

NOTICE ACCOMPANYING THE ELECTRONIC PROSPECTUS OF HI MOBILITY BERHAD (“HI MOBILITY” OR THE “COMPANY”) DATED 7 MARCH 2025 (“ELECTRONIC PROSPECTUS”)

(Unless otherwise indicated, specified or defined in this notice, the definitions in the Electronic Prospectus shall apply throughout this notice)

Website

The Electronic Prospectus can be viewed or downloaded from Bursa Malaysia Securities Berhad’s (“**Bursa Securities**”) website at www.bursamalaysia.com (“**Website**”).

Availability and Location of Printed Prospectus

Any applicant in doubt concerning the validity or integrity of the Electronic Prospectus should immediately request a paper/printed copy of the Prospectus directly from the Company or the Issuing House, Malaysian Issuing House Sdn Bhd. Alternatively, the applicant may obtain a paper/printed copy of the Prospectus, subject to availability, from participating organisations of Bursa Securities, members of the Association of Banks in Malaysia and members of the Malaysian Investment Banking Association.

Prospective investors should note that the Application Forms are not available in electronic format.

Jurisdictional Disclaimer

The IPO and the distribution of the Electronic Prospectus are subject to the laws of Malaysia. The Electronic Prospectus will not be distributed outside Malaysia. Bursa Securities, the Company, the Promoter, the Principal Adviser, the Sole Bookrunner and the Sole Underwriter named in the Electronic Prospectus have not authorised and take no responsibility for the distribution of the Electronic Prospectus outside Malaysia. No action has been taken to permit any offering of the IPO Shares based on the Electronic Prospectus in any jurisdiction other than Malaysia. The Electronic Prospectus may not be used for the purpose of and does not constitute an offer for the subscription or purchase of, or an invitation to subscribe for or purchase, the IPO Shares to any person outside Malaysia or in any jurisdiction or in any circumstance in which such an offer is not authorised or lawful or to any person to whom it is unlawful to make such offer or invitation. Prospective applicants who may be in possession of the Electronic Prospectus are required to take note, to inform themselves, and to observe such restrictions.

Close of Application

Applications for the IPO Shares offered under the Retail Offering will open at 10.00 a.m. on 7 March 2025 and will close at 5.00 p.m. on 19 March 2025. Any change to the timetable will be advertised by HI Mobility in widely circulated English and Bahasa Malaysia daily newspapers within Malaysia. The Electronic Prospectus made available on the Website after the closing of the application period is made available solely for informational and archiving purposes. No securities will be allotted or issued on the basis of the Electronic Prospectus after the closing of the application period.

Persons Responsible for the Internet Site in which the Electronic Prospectus is Posted

The Electronic Prospectus which is accessible at the Website is owned by Bursa Securities, being the stock exchange the Company is seeking listing on. Users’ access to the Website and the use of the contents of the Website and/or any information in whatsoever form arising from the Website shall be conditional upon acceptance of the terms and conditions of use as contained on the Website. The contents of the Electronic Prospectus as provided by the Company to Bursa Securities, are for informational and archiving purposes only and are not intended to provide investment advice of any form or kind, and shall not at any time be relied upon as such.



HI MOBILITY BERHAD

(Registration No. 202401023591 (1569440-A))
(Incorporated in Malaysia under the Companies Act, 2016)

INITIAL PUBLIC OFFERING (“**IPO**”) OF 130,000,000 ORDINARY SHARES IN HI MOBILITY BERHAD (“**HI MOBILITY**” OR “**COMPANY**”) (“**IPO SHARES**”) IN CONJUNCTION WITH THE LISTING OF AND QUOTATION FOR THE ENTIRE ENLARGED ISSUED ORDINARY SHARES IN HI MOBILITY (“**HI MOBILITY SHARES**” OR “**SHARES**”) ON THE MAIN MARKET OF BURSA MALAYSIA SECURITIES BERHAD COMPRISING:

- (I) PUBLIC ISSUE OF 95,000,000 NEW SHARES (“**ISSUE SHARES**”) IN THE FOLLOWING MANNER:
- 10,000,000 ISSUE SHARES MADE AVAILABLE FOR APPLICATION BY THE MALAYSIAN PUBLIC;
 - 5,000,000 ISSUE SHARES MADE AVAILABLE FOR APPLICATION BY OUR ELIGIBLE EMPLOYEES AND PERSONS WHO HAVE CONTRIBUTED TO THE SUCCESS OF HI MOBILITY AND ITS SUBSIDIARY;
 - 47,500,000 ISSUE SHARES MADE AVAILABLE FOR APPLICATION BY WAY OF PRIVATE PLACEMENT TO BUMIPUTERA INVESTORS APPROVED BY MITI (AS DEFINED IN THIS PROSPECTUS); AND
 - 32,500,000 ISSUE SHARES MADE AVAILABLE FOR APPLICATION BY WAY OF PRIVATE PLACEMENT TO INSTITUTIONAL AND SELECTED INVESTORS;

AND

- (II) OFFER FOR SALE OF 35,000,000 EXISTING SHARES (“**OFFER SHARES**”) BY WAY OF PRIVATE PLACEMENT TO INSTITUTIONAL AND SELECTED INVESTORS,

AT AN IPO PRICE OF RM1.22 PER SHARE PAYABLE IN FULL UPON APPLICATION AND SUBJECT TO THE CLAWBACK AND REALLOCATION PROVISIONS AS SET OUT IN THIS PROSPECTUS.

Principal Adviser, Sole Placement Agent and Sole Underwriter



Investment Bank

Maybank Investment Bank Berhad

(Co. Reg. No. 197301002412)

(A Participating Organisation of Bursa Malaysia Securities Berhad)

NO SECURITIES WILL BE ALLOTTED OR ISSUED BASED ON THIS PROSPECTUS AFTER SIX MONTHS FROM THE DATE OF THIS PROSPECTUS.

THE SECURITIES COMMISSION MALAYSIA (“SC”) HAS APPROVED THE ISSUE, OFFER OR INVITATION FOR THE OFFERING UNDER SECTION 214(1) OF THE CAPITAL MARKETS AND SERVICES ACT, 2007.

THIS PROSPECTUS HAS BEEN REGISTERED BY THE SC. THE APPROVAL OF OUR IPO AND REGISTRATION OF THIS PROSPECTUS, SHOULD NOT BE TAKEN TO INDICATE THAT THE SC RECOMMENDS OUR IPO OR ASSUMES RESPONSIBILITY FOR THE CORRECTNESS OF ANY STATEMENT MADE, OPINION EXPRESSED OR REPORT CONTAINED IN THIS PROSPECTUS. THE SC HAS NOT, IN ANY WAY, CONSIDERED THE MERITS OF OUR SHARES BEING OFFERED FOR INVESTMENT.

THE SC IS NOT LIABLE FOR ANY NON-DISCLOSURE ON THE PART OF OUR COMPANY AND TAKES NO RESPONSIBILITY FOR THE CONTENTS OF THIS PROSPECTUS, MAKES NO REPRESENTATION AS TO ITS ACCURACY OR COMPLETENESS, AND EXPRESSLY DISCLAIMS ANY LIABILITY FOR ANY LOSS THAT YOU MAY SUFFER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS PROSPECTUS.

INVESTORS ARE ADVISED TO READ AND UNDERSTAND THE CONTENTS OF THIS PROSPECTUS. IF IN DOUBT, PLEASE CONSULT A PROFESSIONAL ADVISER.

FOR INFORMATION CONCERNING RISK FACTORS WHICH SHOULD BE CONSIDERED BY PROSPECTIVE INVESTORS, PLEASE REFER TO “RISK FACTORS” COMMENCING ON PAGE 224.

LISTING SOUGHT: MAIN MARKET OF BURSA MALAYSIA SECURITIES BERHAD

THIS PROSPECTUS IS NOT TO BE DISTRIBUTED OUTSIDE MALAYSIA

All defined terms used in this Prospectus are defined under “Presentation of Financial and Other Information” commencing on page viii, “Definitions” commencing on page xii and “Glossary of Technical Terms” commencing on page xx.

RESPONSIBILITY STATEMENTS

Our Directors, our Promoter and the Selling Shareholder have seen and approved this Prospectus. They collectively and individually accept full responsibility for the accuracy of the information. Having made all reasonable enquiries, and to the best of their knowledge and belief, they confirm that there is no false or misleading statement or other facts which if omitted, would make any statement in this Prospectus false or misleading.

Maybank IB, being the Principal Adviser, the Sole Placement Agent and the Sole Underwriter for the Institutional Offering and the Retail Offering in relation to our IPO, 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 concerning our IPO.

STATEMENTS OF DISCLAIMER

Our Company has obtained the approval of Bursa Securities for our Listing. Admission to the Official List of Bursa Securities is not to be taken as an indication of the merits of our IPO, our Company or our Shares.

This Prospectus, together with the Application Forms, have also been lodged with the Registrar of Companies, who takes no responsibility for its contents.

OTHER STATEMENTS

Investors should note that you may seek recourse under Sections 248, 249 and 357 of the CMSA for breaches of securities laws including any statement in this Prospectus that is false, misleading, or from which there is a material omission, or for any misleading or deceptive act in relation to this Prospectus or the conduct of any other person in relation to our Company.

Our Shares are offered to the public on the premise of full and accurate disclosure of all material information concerning our IPO, for which any person set out in Section 236 of the CMSA, is responsible.

Our Shares are classified as Shariah-compliant by the Shariah Advisory Council of SC (“**SAC**”). This classification remains valid from the date of issue of this Prospectus until the next Shariah compliance review undertaken by the SAC. The new status is released in the updated list of Shariah-compliant securities, on the last Friday of May and November.

Investors should not take the agreement by the Sole Underwriter named in this Prospectus to underwrite our Shares under the Retail Offering as an indication of the merits of our Shares being offered.

This Prospectus is published solely in connection with our IPO. Our Shares are being offered solely on the basis of the information contained and representations made in this Prospectus. Our Company, our Promoter, the Selling Shareholder, the Principal Adviser, the Sole Placement Agent and the Sole Underwriter have not authorised anyone to provide any information or to make any representation not contained in this Prospectus. Any information or representation not contained in this Prospectus must not be relied upon as having been authorised by our Company, the Promoter, the Selling Shareholder, the Principal Adviser, the Sole Placement Agent and the Sole Underwriter or any of their respective directors, or any other persons involved in our IPO.

This Prospectus has been prepared in the context of an IPO under the laws of Malaysia. It does not comply with the laws of any jurisdiction other than Malaysia, and it has not been and will not be lodged, registered or approved under any applicable securities or equivalent legislation or by any regulatory authority of any jurisdiction other than Malaysia.

