registered under the Act. It subsequently changed its name to GF Biofuel Industries Sdn Bhd on 18 October 2006 before assuming its current name with effect from 4 March 2008.

(ii) Principal place of business

The principal place of business of Bonlife is at C-1-13A, 162 Residency, KM 12, Jalan Ipoh-Rawang, 68100 Batu Caves, Selangor, Malaysia.

(iii) Principal activities

Bonlife is principally involved in the sales and marketing of fortified F&B and dietary supplements under its house brands.

(iv) Share capital

As at LPD, the issued share capital of Bonlife is RM100,000.00 comprising 100,000 ordinary shares. For the Financial Years under Review and up to the LPD, there has been no changes to the issued share capital of Bonlife. Bonlife does not have any outstanding warrants, options, convertible securities or uncalled capital.

(v) Shareholder and director

As at LPD, Bonlife is our wholly-owned subsidiary and its directors are ES Teoh, CT Wong and Lee Bao Yu.

(vi) Subsidiary or associated company

As at LPD, Bonlife does not have any subsidiary or associated company.

6. INFORMATION ON OUR GROUP (CONT'D)

6.4 MATERIAL INVESTMENTS AND DIVESTITURES

6.4.1 Material investments

Our Group's material investments in Malaysia for the Financial Years Under Review and up to the LPD are as follows:

Descriptions	FYE 2021	FYE 2022	FYE 2023	From 1 June 2023 up to the LPD
	RM'000	RM'000	RM'000	RM'000
Plant and Machinery	-	-	440	1,349
Motor Vehicle	-	-	563	-
Leasehold Land	-	13,483	-	-
Total	-	13,483	1,003	1,349

During the FYE 2022, our material investment incurred for leasehold land amounted to RM13.48 million, was the purchase of New Serendah Land for the purpose of business expansion. Please refer to Sections 4.4.1 and 7.14.1 of this Prospectus for further details on the New Serendah Land.

During the FYE 2023, our material investments comprise the purchase of a machine amounted to RM0.44 million for the use of factory operations and purchase of a motor vehicle amounted to RM0.56 million for the use of transportation.

From 1 June 2023 up to the LPD, our material investment comprises the purchase of a multilane sachet packing machine amounted to RM1.35 million for the use of factory operations.

The above investments were primarily financed by a combination of bank borrowings and internally generated funds.

6.4.2 Material divestitures

Our Group's material divestitures in Malaysia for the Financial Years Under Review and up to the LPD are as follows:

Descriptions	FYE 2021	FYE 2022	FYE 2023	From 1 June 2023 up to the LPD
	RM'000	RM'000	RM'000	RM'000
Freehold Land	-	-	3,159	-
Building	-	-	2,398	-
Total	-	-	5,557	-

The material divestitures for the FYE 2023 includes the disposal of investment properties and right-of-use asset as set out below:

- (i) 2 pieces of leasehold lands held under PM 284 Lot 3356 and PM 285 Lot 3357, both in Mukim Jasin, Daerah Jasin, Negeri Melaka, measuring 366 sq. mt., respectively, together with a factory erected thereon at NBV of RM0.36 million;
- (ii) freehold agriculture vacant lands held under Geran Mukim 5439, Lot 1344 and Geran Mukim 8061, Lot 86003, both in Mukim Rawang, Daerah Gombak, Negeri Selangor measuring 1.2014 hectares and 0.8183 hectares respectively, at NBV of RM3.16 million;

6. INFORMATION ON OUR GROUP (CONT'D)

- (iii) piece of leasehold land held under H.S.(M) 17969, PT 29434, Mukim Batu, Daerah Gombak, Negeri Selangor together with a 3 storey terrace factory erected thereon at NBV of RM0.42 million; and
- (iv) 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 located at Unit 1-85, Kompleks Kenanga Wholesale City, No. 2, Jalan Gelugor, 55200 Kuala Lumpur at NBV of RM1.62 million.

Our Group has no material divestitures from 1 June 2023 up to the LPD.

6.5 MATERIAL PROPERTY, PLANT AND EQUIPMENT

Please refer to Annexure A of this Prospectus for the material property, plant and equipment of our Group.

As at LPD, the material properties owned and rented by our Group as disclosed in Annexure A of this Prospectus are not in breach of any land use conditions and are in compliance with current statutory requirements, land rules, building regulations or by-laws, the breach or non-compliance of which would have a material adverse impact on the operations of our Group.

6.6 MAJOR LICENCES, APPROVALS AND PERMITS

Please refer to Annexure B of this Prospectus for the major licences, approvals and permits obtained by our Group for our business of operations and the status of compliance.

Our Group has obtained all the required major licences, approvals and permits for our business operations. As at LPD, save for the following conditions to be complied with:

- (i) the major conditions imposed by MITI and/or MIDA as disclosed in No. 7, 8, 9 and 17 of Annexure B of this Prospectus in respect of the notification of the sale of shares in Orient Biotech and/or Orient Laboratories to MITI and/or MIDA upon completion of the Acquisition of Orient Biotech and Acquisition of Orient Laboratories, respectively; and
- (ii) the condition imposed by MITI to comply with full-time workforce consisting of 80% Malaysian citizens as disclosed in No. 9 of Annexure B of this Prospectus, in relation to which our Group will endeavour to comply with such condition within the stipulated timeframe,

our Group has complied with all the major conditions imposed under the major licences, approvals and permits as disclosed in Annexure B of this Prospectus.

In respect of the major licences, approvals and permits for which the validity periods are less than 12 months as disclosed in Annexure B of this Prospectus, our Group will submit applications for renewal within the stipulated periods prior to expiration of the licences to ensure continuous usage of the licences, approvals and permits. Our Group does not foresee any issue in the renewal of the licences, approvals and permits. In the event that the licences, approvals and permits are not renewed or obtained, our Group may not be able to conduct our business as usual.

Save as disclosed in Annexure B of this Prospectus, our Group is not dependent on any major licences, permits and approvals for our business operations.

6. INFORMATION ON OUR GROUP (CONT'D)

6.7 BRAND NAMES, TRADEMARKS, PATENTS AND OTHER INTELLECTUAL PROPERTY RIGHTS

Please refer to Annexure C of this Prospectus for the brand names, trademarks, patents and other intellectual property rights of our Group.

In respect of the trademark for which the validity period is less than 12 months as disclosed in No. 1 of Annexure C of this Prospectus, our Group does not intend to renew the trademark as it is no longer active.

In the event the registered trademarks as disclosed in Annexure C of this Prospectus are not renewed and/or the applications for registration of the trademarks with MyIPO are not successful, 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 registered trademarks as disclosed in Annexure C of this Prospectus for our Group's business operations.

6.8 MATERIAL REGULATORY REQUIREMENTS

Please refer to Annexure D of this Prospectus for the material laws and regulations that are relevant to the business operations of our Group.

6.9 DEPENDENCY ON CONTRACTS, AGREEMENTS, DOCUMENTS OR OTHER ARRANGEMENTS

As at LPD, our Group is not materially dependent on any contracts, arrangements or any matters that could affect our business or profitability.

(The rest of this page is intentionally left blank)