The distribution of this Prospectus and our IPO are subject to the laws of Malaysia. Accordingly, this Prospectus may not be used for the purpose of and does not constitute an offer for subscription or purchase or invitation to subscribe for or purchase of our Shares in any jurisdiction or in any circumstances in which such an offer is not authorised or is unlawful or to any person to whom it is unlawful to make such offer or invitation. The distribution of this Prospectus and the offering of our Shares in certain other jurisdictions may be restricted by law. Prospective investors who may be in possession of this Prospectus are required to inform themselves accordingly and to observe applicable restrictions.

We will not, prior to acting on any acceptance in respect of our IPO, make or be bound to make any enquiry as to whether you have a registered address in Malaysia and will not be deemed to accept any liability whether or not any enquiry or investigation is made in connection to it. We will further assume that you have accepted our IPO in Malaysia and will be subject to the laws of Malaysia in connection to it.

It will be your sole responsibility to ensure that your application for our IPO is in compliance with the terms of our IPO and will not be in contravention of any laws of countries or jurisdictions other than Malaysia to which you may be subjected to. It will also be your sole responsibility to consult your legal and/or other professional adviser on the laws to which our IPO or you are or might be subjected to. Neither we nor our Promoter, the Selling Shareholder, the Principal Adviser, the Sole Placement Agent and the Sole Underwriter nor any other advisers in relation to our IPO will accept any responsibility or liability in the event that any application made by you shall become illegal, unenforceable, avoidable or void in any country or jurisdiction.

However, we reserve the right in our absolute discretion to treat any acceptance as invalid if we believe that such acceptance may violate any law or applicable legal or regulatory requirements.

ELECTRONIC PROSPECTUS/INTERNET SHARE APPLICATION

This Prospectus can also be viewed or downloaded from Bursa Securities' website at www.bursamalaysia.com. The contents of the Electronic Prospectus and the copy of this Prospectus registered with the SC are the same.

The internet is not a fully secure medium. Your Internet Share Application may be subject to risks of data transmission, computer security threats such as viruses, hackers and crackers, faults with computer software and other events beyond the control of the Internet Participating Financial Institutions. These risks cannot be borne by the Internet Participating Financial Institutions.

If you doubt of the validity or integrity of the Electronic Prospectus, you should immediately request a paper/printed copy of this Prospectus from us, or the Issuing House. If there is any discrepancy between the contents of the Electronic Prospectus and the contents of the paper/printed copy of this Prospectus, the contents of the paper/printed copy of this Prospectus which are identical to the copy of the Prospectus registered with the SC shall prevail.

In relation to any reference in this Prospectus to third party internet sites ("**Third-Party Internet Sites**"), whether by way of hyperlinks or by way of description of the Third-Party Internet Sites, you acknowledge and agree that:

- (i) we do not endorse and are not affiliated in any way with the Third-Party Internet Sites. Accordingly, we are not responsible for the availability of, or the content or any data, information, file or other material provided on the Third-Party Internet Sites. You shall bear all risks associated with the access to or use of the Third-Party Internet Sites;
- (ii) we are not responsible for the quality of products or services in the Third-Party Internet Sites, particularly in fulfilling any of the terms of your agreements with the Third-Party Internet Sites. We are also not responsible for any loss or damage or cost that you may suffer or incur in connection with or as a result of dealing with the Third-Party Internet Sites or the use of or reliance on any data, information, file or other material provided by the Third-Party Internet Sites; and

- (iii) any data, information, file or other material downloaded from the Third-Party Internet Sites is done at your own discretion and risk. We are not responsible, liable or under obligation for any damage to your computer system or loss of data resulting from the downloading of any such data, information, file or other material.

Where an Electronic Prospectus is hosted on the website of the Internet Participating Financial Institutions, you are advised that:

- (i) the Internet Participating Financial Institution is only liable in respect of the integrity of the contents of the Electronic Prospectus, to the extent of the contents of the Electronic Prospectus on the web server of the Internet Participating Financial Institution which may be viewed via your web browser or other relevant software. The Internet Participating Financial Institution is not responsible for the integrity of the contents of the Electronic Prospectus, which has been obtained from the web server of the Internet Participating Financial Institution and subsequently communicated or disseminated in any manner to you or other parties;
- (ii) while all reasonable measures have been taken to ensure the accuracy and reliability of the information provided in the Electronic Prospectus, the accuracy and reliability of the Electronic Prospectus cannot be guaranteed because the internet is not a fully secure medium; and
- (iii) the Internet Participating Financial Institution is not liable (whether in tort or contract or otherwise) for any loss, damage or costs that you or any other person may suffer or incur due to, as a consequence of or in connection with any inaccuracies, changes, alterations, deletions or omissions in respect of the information provided in the Electronic Prospectus which may arise in connection with or as a result of any fault with web browsers or other relevant software, any fault on your or any third party's personal computer, operating system or other software, viruses or other security threats, unauthorised access to information or systems in relation to the website of the Internet Participating Financial Institution, and/or problems occurring during data transmission which may result in inaccurate or incomplete copies of information being downloaded or displayed on your personal computer.

INDICATIVE TIMETABLE

The following events are intended to take place on the following indicative time and/or date:

Events	Time and/or date
Issuance of the Prospectus / Opening of the application for our IPO Shares	10.00 a.m., 7 March 2025
Closing of the application for our IPO Shares	5.00 p.m., 19 March 2025
Balloting of the application for our IPO Shares	21 March 2025
Allotment / Transfer of our IPO Shares to successful applicants	27 March 2025
Listing	28 March 2025

In the event there are any change to the timetable, we will announce and advertise the notice of changes on Bursa Securities' website and in widely circulated English and Bahasa Malaysia daily newspapers within Malaysia, respectively.

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PRESENTATION OF FINANCIAL AND OTHER INFORMATION

All references to “our Company” or “HI Mobility” are to HI Mobility Berhad. All references to “HI Mobility Group” or “our Group” are to our Company and our subsidiary taken as a whole. All references to “we”, “us”, “our” and “ourselves” are to our Company and where the context otherwise requires, our Group. All reference to “you” are to our prospective investors.

Certain numbers presented in this Prospectus have been rounded off to the nearest hundredth or one (1) decimal place. Any discrepancies in the tables between the amounts listed and the totals in this Prospectus are due to rounding adjustments.

Other abbreviations and acronyms used in this Prospectus are defined in the “Definitions” section and technical terms used in this Prospectus are defined in the “Glossary of Technical Terms” section. Words denoting the singular will, where applicable include the plural and *vice versa* and words denoting the masculine gender will, where applicable, include the feminine and/or neuter gender and *vice versa*. Reference to persons will, where applicable, include companies and corporations.

Any reference to provisions of the statutes, rules, regulations, enactments or rules of stock exchange shall (where the context admits), be construed as a reference to provisions of such statutes, rules, regulations, enactments or rules of stock exchange (as the case may be) as modified by any written law or (if applicable) amendments or re-enactments to the statutes, rules, regulations, enactments or rules of stock exchange for the time being in force.

Any reference to a time or date shall be a reference to a time or date in Malaysia, unless otherwise stated.

Any references to the “LPD” in this Prospectus are to 7 February 2025, being the latest practicable date prior to the registration of this Prospectus with the SC.

The information on our website or any website, directly or indirectly, linked to our website does not form part of this Prospectus and you should not rely on those information for the purposes of your decision whether or not to invest in our Shares.

This Prospectus includes statistical data provided by various third parties and us and cites third-party projections regarding the growth and performance of the industry in which we operate and our estimated market share. This data is taken or derived from information published by industry sources and from our internal data. In each of such case, the source is stated in this Prospectus, provided that where no source is stated, it can be assumed that the information originates from us or is extracted from the IMR Report included in Section 8 of this Prospectus. We have appointed Vital Factor Consulting Sdn Bhd to provide an independent market and industry review. In compiling its data for the review, Vital Factor Consulting Sdn Bhd relied on its research methodology, industry sources, published materials, its private databanks and direct contacts within the industry.

Further, third-party projections cited in this Prospectus are subject to significant uncertainties that could cause actual data to differ materially from the projected figures. We cannot give any assurance that the projected figures will be achieved and you should not place undue reliance on the statistical data and third-party projections cited in this Prospectus.

For the purpose of this Prospectus, EBITDA is calculated as our loss or profit for the relevant financial year or period plus (i) tax expense; (ii) finance costs; (iii) depreciation and amortisation, less (iv) interest income.

EBITDA and the related ratios presented in this Prospectus are supplemental measures of our performance and liquidity that are not required by or presented in accordance with the IFRS and MFRS. Furthermore, EBITDA is not a measure of our financial performance or liquidity under the IFRS and MFRS and should not be considered as an alternative to net income, operating income or any other performance measures derived in accordance with the IFRS or MFRS or as an alternative to cash flows from operating activities or as a measure of liquidity. In addition, EBITDA is not a standardised term, and hence, a direct comparison of EBITDA between companies may not be possible. Other companies may calculate EBITDA differently from us, limiting its usefulness as a comparative measure.

PRESENTATION OF FINANCIAL AND OTHER INFORMATION *(Cont'd)*

We believe that EBITDA may facilitate comparisons of operating performance from period to period and company to company by eliminating potential differences caused by variations in capital structures (affecting interest expense and finance charges), tax positions (including the impact on periods or companies of changes in effective tax rates or net operating losses), the age and booked depreciation and amortisation of assets (affecting relative depreciation and amortisation expenses). EBITDA has been presented because we believe that it is frequently used by securities analysts, investors and other interested parties in evaluating similar companies, many of whom present such non-IFRS and non-MFRS financial measures when reporting their results. Finally, EBITDA is presented as a supplemental measure of our ability to service debt. Nevertheless, EBITDA has limitations as an analytical tool, and prospective investors should not consider it in isolation from or as a substitute for analysis of our financial condition or results of operations, as reported under the IFRS and MFRS. Due to these limitations, EBITDA should not be considered as a measure of discretionary cash available to invest in the growth of our business.

FORWARD-LOOKING STATEMENTS

This Prospectus contains forward-looking statements. All statements other than statements of historical facts included in this Prospectus, including, without limitation, those regarding our financial position, business strategies and prospects are forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause our actual results, performance or achievements, or industry results, to be materially different from any future results, performance or achievements, or industry results expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding our present and future business strategies and the environment in which we will operate in the future. Such forward-looking statements reflect our current view with respect to future events and are not a guarantee of future performance.

Forward-looking statements can be identified by the use of forward-looking terminologies such as the words “may”, “will”, “would”, “could”, “believe”, “expect”, “anticipate”, “intend”, “estimate”, “aim”, “plan”, “forecast” or similar expressions and include all statements that are not historical facts. Such forward-looking statements include, without limitation, statements relating to:

- (i) our business strategies and potential growth opportunities;
- (ii) our future plans and objectives;
- (iii) our future financial position, earnings, cash flows and liquidity;
- (iv) the demand for our services, trends and competitive position;
- (v) the general industry environment, including the demand for our services, trends and competitive position; and
- (vi) the regulatory environment and the effects of future regulation.

Our actual results may differ materially from information contained in such forward-looking statements as a result of a number of factors beyond our control, including, without limitation:

- (i) activities and financial position of our suppliers and business partners;
- (ii) general economic, business, social, political and investment environment in Malaysia and Singapore;
- (iii) interest rates, tax rates, finance cost and exchange rates;
- (iv) competitive environment in the industry in which we operate;
- (v) reliance on approvals, permits and licences;
- (vi) fixed and contingent obligations and commitments;
- (vii) continued availability of capital and financing;
- (viii) delays or problems with the execution of our future plans;
- (ix) future regulatory or government policy changes affecting us; and
- (x) other factors beyond our control.

FORWARD-LOOKING STATEMENTS *(Cont'd)*

Additional factors that could cause actual results, performance or achievements to differ materially include, but are not limited to, those discussed in Section 9 of this Prospectus on “Risk Factors” and Section 12.2 of this Prospectus on “Management’s Discussion and Analysis of Financial Conditions and Results of Operations”. We cannot give any assurance that the forward-looking statements made in this Prospectus will be realised. Such forward-looking statements are made only as at the LPD.

In light of these uncertainties, the inclusion of such forward-looking statements should not be regarded as a representation or warranty by us or our advisers that such plans and objectives will be achieved.

Should we become aware of any subsequent material change or development affecting a matter disclosed in this Prospectus arising from the date of registration of this Prospectus but before the date of allotment/transfer of our IPO Shares, we will further issue a supplemental or replacement prospectus, as the case may be, in accordance with the provisions of Section 238(1) of the CMSA and Paragraph 1.02, Chapter 1 of Part II (Division 6) on (Supplementary and Replacement Prospectus) of the Prospectus Guidelines.

DEFINITIONS

The following terms shall apply throughout this Prospectus unless the term is defined otherwise or the context requires otherwise:

COMPANIES WITHIN OUR GROUP

Handal Indah	:	Handal Indah Sdn Bhd, a wholly-owned subsidiary of HI Mobility
HI Mobility or Company	:	HI Mobility Berhad
Group	:	Collectively, HI Mobility and Handal Indah

GENERAL

Acquisition of Handal Indah	:	Acquisition by our Company of the entire Handal Indah Shares from Lim Han Weng, Bah Kim Lian and Bumi Mampan for a total purchase consideration of RM79,999,000, which was entirely satisfied via the issuance of 79,999,000 new Shares at an issue price of RM1.00 each. The acquisition was completed on 23 July 2024, resulting in Handal Indah becoming a wholly-owned subsidiary of HI Mobility
Act	:	Companies Act, 2016
ADA	:	Authorised Depository Agent
Admission	:	Admission of our Shares to the Official List of the Main Market of Bursa Securities
AI	:	Artificial intelligence
APAD	:	Agensi Pengangkutan Awam Darat
Application	:	Application for our IPO Shares by way of Application Form, Electronic Share Application or Internet Share Application
Application Form(s)	:	Application form for the Application accompanying this Prospectus
ATM	:	Automated teller machine
Authorised Financial Institution	:	Authorised financial institution participating in the Internet Share Application in respect of the payment for our IPO Shares
Board	:	Board of Directors of our Company
Bumi Mampan	:	Bumi Mampan Sdn Bhd
Bumiputera	:	In the context of: (i) individuals - Malays and the aborigines and the natives of Sabah and Sarawak as specified in the Federal Constitution of Malaysia;

DEFINITIONS *(Cont'd)*

	(ii) companies - companies which fulfil, among others, the following criteria or such other criteria as may be imposed by MITI: (a) registered under the Act as a private company; (b) its shareholders are 100% Bumiputera; and (c) its board of directors (including its staff) are at least 51% Bumiputera; and (iii) cooperatives - cooperatives whose shareholders or cooperative members are at least 95% Bumiputera or such other criteria as may be imposed by MITI
Bursa Depository	: Bursa Malaysia Depository Sdn Bhd
Bursa Securities	: Bursa Malaysia Securities Berhad
By-Laws	: By-laws governing the ESOS
CAGR	: Compound annual growth rate, computed through the formula: $CAGR = (Ending\ amount / Beginning\ amount)^{1/N} - 1$ Ending amount is the amount at the end of the period; Beginning amount is the amount at the beginning of the period; and N is the number of years within the period
CCC	: Certificate of completion and compliance
CCM	: Companies Commission of Malaysia
CCTV	: Closed-circuit television
CDS	: Central Depository System
CF	: Certificate of fitness for occupation
CMSA	: Capital Markets and Services Act 2007
Constitution	: Constitution of our Company
COVID-19	: An infectious disease caused by severe acute respiratory syndrome coronavirus 2 (SARS-CoV-2)
Customer A	: A private company in Singapore involved in the manufacturing of printers. Customer A is a subsidiary of a company listed on the New York Stock Exchange. Customer A is our customer for the provision of chartered bus services. The identity of Customer A has not been disclosed as we have sought consent for the disclosure of information required in the Prospectus but such consent was not obtained
DC	: Direct current
Director(s)	: A member of the Board and has the meaning given in Section 2 of the Act

DEFINITIONS *(Cont'd)*

EBITDA	:	Earnings before interest, taxation, depreciation and amortisation
Electronic Prospectus	:	Copy of this Prospectus that is issued, circulated or disseminated via the internet, and/or an electronic storage medium including, but not limited to compact disc read only memory (CD-ROM)
Electronic Share Application	:	Application for our IPO Shares under the Retail Offering through a Participating Financial Institution's ATM
Eligible Persons	:	Collectively, the employees of our Group and persons who have contributed to the success of our Group
EPS	:	Earnings per Share
Equity Guidelines	:	Equity Guidelines issued by the SC
ESOS	:	Employees' share option scheme
ESOS Options	:	The right to subscribe for new Shares pursuant to the contract constituted by the acceptance of an offer made in accordance with the terms and conditions of the offer and the By-Laws
EV	:	Electric vehicle
Executive Director	:	Executive Director of our Group, namely Lim Chern Chuen
Financial Review	Years/Period Under	: Collectively, FYE 2022, FYE 2023, FYE 2024 and FPE 2025
FPE 2024	:	9-month financial period ended 31 October 2023
FPE 2025	:	9-month financial period ended 31 October 2024
FYE	:	Financial year ended 31 January or where the context otherwise requires, financial year ending
(GL)/GP	:	Gross (loss)/profit
Government	:	Government of Malaysia
GPS	:	Global positioning system
Handal Indah Shares	:	Ordinary shares in Handal Indah
HI Mobility Shares or Shares	:	Ordinary shares in HI Mobility
ICE	:	Internal combustion engine
IFRS	:	International Financial Reporting Standards
IMR Report	:	Independent market research report dated 15 February 2025 prepared by Vital Factor Consulting Sdn Bhd, as set out in Section 8 of this Prospectus

DEFINITIONS *(Cont'd)*

Institutional Offering	:	Offering of 115,000,000 IPO Shares at the IPO Price by way of private placement to Bumiputera investors approved by MITI as well as institutional and selected investors, subject to clawback and reallocation provisions
Internet Participating Financial Institution	:	Participating financial institution(s) for the Internet Share Application
Internet Share Application	:	Application for our IPO Shares under the Retail Offering through an Internet Participating Financial Institution
IPO	:	Initial public offering of 130,000,000 Shares comprising the Public Issue and the Offer for Sale
IPO Price	:	Issue price of RM1.22 per IPO Share
IPO Shares	:	Collectively, the Offer Shares and the Issue Shares
Iskandar Region	:	An economic region in Johor covering 5 districts namely Johor Bahru, Iskandar Puteri, Pasir Gudang, Kulai and Pontian
Issue Shares	:	New Shares to be issued by our Company under the Public Issue
Issuing House	:	Malaysian Issuing House Sdn Bhd
IT	:	Information technology
JB-SG	:	Johor Bahru-Singapore
Key Senior Management	:	Key senior management of our Group, whose profiles are set out in Section 5.3.2 of this Prospectus
Klang Valley	:	An area that covers Kuala Lumpur, Putrajaya and metropolitan Selangor. As at the LPD, our Group's routes in the Klang Valley are for Kuala Lumpur and several districts in metropolitan Selangor
km	:	Kilometres
(LAT)/PAT	:	(Loss)/Profit after tax
(LBT)/PBT	:	(Loss)/Profit before tax
Listing	:	Listing of and quotation for our entire enlarged issued Shares on the Main Market of Bursa Securities
Listing Requirements	:	Main Market Listing Requirements of Bursa Securities
LPD	:	7 February 2025, being the latest practicable date prior to the registration of this Prospectus with the SC
LTA	:	Land Transport Authority, Singapore
Malaysian Public	:	Malaysian citizens, companies, co-operatives, societies and institutions incorporated or organised under the laws of Malaysia

DEFINITIONS *(Cont'd)*

Market Day	: A day on which Bursa Securities is open for trading in securities
Maybank IB or Principal Adviser or Sole Placement Agent or Sole Underwriter	: Maybank Investment Bank Berhad
MBJB	: Majlis Bandaraya Johor Bahru
MCCG	: Malaysian Code on Corporate Governance issued by the SC
MCO	: Movement control order imposed under the Prevention and Control of Infectious Diseases Act 1988 and the Police Act 1967
MFRS	: Malaysian Financial Reporting Standards
MITI	: Ministry of Investment, Trade and Industry
MOF	: Ministry of Finance
Moratorium Providers	: Collectively, Lim Han Weng and Bah Kim Lian
MW	: Megawatt
MyIPO	: Intellectual Property Corporation of Malaysia
MY-SG	: Malaysia-Singapore
N/A	: Not applicable
NA	: Net assets
NBV	: Net book value
OCC	: Operations control centre
Offer for Sale	: Offer for sale of 35,000,000 Offer Shares by the Selling Shareholder
Offer Shares	: Existing Shares to be offered by the Selling Shareholder pursuant to the Offer for Sale
Official List	: A list specifying all securities listed on Bursa Securities and not removed
PAJ	: Perbadanan Pengangkutan Awam Johor Sdn Bhd
Participating Financial Institution(s)	: A participating financial institution(s) for the Electronic Share Application
PATAMI	: Profit after taxation and non-controlling interests
PB Multiple	: Price-to-book multiple
PE Multiple	: Price-to-earnings multiple

DEFINITIONS (Cont'd)

Petronas Refinery	: Petronas Refinery and Petrochemical Corporation Sdn Bhd
Pink Application Form	: Application form for the application of our IPO Shares under the Retail Offering by the Eligible Persons accompanying this Prospectus
Pink Form Allocation	: The allocation of 5,000,000 Issue Shares to the Eligible Persons
Placement Agreement	: Placement agreement to be entered into between our Company and the Sole Placement Agent in respect of such number of IPO Shares to be offered under the Institutional Offering
PPE	: Property, plant and equipment
Preliminary Restructuring	: Restructuring exercise involving the Acquisition of Handal Indah and the Subscription of New Shares
Promoter	: Lim Han Weng pursuant to Section 226 of the CMSA
Prospectus	: This Prospectus dated 7 March 2025 issued by our Company
Prospectus Guidelines	: Prospectus Guidelines issued by the SC
Public Issue	: Public issue of 95,000,000 Issue Shares by our Company
Public transportation	: Transportation services such as buses, trains, taxis and e-hailing operating on fixed routes and schedules, or point-to-point which are available for use by the general public
Puspakom	: Pusat Pemeriksaan Kenderaan Berkomputer or Computerised Vehicle Inspection Centre
R&D	: Research and development
Record of Depositors	: A record of securities holders established by Bursa Depository under the Rules of Bursa Depository
Retail Offering	: Offering of 15,000,000 Issue Shares at the IPO Price, subject to the clawback and reallocation provisions, to be allocated to the following: (i) 5,000,000 Issue Shares reserved for application by the Eligible Persons; and (ii) 10,000,000 Issue Shares for application by the Malaysian Public, via balloting
Retail Underwriting Agreement	: Retail underwriting agreement dated 24 February 2025 between our Company and the Sole Underwriter for the underwriting of 15,000,000 Issue Shares under the Retail Offering
Rules of Bursa Depository	: The rules of Bursa Depository as issued under the SICDA
SC	: Securities Commission Malaysia

DEFINITIONS *(Cont'd)*

Seagate	: Seagate International (Johor) Sdn Bhd
Selling Shareholder	: Lim Han Weng
Share Registrar	: Boardroom Share Registrar Sdn Bhd
Share Split	: Subdivision of 100,000,000 Shares into 405,000,000 Shares which was completed on 12 February 2025
SICDA	: Securities Industry (Central Depositories) Act 1991
SOCSSO	: Social Security Organisation of Malaysia, also known as PERKESO
sq. ft.	: Square feet
Subscription of New Shares	: Subscription of 20,000,000 new Shares at the subscription price of RM1.00 per Share for a total subscription amount of RM20,000,000 by Lim Han Weng and Bumi Mampan collectively, which was completed on 23 July 2024
USB	: Universal serial bus
VTL	: Vaccinated travel lane
White Application Form	: Application form for the application of our Issue Shares under the Retail Offering by the Malaysian Public accompanying this Prospectus
Wi-Fi	: Wireless fidelity

OPERATIONAL FACILITIES OF OUR GROUP

Bika Bus Depot	: Bus depot located at PLO 285, Jalan Firma 3, Taman Perindustrian Tebrau IV, 81100 Johor Bahru, Johor
EV Bus Depot	: EV bus depot located at PLO 297, Jalan Firma 2, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor
HQ	: Headquarter office and workshop located at No. 23, Jalan Firma 2, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor
Mutiara ICE Bus Depot	: ICE bus depot and workshop located at PTD 83701, Jalan Firma 3/1, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor

DEFINITIONS *(Cont'd)*

CURRENCIES

RM and sen	:	Ringgit Malaysia and sen, the lawful currency of Malaysia
SGD	:	Singapore Dollar, the lawful currency of the Republic of Singapore

GLOSSARY OF TECHNICAL TERMS

The following technical terms in this Prospectus shall have the same meanings as set out below unless the technical terms are defined otherwise or the context requires otherwise:

Bas Muafakat Johor or BMJ	:	A free bus service funded by the Johor state government for travel within certain routes in Johor. Our Group is one of the bus service providers for BMJ
Chartered bus services	:	Private coach services that are hired privately to transport only certain groups of people to designated destinations determined by the riders, coordinator of a group, government body or corporation
Cross-border bus services	:	Public bus services between MY-SG. As at the LPD, our Group provides cross-border services between points in Johor Bahru, Melaka and Kuala Lumpur, and points in Singapore
Depot	:	A facility where buses are housed, maintained and dispatched, typically also serves as a central location for bus operations within a city, town or region
Electric buses	:	Buses powered by electricity
Fleet management	:	Overall management and coordination of bus fleet, including procurement, disposal, maintenance, scheduling as well as deployment
ICE buses	:	Buses that are powered by diesel
Intercity bus services	:	Long-haul bus services that transit passengers between cities or towns with few stops, generally only one stop to the destination. Also referred to as express bus services
Interim Stage Bus Support Fund or ISBSF	:	A programme introduced by the Government to specifically help intracity (stage) bus operators, particularly in underserved areas. This is to ensure continued service in underserved areas especially rural areas where public transportation is crucial for the residents
Intracity bus services	:	Bus services that transit within the city, town or local area while picking up and dropping off passengers from designated stops alongside specific routes
JB-SG cross-border bus services	:	Public bus services between JB-SG
LUGO	:	A mobile phone application, provided by our related party, that provides information including our bus routes, stops and timetable to assist users in planning their journey, as well as other information such as previous transactions and journeys using our bus services
ManjaLink card	:	A smart card, provided by our related party, that is used for contactless and cashless payment systems for our bus services

GLOSSARY OF TECHNICAL TERMS *(Cont'd)*

myBAS or BAS.MY	:	A brand name for the Government initiative under the SBST programme to increase bus ridership and reduce road traffic through, among others, funding bus operators to make bus operations more sustainable. The myBas brand was subsequently rebranded as BAS.MY in 2024
myBAS50	:	A brand name and programme under the overall SBST programme to provide unlimited travel at a fixed price for 30 days, on all myBAS buses operating in Johor Bahru
Route optimisation	:	The process of planning bus routes to improve and maximise efficiency, and reduce travel time and distance, taking into consideration, among others, passenger demand, traffic conditions and coverage areas
Scheduled bus services	:	Bus services that have fixed time schedules and fixed routes for picking up and dropping off passengers at designated stops
Smart Selangor Bus	:	A Selangor state government initiative aimed at transforming the state into a smart city through various projects and programmes, of which Smart Selangor Bus is a free bus service funded by the Selangor state government for selected areas in Selangor to provide convenience and to encourage public transport usage
Stage Bus Service Transformation or SBST	:	A programme initiated by the Government that aims to increase bus ridership and reduce road traffic by funding bus operators to enhance the sustainability of their services

1. CORPORATE DIRECTORY**BOARD OF DIRECTORS**

Name	Designation	Nationality / Gender	Address
Raja Datuk Zaharaton Binti Raja Zainal Abidin	Independent Non-Executive Chairman	Malaysian / Female	No. 2A, Jalan Puncak Kiara Kiara View, Desa Sri Hartamas 50480 Kuala Lumpur
Bah Kim Lian	Non-Independent Non-Executive Director	Malaysian / Female	No. 17, Jalan Ponderosa 1/11 Taman Ponderosa 81100 Johor Bahru Johor
Lim Chern Chuen	Executive Director cum Chief Executive Officer	Malaysian / Male	No. 17, Jalan Ponderosa 1/11 Taman Ponderosa 81100 Johor Bahru Johor
Datuk Wira Azhar Bin Abdul Hamid	Senior Independent Non-Executive Director	Malaysian / Male	C1-01 Kenny Hill Residence 15 Jalan Tun Ismail, Bukit Tunku 50480 Kuala Lumpur
Ahmed Fairuz Bin Abdul Aziz	Independent Non-Executive Director	Malaysian / Male	Unit 10-8, The Plaza Condominium Taman Tun Dr Ismail 60000 Kuala Lumpur
Faridah Bt Iskandar	Independent Non-Executive Director	Malaysian / Female	B-22-7, 9 Bukit Utama Condominium Bandar Utama 47800 Petaling Jaya Selangor
Lim Chern Fang	Alternate Director to Bah Kim Lian	Singaporean / Female	2, Tampines Street 73 #13-01 528823 Singapore

1. CORPORATE DIRECTORY (Cont'd)**AUDIT COMMITTEE**

Name	Designation	Directorship
Ahmed Fairuz Bin Abdul Aziz	Chairman	Independent Non-Executive Director
Datuk Wira Azhar Bin Abdul Hamid	Member	Senior Independent Non-Executive Director
Faridah Bt Iskandar	Member	Independent Non-Executive Director

RISK COMMITTEE

Name	Designation	Directorship
Faridah Bt Iskandar	Chairman	Independent Non-Executive Director
Ahmed Fairuz Bin Abdul Aziz	Member	Independent Non-Executive Director
Datuk Wira Azhar Bin Abdul Hamid	Member	Senior Independent Non-Executive Director
Lim Chern Chuen	Member	Executive Director cum Chief Executive Officer

NOMINATION AND REMUNERATION COMMITTEE

Name	Designation	Directorship
Datuk Wira Azhar Bin Abdul Hamid	Chairman	Senior Independent Non-Executive Director
Ahmed Fairuz Bin Abdul Aziz	Member	Independent Non-Executive Director
Faridah Bt Iskandar	Member	Independent Non-Executive Director

1. CORPORATE DIRECTORY (Cont'd)

COMPANY SECRETARIES

: **Wong Mee Kiat**

Level 5, Tower 8, Avenue 5, Horizon 2
Bangsar South City
59200 Kuala Lumpur
Wilayah Persekutuan

Professional : Malaysian Institute of Chartered
qualification Secretaries and Administrators
("MAICSA")

MAICSA No. : 7058813

CCM Practising : 202008001958

Certificate No.

Lim Li Heong

Level 5, Tower 8, Avenue 5, Horizon 2
Bangsar South City
59200 Kuala Lumpur
Wilayah Persekutuan

Professional : MAICSA
qualification

MAICSA No. : 7054716

CCM Practising : 202008001981

Certificate No.

REGISTERED OFFICE

: Level 5, Tower 8, Avenue 5, Horizon 2
Bangsar South City
59200 Kuala Lumpur
Wilayah Persekutuan

Tel. No. : +603 2280 6388

HEAD/MANAGEMENT OFFICE

: No. 23, Jalan Firma 2
Kawasan Perindustrian Tebrau IV
81100 Johor Bahru
Johor

Tel. No. : +607 3602 244

E-mail : info@hi-mob.com

Website : <https://www.causewaylink.com.my/>

SELLING SHAREHOLDER

: **Lim Han Weng**

No. 17, Jalan Ponderosa 1/11
Taman Ponderosa
81100 Johor Bahru
Johor

1. CORPORATE DIRECTORY (Cont'd)

AUDITORS AND REPORTING ACCOUNTANTS :	BDO PLT (201906000013 (LLP0018825-LCA) & AF 0206) Suite 18-04, Menara Zurich 15, Jalan Dato' Abdullah Tahir Taman Abad 80300 Johor Bahru Johor Tel. No. : +607 3319 815 Partner-in-charge : Sia Yeak Hong Professional qualification : Member of the Malaysian Institute of Accountants, Member of the Institute of Chartered Accountants in England and Wales, Member of the Malaysian Institute of Certified Public Accountants and Member of the Association of Chartered Certified Accountants Approval No. : 03413/02/2027J
PRINCIPAL ADVISER, SOLE PLACEMENT AGENT AND SOLE UNDERWRITER :	Maybank Investment Bank Berhad 32nd Floor, Menara Maybank 100, Jalan Tun Perak 50050 Kuala Lumpur Wilayah Persekutuan Tel. No. : +603 2059 1888
LEGAL ADVISERS :	<i>To our Company as to Malaysian law</i> Mah-Kamariyah & Philip Koh 3A07, Block B, Phileo Damansara II 15 Jalan 16/11, Off Jalan Damansara 46350 Petaling Jaya Selangor Tel. No. : +603 7956 8686 <i>To our Company as to Singapore law</i> Harry Elias Partnership LLP 4 Shenton Way, SGX Centre 2 #17-01, Singapore 068807 Tel. No. : +65 6535 0550 <i>To the Sole Placement Agent and Sole Underwriter as to Malaysian law</i> Christopher & Lee Ong Level 22, Axiata Tower No. 9, Jalan Stesen Sentral 5 Kuala Lumpur Sentral 50470 Kuala Lumpur Tel. No. : +603 2273 1919

1. CORPORATE DIRECTORY (Cont'd)

INDEPENDENT BUSINESS AND MARKET RESEARCH CONSULTANTS : **Vital Factor Consulting Sdn Bhd**
V Square @ PJ City Centre (VSQ)
Block 6, Level 6, Jln Utara
46200 Petaling Jaya
Selangor

Tel. No. : +603 7931 3188
Managing Director : Wooi Tan

(Please refer to Section 8 of this Prospectus for the profile of the firm and the signing partner)

SHARE REGISTRAR : **Boardroom Share Registrars Sdn Bhd**
11th Floor, Menara Symphony
No.5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor

Tel. No. : +603 7890 4700

ISSUING HOUSE : **Malaysian Issuing House Sdn Bhd**
11th Floor, Menara Symphony
No.5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor

Tel. No. : +603 7890 4700

LISTING SOUGHT : Main Market of Bursa Securities

SHARIAH STATUS : Approved by the SAC

2. INTRODUCTION

2.1 APPROVALS AND CONDITIONS

2.1.1 SC

The SC has, via its letter dated 12 February 2025, approved our IPO and our Listing under Section 214(1) of the CMSA, subject to compliance with the following conditions:

Details of conditions imposed	Status of compliance
Maybank IB and HI Mobility to fully comply with the requirements of the Equity Guidelines and the Prospectus Guidelines pertaining to the implementation of our Listing	To be complied

The SC has also, via the same letter, approved our application under the Bumiputera equity requirement for public listed companies, subject to our Company allocating Shares equivalent to 9.50% of our enlarged issued Shares upon our Listing to Bumiputera investors to be approved by the MITI. In addition, we are required to make available at least 50.00% of the Shares offered to the Malaysian Public via balloting to Bumiputera public investors.

The SC has also, via the same letter, approved the relief sought by us from complying with Paragraphs 5.02(a)(i) and 5.08(b)(i) of the Equity Guidelines. The details of the relief sought and the corresponding conditions imposed by the SC are as follows:

Reference	Details of relief granted	Details of conditions imposed (if any)
Equity Guidelines		
Paragraph 5.02(a)(i)	Relief from having to comply with the uninterrupted profit requirement	-
Paragraph 5.08(b)(i)	Relief from having to comply with the positive operating cash flow requirement	-

2.1.2 MITI

The MITI has, via its letters dated 23 December 2024 and 13 January 2025, agreed with the scheme for our IPO which will result in an enlarged issued Shares of 500,000,000 upon our Listing.

The MITI has, via the same letters dated 23 December 2024 and 13 January 2025, given its recognition of 15,000,000 Shares held by Bumi Mampan in our Company, representing 3.00% of the enlarged issued Shares, in complying with the Bumiputera equity requirement for public listed companies ("**Bumiputera Equity Requirement**"), and 47,500,000 Shares in our Company, representing 9.50% of the enlarged issued Shares are to be allocated to Bumiputera investors approved by the MITI. Please refer to Section 2.2 of this Prospectus for details on the condition imposed by the MITI on our Shares held by Bumi Mampan.

2.1.3 Bursa Securities

Bursa Securities has, via its letter dated 20 February 2025, approved our Admission, our Listing and the listing of and quotation for the new Shares to be issued upon exercise of the ESOS Options, subject to compliance with the following conditions:

2. INTRODUCTION (Cont'd)

No.	Details of conditions imposed	Status of compliance
(i)	Make the relevant announcements pursuant to Paragraphs 8.1 and 8.2 of Practice Note 21 of the Listing Requirements. HI Mobility to include its stock code, stock short name and ISIN code upon making the announcement on the timetable for the IPO	To be complied
(ii)	To furnish Bursa Securities with the following:	To be complied
	(a) a copy of the schedule of distribution showing compliance with the public share spread requirements based on the entire issued share capital of HI Mobility;	
	(b) a confirmation on the full compliance of the ESOS pursuant to Paragraph 6.43 of the Listing Requirements together with the disclosure on the effective date of implementation;	
	(c) a copy of the By-Laws together with a letter of compliance pursuant to Paragraph 2.12 of the Listing Requirements and a checklist showing compliance with Appendix 6E of the Listing Requirements; and	
	(d) a summary of the total number of shares listed on a quarterly basis pursuant to the ESOS as at the end of each quarter together with a detailed computation of listing fees payable.	

2.1.4 SAC

The SAC had on 10 December 2024, classified our Shares as Shariah-compliant securities based on our latest audited combined financial statements for the FYE 2024.

2. INTRODUCTION *(Cont'd)*

2.2 MORATORIUM ON OUR SHARES

In accordance with the Equity Guidelines, our Shares held by the Moratorium Providers as at the date of our Listing will be placed under moratorium. In this respect, our Shares that are subject to moratorium are set out below:

Name	As at the date of our Listing ⁽¹⁾			
	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Lim Han Weng	268,750,000	53.8	⁽²⁾ 32,400,000	6.5
Bah Kim Lian	32,400,000	6.5	⁽²⁾ 268,750,000	53.8
Total	301,150,000	60.3	301,150,000	60.3

Notes:

(1) Based on our enlarged issued Shares of 500,000,000 upon our Listing.

(2) Deemed interested by virtue of his/her spouse's direct shareholding in our Company.

The Moratorium Providers have fully accepted the moratorium. They are not allowed to sell, transfer or assign any part of their respective holding in our Shares as at the date of our Listing for a period of six months from the date of our Listing.

The above moratorium restrictions are specifically endorsed on the share certificates representing our Shares held by the Moratorium Providers which are under moratorium to ensure that our Share Registrar does not register any sale, transfer or assignment that contravenes such restrictions.

Additionally, MITI has, vide its letter dated 13 January 2025, imposed moratorium as detailed below on our Shares held by Bumi Mampan:

- (i) The moratorium applies to the entire shareholding of Bumi Mampan for a period of six months after the date of our Listing; and
- (ii) Upon the expiry of the first 6-month moratorium, the shareholding of Bumi Mampan amounting to 5.0% of our enlarged issued share capital will remain under moratorium for another period of two years and six months.

2. INTRODUCTION (Cont'd)

In this respect, Bumi Mampan's shareholding in our Company that is subject to moratorium is set out below:

Name	Year 1 after our Listing								Year 2 and year 3 after our Listing			
	Moratorium Shares during the first 6-month period				Moratorium Shares during the second 6-month period				Moratorium Shares during year 2 and year 3 after our Listing			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾
Bumi Mampan	68,850,000	13.77	-	-	25,000,000	5.00	-	-	25,000,000	5.00	-	-

Note:

(1) Based on our enlarged issued Shares of 500,000,000 upon our Listing.

Bumi Mampan has fully accepted the moratorium. It is not allowed to sell, transfer or assign any part of its holding in our Shares as at the date of our Listing pursuant to the moratorium as illustrated in the table above.

The above moratorium restrictions are specifically endorsed on the share certificates representing our Shares held by the Bumi Mampan which are under moratorium to ensure that our Share Registrar does not register any sale, transfer or assignment that contravenes such restrictions.

3. PROSPECTUS SUMMARY

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

3.1 PRINCIPAL DETAILS OF OUR IPO

3.1.1 Public Issue

Our Public Issue of 95,000,000 Issue Shares, representing 19.00% of our enlarged issued Shares, at the IPO Price, will be allocated in the following manner:

(i) Malaysian Public via balloting

10,000,000 Issue Shares, representing 2.00% of our enlarged issued Shares, will be made available for application by the Malaysian Public via balloting, of which 5,000,000 Issue Shares have been set aside for application by Bumiputera investors, which include individuals, companies, co-operatives, societies and institutions.

(ii) Eligible Persons

5,000,000 Issue Shares, representing 1.00% of our enlarged issued Shares, are reserved for application by the Eligible Persons under the Pink Form Allocation.

(iii) Bumiputera investors approved by the MITI via private placement

47,500,000 Issue Shares, representing 9.50% of our enlarged issued Shares, will be made available by way of private placement to Bumiputera investors approved by the MITI.

(iv) Institutional and selected investors via private placement

32,500,000 Issue Shares, representing 6.50% of our enlarged issued Shares, will be made available by way of private placement to institutional and selected investors.

3.1.2 Offer for Sale

The Selling Shareholder will offer 35,000,000 Offer Shares, representing 7.00% of our enlarged issued Shares, at the IPO Price, to be made available by way of private placement to institutional and selected investors.

3.1.3 ESOS Options

In conjunction with our Listing, we have established an ESOS which involves the granting of ESOS Options to our eligible Directors and employees of our Group. The ESOS will be administered by our Nomination and Remuneration Committee and governed by our By-Laws. However, we do not intend to grant any ESOS Options in conjunction with our Listing. Further details of the ESOS are set out in Section 4.2.4 of this Prospectus.

3.1.4 Moratorium on our Shares

In accordance with the Equity Guidelines, the Moratorium Providers are not allowed to sell, transfer or assign any part of their respective holding in our Shares as at the date of our Listing, for a period of six months from the date of our Listing.

Additionally, MITI has, vide its letter dated 13 January 2025, imposed moratorium as detailed below on our Shares held by Bumi Mampan:

3. PROSPECTUS SUMMARY (Cont'd)

- (i) The moratorium applies to the entire shareholding of Bumi Mampan for a period of six months after the date of our Listing; and
- (ii) Upon the expiry of the first 6-month moratorium, the shareholding of Bumi Mampan amounting to 5.0% of our enlarged issued share capital will remain under moratorium for another period of two years and six months.

Our Public Issue is expected to raise gross proceeds amounting to RM115.9 million to our Company, whilst the Offer for Sale is expected to raise gross proceeds of approximately RM42.7 million, which will accrue entirely to the Selling Shareholder. Please refer to Sections 4.2 and 2.2 of this Prospectus respectively for further details relating to our IPO and moratorium on our Shares.

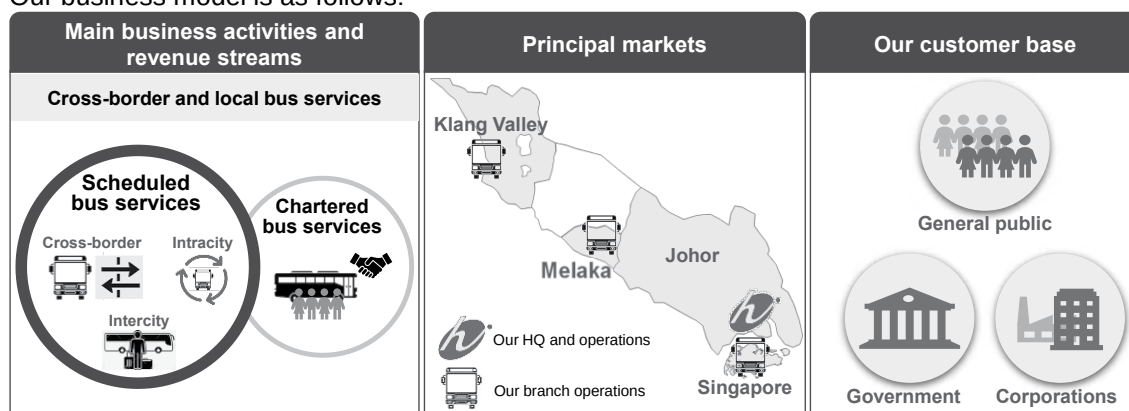
3.2 OUR BUSINESS

Our Company was incorporated in Malaysia under the Act on 12 June 2024 as a private limited company under the name of HI Mobility Sdn Bhd. On 24 October 2024, our Company was converted into a public limited company and assumed our present name.

The principal activity of our Company is investment holding, while Handal Indah, our sole subsidiary, is principally involved in the provision of bus transportation services.

Our principal markets are Peninsular Malaysia and Singapore. Our operations include our HQ and operational facilities in Johor Bahru, as well as various depots and operational facilities in Johor, Melaka, the Klang Valley and Singapore. Revenue is recognised based on the location where passengers purchase their tickets or tap-on using *ManjaLink* card, credit or bank card for payment when they board the buses.

Our business model is as follows:



Please refer to Sections 6 and 7 of this Prospectus for further details on our history, group structure and business.

3.3 COMPETITIVE STRENGTHS

Our competitive strengths are as follows:

- (i) We have an established track record of 23 years in providing scheduled and chartered bus services.
- (ii) We have two revenue streams which are derived from ticket sales to the public, and contracted and other services from government bodies and corporations.
- (iii) We have recurrent revenue streams from contracted services to provide consistent income for our business.
- (iv) We have the approvals and omnibus licences for 150 buses to provide JB-SG cross-border bus services.

3. PROSPECTUS SUMMARY *(Cont'd)*

- (v) Our business is modular and scalable supported by our OCC and depots.
- (vi) We have a strong asset base and digital infrastructure to facilitate efficient, effective and safe operations.
- (vii) We have an order book to sustain our business and provide the platform for business sustainability.
- (viii) We have an established brand for our non-contracted bus services which allows us to build on our brand equity, increase our brand awareness and foster customer loyalty.
- (ix) Our addressable markets include Johor, Melaka, the Klang Valley and Singapore to provide us with geographic diversity and a large addressable market.
- (x) We have an experienced Executive Director and Key Senior Management backed by a skilled operation team and a large pool of experienced drivers to sustain and further develop our business.

Please refer to Section 7.4 of this Prospectus for further details on our competitive strengths.

3.4 BUSINESS STRATEGIES AND FUTURE PLANS

Our business strategies and future plans are as follows:

(i) Expand vehicle fleet and depot facilities

Our investment plans for our vehicle fleet expansion include the following:

- (a) We will procure new buses, which include electric buses and ICE buses. As at the LPD, we have confirmed orders for the purchase of 55 buses which include 10 electric buses and 45 ICE buses, which is estimated to be delivered progressively by May 2025. The total cost for the purchase of these 55 buses is estimated at RM32.9 million which will be funded using internally generated funds and/or borrowings. As at the LPD, RM26.0 million has been paid.
- (b) We will continue to expand our vehicle fleet to support our business growth and to replace ageing buses. In addition, part of our Group's initiative is to transition our operations to be more environmentally sustainable by expanding our fleet of electric buses. As at the LPD, we have 53 units of electric buses. In this respect, we have allocated RM70.0 million of the IPO proceeds from our Public Issue for our fleet expansion. The type and number of buses to be procured is subject to us securing contracts by way of tenders within 24 months from the date of our Listing. Depending on the size and passenger capacity, the price for an electric bus could range from RM0.7 million to RM1.2 million, while the price for an ICE bus could range from RM0.4 million to RM0.6 million. Our Group is actively tendering for contracts for the operation of intracity and chartered bus services.

As part of our ongoing fleet expansion strategy, we plan to enhance our depot and workshop facilities by establishing additional DC charging stations to accommodate the growth of our electric bus fleet. As at the LPD, we have 20 charging stations at our depot and workshop, featuring 40 DC charging points. We have allocated RM15.0 million of the IPO proceeds from our Public Issue for setting up additional charging stations. The number of charging stations to be set up is dependent on the number of electric buses we will procure within 24 months from the date of our Listing.

(ii) Expand digital infrastructure

3. PROSPECTUS SUMMARY (Cont'd)

We remain committed to leveraging digital innovation and continually upgrading our digital infrastructure at our HQ in Johor as well as in all our buses. This includes installing and integrating a "tap-and-go" contactless ticketing system and upgrading our OCC with a data integration platform. These advancements will enable us to monitor and manage our buses in real time and conduct data analytics.

In addition, we also plan to expand our digital infrastructure to optimise fleet management through the use of AI. The estimated investment cost for this digital infrastructure expansion is RM5.0 million, which will be funded through proceeds from our IPO. We plan to commence the digital infrastructure expansion within 24 months from our listing date.

(iii) **Expand geographical network**

Part of our strategies involve expanding our geographical network to capitalise on new business opportunities. This includes securing new routes within the states and federal territories where we currently operate, as well as exploring opportunities in other states to diversify our market and drive business growth.

The expansion of resources will be contingent upon securing contracts through tenders within 24 months from our listing date and this will be funded through proceeds allocated for working capital and/or internally generated funds.

Please refer to Section 7.5 of this Prospectus for further details on our business strategies and future plans.

3.5 RISK FACTORS

An investment in our Shares involves a number of risks, many of which are beyond our control. You should carefully consider all of the information contained in this Prospectus, including all the risk factors, before deciding to invest in our Shares.

Set out below are the key risks faced by us in our business and our operations as well as other risks:

(i) **We operate within a regulated passenger transportation industry and we are dependent on our ability to retain and renew operating licences from various government bodies in the countries in which we operate.**

As at the LPD, we hold the relevant licences, permits and approvals to operate the relevant routes in Malaysia and Singapore. For the Financial Years/Period Under Review and up to the LPD, we have been able to renew or maintain our licenses, permits and approvals. However, there is no assurance that we will consistently be able to renew or maintain our licenses, permits and approvals in a timely manner, or acquire the necessary licenses, permits and approvals for new buses, new or modified routes or modified operating hours in the future. Any non-renewals of expiring licenses, permits or approvals, or failure to obtain the required new licences, permits or approvals could adversely affect our operations and financial performance.

(ii) **We are dependent on the omnibus licences and approvals by LTA for the operation of our JB-SG cross-border bus services.**

For our JB-SG cross-border bus services, we must obtain the relevant licences and approvals from LTA in Singapore. The approvals from LTA comprise, among others, approved details, the route details, stopping places, operating hours and the registration number of buses that are permitted to provide bus services on such routes. The approved buses are required to have omnibus licenses that allow them to operate the specified routes. Our business and financial performance relies on our ability to maintain the approvals and renew of our licences, and any cancellation or termination of the approvals could adversely affect our operations and financial performance.

3. PROSPECTUS SUMMARY (Cont'd)

- (iii) Our business and financial performance relies on our ability to secure contracts, maintain or renew our subsisting contracts with various government bodies for contracted intracity bus services, and we are dependent on a major government customer to provide intracity bus services**

There can be no assurance that we will be able to extend the contracts or be able to continuously secure new contracts, nor can we assure that the new contracts we secure will be commercially favourable to us in terms of profitability. If we are unable to secure new contracts from the government, our order book may be reduced over time and this will adversely affect our business sustainability and future financial performance.

Furthermore, we are dependent on one of our major customers, APAD by virtue of its revenue contribution. In the event of any reduction of contracts or suspension/termination of contracts from APAD, if not replaced promptly, would adversely affect our results of operations and financial condition.

- (iv) Our JB-SG cross-border bus services may face risk associated with the introduction of the Rapid Transit System Link (RTS Link)**

The introduction and operation of the Rapid Transit System Link (RTS Link) could pose risks to our JB-SG cross-border bus services as riders may prefer to use the RTS Link instead of our bus services. This may lead to a decrease in demand for our JB-SG cross-border bus services, adversely impacting our business operations and financial performance.

- (v) We face risks relating to labour shortages including drivers for our day-to-day bus operations**

From time to time, we face shortages of bus drivers due to various factors such as initial high entry costs for drivers to obtain vocational licences in Malaysia, preference of drivers to work in Singapore and challenges associated with the job. Any shortfall and our inability to swiftly replace or recruit new drivers could adversely impact our business operations and financial performance. Non-compliance with our bus service contracts due to driver shortages may also lead to penalties. Moreover, these shortages could hinder our ability to effectively and promptly execute expansion plans, potentially impacting our future business growth and financial outlook.

- (vi) Our profitability may be affected by unforeseen circumstances, as our ticket prices, which are subject to authority approval, and fixed fee from long-term contracts, may prove inadequate**

There are risks that the approved ticket prices may not be adequate for us to be commercially profitable, maximise our profits, pass on unforeseen increases in operational costs to riders, or drop in ridership due to unforeseen events such as the COVID-19 pandemic.

There is also a risk that when we are tendering for long-term contracts from various government bodies and corporations, we may not have adequately accounted for all capital-related and operating costs, cost increases or other unforeseen circumstances for the duration of the contracts. During the performance of our contracts, we are subjected to penalties or otherwise incur costs for failure to comply with certain terms of our contracts.

- (vii) We may be negatively affected by accidents and other operational incidents**

As a bus service provider, we face risks related to operational incidents, such as accidents causing property damage, injuries, or loss of life. These incidents could lead to negative publicity, erode public confidence, and reduce demand for our services, thereby hindering our ability to secure and retain contracts. Furthermore, such operational incidents expose us to financial risks arising from legal proceedings and potential suspension of operations. Additionally, misconduct or criminal behaviour by our employees may harm our reputation.

3. PROSPECTUS SUMMARY (Cont'd)

(viii) We may be exposed to increase in operating costs arising from movements in fuel prices and electricity costs

Our business is subject to risks arising from changes in government policy relating to removing or reducing subsidies for fuel prices for public land transportation. If we are unable to pass on any increases in fuel prices to customers either through increased ticket prices or increases in fixed fees, this would adversely affect our financial performance and results of operations.

We also planned to expand our EV facilities to cater to our planned electric bus fleet expansion. As such, there is a risk that we may not be able to recover any increases in electricity costs which may affect our financial performance in the future.

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

3.6 NON-COMPLIANCES WITH THE RELEVANT LAWS, REGULATIONS, RULES AND REQUIREMENTS GOVERNING THE CONDUCT OF THE OPERATIONS OF OUR GROUP

As at the LPD, we are not in full compliance with certain applicable laws, regulations and rules relating to some of our land and buildings and operational licences referred to in Section 7.23 of this Prospectus. Save for the costs associated with the acquisition of the Tebrau Property, renovation works and relocation expenses of RM27.5 million which will be capitalised as PPE, the total estimated cost related to the non-compliances is approximately RM0.4 million, which represents approximately 1.1% of our Group's PAT for the FYE 2024. The impact of these non-compliances to our Group, individually and collectively, are not material to our business operations and financial condition of our Group as the total estimated rectification costs, potential maximum penalties and net additional costs associated with these non-compliances of RM0.4 million represent less than 5% of our Group's PAT for the FYE 2024.

Notwithstanding that the outstanding non-compliances may remain unresolved at the time of our Listing, we will continue to make the necessary applications and/or engage with the relevant authorities even after our Listing to resolve and address the outstanding non-compliance incidents in accordance with the directions of the relevant authorities. Our management is following up closely and liaising with relevant authorities to resolve the said non-compliances in the best interest of our Company. We will update our shareholders on the status of the outstanding non-compliance incidents in our annual reports.

3.7 DIRECTORS AND KEY SENIOR MANAGEMENT

As at the date of this Prospectus, our Directors and Key Senior Management are as follows:

Name	Designation
<u>Directors</u>	
Raja Datuk Zaharaton Binti Raja Zainal Abidin	Independent Non-Executive Chairman
Bah Kim Lian	Non-Independent Non-Executive Director
Lim Chern Chuen*	Executive Director cum Chief Executive Officer
Datuk Wira Azhar Bin Abdul Hamid	Senior Independent Non-Executive Director
Ahmed Fairuz Bin Abdul Aziz	Independent Non-Executive Director
Faridah Bt Iskandar	Independent Non-Executive Director
Lim Chern Fang*	Alternate Director to Bah Kim Lian / Chief Marketing Officer
<u>Key Senior Management</u>	
Handy Santono	Head of Technology
Ng Kok Cheong	Head of Business Development
Liew Ai Ling	Head of Finance
Tee Wui Kee	Senior Manager of Operations

3. PROSPECTUS SUMMARY (Cont'd)

Name	Designation
Lim Yen Yen	Chief Commercial Officer
Ngan Kiu Ying	Head of Corporate Relations
Tee Siew Lee	Director of Human Resources
Tan Paik Wan	Head of Corporate Services
Zamri Bin Mahmud	Director of Special Projects

Note:

* *He/she is also a Key Senior Management.*

Please refer to Sections 5.2 and 5.3 of this Prospectus for further information on our Directors and Key Senior Management.

3.8 DIVIDEND POLICY

It is our Board's policy to recommend dividends to allow our shareholders to participate in the profits of our Group. Nonetheless, our Group does not have any formal dividend policy. The payment and amount of any dividends and distributions to our shareholders will be at the discretion of our Board and will depend on the following factors (which may not be exhaustive):

- (i) our level of cash, gearing and return on equity and retained earnings;
- (ii) our expected financial performance;
- (iii) our projected levels of capital expenditure and other investment plans;
- (iv) our working capital requirements; and
- (v) any contractual restrictions and/or commitments.

There is no assurance that we will be able to pay dividends or that our Board will declare dividends in the future. There can also be no assurance that future dividends declared by our Board, if any, will not differ materially from historical dividend levels. As at the LPD, save for any applicable financial covenants and the Act, and subject to the availability of distributable profits and reserves, there are no dividend restrictions imposed on us or our subsidiary.

For the Financial Years/Period Under Review, our Group declared and paid the following dividends:

	FYE 2022	FYE 2023	FYE 2024	FPE 2025
	RM'000	RM'000	RM'000	RM'000
Dividends declared	-	5,000	16,000	-
Dividends paid ⁽¹⁾	-	-	21,000	-
(LAT)/PAT	(32,045)	19,514	33,172	33,693
Dividend payout ratio ⁽²⁾ (%)	-	25.6	48.2	-

Notes:

- (1) *The dividends paid by Handal Indah to its shareholders comprises RM5.0 million (in respect of the FYE 2023) and RM16.0 million (in respect of FYE 2024). The said dividends were funded entirely from internally generated funds and paid out of the retained earnings of our Company.*
- (2) *Computed based on dividends declared divided by PAT.*

Subsequent to the Financial Years/Period Under Review, we have declared a dividend of RM9.0 million on 21 February 2025 to our existing shareholders for the FYE 2025, which was paid on 5 March 2025 and funded via internally generated funds.

Please refer to Section 12.5 of this Prospectus for further details on our dividend policy and dividends declared and/or paid to our shareholders.

3. PROSPECTUS SUMMARY (Cont'd)

3.9 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

The following table sets out the direct and indirect shareholdings of our Promoter and substantial shareholders in our Company before and after our IPO:

Name / Nationality / Country of incorporation	As at the LPD ⁽¹⁾				After the Share Split ⁽²⁾				Upon our Listing ⁽³⁾			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares (‘000)	%	No. of Shares (‘000)	%	No. of Shares (‘000)	%	No. of Shares (‘000)	%	No. of Shares (‘000)	%	No. of Shares (‘000)	%
Promoter and substantial shareholder												
Lim Han Weng / Malaysian	75,000	75.00	⁽⁴⁾ 8,000	8.00	303,750	75.00	⁽⁴⁾ 32,400	8.00	268,750	53.75	⁽⁴⁾ 32,400	6.48
Substantial shareholders												
Bah Kim Lian / Malaysian	8,000	8.00	⁽⁴⁾ 75,000	75.00	32,400	8.00	⁽⁴⁾ 303,750	75.00	32,400	6.48	⁽⁴⁾ 268,750	53.75
Bumi Mampan / Malaysia	17,000	17.00	-	-	68,850	17.00	-	-	68,850	13.77	-	-
Dato Syed Naqiz Shahabuddin Bin Syed Abdul Jabbar / Malaysian	-	-	⁽⁵⁾ 17,000	17.00	-	-	⁽⁵⁾ 68,850	17.00	-	-	⁽⁵⁾ 68,850	13.77
Mohd Azmir Bin Rahmani / Malaysian	-	-	⁽⁵⁾ 17,000	17.00	-	-	⁽⁵⁾ 68,850	17.00	-	-	⁽⁵⁾ 68,850	13.77

Notes:

- (1) Based on the total number of Shares of 100,000,000 as at the LPD.
- (2) Based on the total number of Shares of 405,000,000 after the Share Split.
- (3) Based on the enlarged issued Shares of 500,000,000 upon our Listing.
- (4) Deemed interested by virtue of the shareholdings of his/her spouse pursuant to Section 8 of the Act.
- (5) Deemed interested by virtue of their interests in Bumi Mampan pursuant to Section 8 of the Act.

Please refer to Section 5.1 of this Prospectus for further information on our Promoter and substantial shareholders.

3. PROSPECTUS SUMMARY (Cont'd)

3.10 USE OF PROCEEDS

We expect to use the gross proceeds from our Public Issue amounting to RM115.9 million in the following manner:

Description of use of proceeds	Estimated timeframe for use from the date of our Listing	Amount (RM' million)	%
Bus fleet expansion and electrification ⁽¹⁾	Within 24 months	70.0	60.4
Expansion of EV charging infrastructure ⁽²⁾	Within 24 months	15.0	12.9
Technological enhancement ⁽³⁾	Within 24 months	5.0	4.4
Working capital ⁽⁴⁾	Within 24 months	17.9	15.4
Defraying fees and expenses in relation to our IPO and Listing ⁽⁵⁾	Within 6 months	8.0	6.9
	Total	115.9	100.0

Notes:

- (1) Involves the acquisition of electric buses and ICE buses.
- (2) Involves the installation of charging stations at our Group's depots and selected bus routes in conjunction with the acquisition of electric buses.
- (3) Comprises cost of purchasing and installing hardware, integrating artificial intelligence with custom software applications to enhance vehicle monitoring and driver management, as well as expanding the digital infrastructure to facilitate data collection for analytics.
- (4) Comprises operating expenses related to the expansion of bus fleet, including, among others, the expansion of driver pool and operational support personnel, as well as other incidental costs such as bus maintenance and insurance costs.
- (5) Comprises professional fees, fees payable to authorities, brokerage, underwriting and placement fees, as well as other miscellaneous expenses in relation to our IPO and Listing.

Please refer to Section 4.6 of this Prospectus for detailed information relating to the use of proceeds arising from our Public Issue.

3.11 FINANCIAL AND OPERATIONAL HIGHLIGHTS

The following table sets out our selected historical combined financial information for the Financial Years/Period Under Review:

	Audited			Unaudited	Audited
	FYE 2022	FYE 2023	FYE 2024	FPE 2024	FPE 2025
	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue	31,468	119,632	207,713	147,680	204,267
Direct operating costs	(36,154)	(86,676)	(144,337)	(102,645)	(146,533)
(GL)/GP	(4,686)	32,956	63,376	45,035	57,734

3. PROSPECTUS SUMMARY (Cont'd)

	Audited			Unaudited	Audited
	FYE 2022	FYE 2023	FYE 2024	FPE 2024	FPE 2025
	RM'000	RM'000	RM'000	RM'000	RM'000
Other operating income	3,376	3,224	5,157	4,078	2,341
Net loss on impairment of receivables	(22,619)	-	(751)	-	(488)
Distribution and other operating expenses	(569)	(1,421)	(3,699)	(2,446)	(1,737)
Administrative expenses	(8,619)	(9,414)	(14,205)	(9,081)	(15,066)
Operating (loss)/profit	(33,117)	25,345	49,878	37,586	42,784
Finance costs	(1,673)	(3,020)	(4,732)	(3,582)	(5,345)
(LBT)/PBT	(34,790)	22,325	45,146	34,004	37,439
Taxation	2,745	(2,811)	(11,974)	(9,799)	(3,746)
(LAT)/PAT⁽¹⁾	(32,045)	19,514	33,172	24,205	33,693
Foreign exchange translations	348	537	1,423	1,160	(2,459)
Total comprehensive (loss)/income	(31,697)	20,051	34,595	25,365	31,234

Other selected financial data

	FYE 2022	FYE 2023	FYE 2024	FPE 2024	FPE 2025
(GL)/GP margin (%) ⁽²⁾	(14.9)	27.5	30.5	30.5	28.3
(LBT)/PBT margin (%) ⁽³⁾	(110.6)	18.7	21.7	23.0	18.3
(LAT)/PAT margin (%) ⁽⁴⁾	(101.8)	16.3	16.0	16.4	16.5
EBITDA (RM'000) ⁽⁵⁾	(21,444)	36,552	65,794	48,470	57,712
EBITDA margin (%) ⁽⁶⁾	(68.1)	30.6	31.7	32.8	28.3
Basic and diluted EPS (sen) ⁽⁷⁾	(6.41)	3.90	6.63	4.84	6.74

Notes:

- (1) All of our (LAT)/PAT is wholly attributable to the owners of our Company as we do not have any non-controlling interest.
- (2) Computed based on (GL)/GP over revenue.
- (3) Computed based on (LBT)/PBT over revenue.
- (4) Computed based on (LAT)/PAT over revenue.
- (5) EBITDA is calculated as (LAT)/PAT add (i) taxation; (ii) finance costs; and (iii) depreciation and amortisation, less (iv) interest income.
- (6) Computed based on EBITDA over revenue.
- (7) Computed based on (LAT)/PAT attributable to equity holders of HI Mobility over our enlarged issued Shares of 500,000,000 upon Listing.

Please refer to Section 12 of this Prospectus for further details on the financial information relating to our Group.

4. DETAILS OF OUR IPO

4.1 INDICATIVE TIMETABLE

The following events are intended to take place on the following indicative time and/or date:

Events	Time and/or date
Issuance of the Prospectus / Opening of the application for our IPO Shares	10.00 a.m., 7 March 2025
Closing of the application for our IPO Shares	5.00 p.m., 19 March 2025
Balloting of the application for our IPO Shares	21 March 2025
Allotment / Transfer of our IPO Shares to successful applicants	27 March 2025
Listing	28 March 2025

In the event there is any change to the timetable, we will announce and advertise the notice of changes on Bursa Securities' website and in widely circulated English and Bahasa Malaysia daily newspapers within Malaysia, respectively.

4.2 PARTICULARS OF OUR IPO AND PLAN OF DISTRIBUTION

Our IPO is subject to the terms and conditions of this Prospectus. Upon acceptance, our IPO Shares are expected to be allocated or transferred in the manner described below, subject to the clawback and reallocation provisions as set out in Section 4.2.3 of this Prospectus.

Our IPO consists of the Public Issue and the Offer for Sale, totalling 130,000,000 IPO Shares, representing 26.00% of our enlarged issued Shares.

4.2.1 Public Issue

Our Public Issue of 95,000,000 Issue Shares, representing 19.00% of our enlarged issued Shares, at the IPO Price, will be allocated in the following manner:

4.2.1.1 Malaysian Public via balloting

10,000,000 Issue Shares, representing 2.00% of our enlarged issued Shares, will be made available for application by the Malaysian Public via balloting, of which 5,000,000 Issue Shares have been set aside for application by Bumiputera investors, which include individuals, companies, co-operatives, societies and institutions.

4.2.1.2 Eligible Persons

5,000,000 Issue Shares, representing 1.00% of our enlarged issued Shares, are reserved for application by the Eligible Persons under the Pink Form Allocation as follows:

Category of Eligible Persons	No. of Eligible Persons	Aggregate no. of Issue Shares allocated
Eligible employees of our Group ⁽¹⁾	1,380	3,800,000
Persons who have contributed to the success of our Group ⁽²⁾	350	1,200,000
Total	1,730	5,000,000

4. DETAILS OF OUR IPO (Cont'd)

Notes:

- (1) *The allocation of our Issue Shares to the eligible employees of our Group is to be made to full-time confirmed employees of our Group based on, among others, job grade, length of service, performance and past contributions to our Group. A total of 615,000 Issue Shares have been allocated to the Key Senior Management, save for Lim Chern Chuen and Lim Chern Fang.*
- (2) *The criteria for the allocation of our Issue Shares to persons who have contributed to the success of our Group are based on, among others, their length of business relationship with our Group and their contribution to the success of our Group.*

Our Directors have opted not to participate in the Pink Form Allocation.

4.2.1.3 Bumiputera investors approved by the MITI via private placement

47,500,000 Issue Shares, representing 9.50% of our enlarged issued Shares, will be made available by way of private placement to Bumiputera investors approved by the MITI.

4.2.1.4 Institutional and selected investors via private placement

32,500,000 Issue Shares, representing 6.50% of our enlarged issued Shares, will be made available by way of private placement to institutional and selected investors.

4.2.2 Offer for Sale

The Selling Shareholder will offer 35,000,000 Offer Shares, representing 7.00% of our enlarged issued Shares, at the IPO Price, to be made available by way of private placement to institutional and selected investors.

4. DETAILS OF OUR IPO (Cont'd)

In summary, subject to the clawback and reallocation provisions as set out in Section 4.2.3 of this Prospectus, our IPO Shares will be allocated in the following manner:

Category	Offer for Sale		Public Issue		Total ⁽¹⁾	
	No. of Shares	% of enlarged issued Shares	No. of Shares	% of enlarged issued Shares	No. of Shares	% of enlarged issued Shares
Retail Offering:						
Malaysian Public (via balloting):						
- Bumiputera	-	-	5,000,000	1.00	5,000,000	1.00
- Non-Bumiputera	-	-	5,000,000	1.00	5,000,000	1.00
Eligible Persons:						
- Eligible employees of our Group	-	-	3,800,000	0.76	3,800,000	0.76
- Persons who have contributed to the success of our Group	-	-	1,200,000	0.24	1,200,000	0.24
Sub-total	-	-	15,000,000	3.00	15,000,000	3.00
Institutional Offering:						
- Bumiputera investors approved by the MITI	-	-	47,500,000	9.50	47,500,000	9.50
- Institutional and selected investors	35,000,000	7.00	32,500,000	6.50	67,500,000	13.50
Total	35,000,000	7.00	95,000,000	19.00	130,000,000	26.00

Note:

(1) Based on our enlarged issued Shares of 500,000,000 after our IPO.

4. DETAILS OF OUR IPO (Cont'd)

The Retail Offering will be fully underwritten while the Institutional Offering will not be underwritten. Irrevocable undertakings will be obtained from investors for our IPO Shares made available under the Institutional Offering.

4.2.3 Clawback and reallocation

The Retail Offering and Institutional Offering will be subject to the following clawback and reallocation provisions:

- (i) if our Issue Shares allocated to the Eligible Persons are under-subscribed, such Issue Shares may be reallocated to the other institutional and selected investors under the Institutional Offering or the Malaysian Public under the Retail Offering or a combination of both, at the discretion of the Sole Placement Agent and us;
- (ii) if our IPO Shares allocated to Bumiputera investors approved by the MITI (“**MITI Tranche**”) are under-subscribed, such IPO Shares will be reallocated to Bumiputera public investors under the Retail Offering via balloting process.

If after the above reallocation, the MITI Tranche is still not fully taken up by Bumiputera public investors, and there is a corresponding over-subscription for our IPO Shares by non-Bumiputera investors under the Institutional Offering and Retail Offering, our IPO Shares will be clawed back from the MITI Tranche and allocated firstly, to the Malaysian institutional investors under the Institutional Offering, and thereafter to the selected investors under the Institutional Offering, and subsequently to the other Malaysian Public under the Retail Offering;

- (iii) subject to items (i) and (ii) above, if there is an over-subscription in the Retail Offering and an under-subscription in the Institutional Offering, our IPO Shares may be clawed back from the Institutional Offering and reallocated to the Retail Offering; and
- (iv) subject to item (i) above, if there is an over-subscription in the Institutional Offering and an under-subscription in the Retail Offering, our Issue Shares may be clawed back from the Retail Offering and reallocated to the Institutional Offering.

There will be no clawback and reallocation if there is an over-subscription or under-subscription in both the Institutional Offering and the Retail Offering or an under-subscription in either the Institutional Offering or the Retail Offering but no over-subscription in the other.

Any Issue Shares not taken up by any of the Eligible Persons (“**Excess Shares**”) will be made available for application by the other Eligible Persons who have applied for the Excess Shares on top of their pre-determined allocation. Such Excess Shares will be allocated to the other Eligible Persons on a fair and equitable basis in the following priority:

- (a) firstly, allocation on a pro-rata basis to eligible employees of our Group who have applied for Excess Shares based on the number of Excess Shares applied for;
- (b) secondly, allocation of any surplus Excess Shares after item (a) above on a pro-rata basis to persons who have contributed to the success of our Group who have applied for Excess Shares based on the number of Excess Shares applied for; and
- (c) thirdly, to minimise odd lots.

4. DETAILS OF OUR IPO (Cont'd)

Our Board reserves the right to allot Excess Shares applied for in such manner as it may deem fit and expedient in the best interest of our Company, subject always to such allocation being made on a fair and equitable basis, and that the intention of our Board as set out in items (a) to (c) above is achieved. Our Board also reserves the right to accept or reject any Excess Shares application, in full or in part, without assigning any reason.

Once completed, the steps involving items (a) to (c) above will not be repeated. Should there be any balance of Excess Shares thereafter, such balance will be made available for clawback and reallocation as described in item (i) above. Any Issue Shares under the Retail Offering not applied for after being subject to the clawback and reallocation provisions above shall be underwritten by the Sole Underwriter.

As at the LPD, to the best of our knowledge and belief:

- (i) none of our substantial shareholders, Directors or Key Senior Management who have indicated that they intend to subscribe for our IPO Shares, save for our IPO Shares made available for application under the Pink Form Allocation; and
- (ii) there is no person who intends to subscribe for more than 5.00% of our IPO Shares.

4.2.4 ESOS

In conjunction with our Listing, we have established an ESOS which involves the granting of ESOS Options to our eligible Directors and employees of our Group.

The ESOS will be administered by our Nomination and Remuneration Committee and governed by the By-Laws. The salient features of the ESOS are as follows:

(i) Maximum number of new Shares available under the ESOS

The total number of new Shares which may be made available under the ESOS shall not exceed in aggregate 10.00% ("**Maximum Limit**") of the total number of issued Shares (excluding treasury shares, if any) at any one time during the duration of the ESOS.

The Maximum Limit upon our Listing is 50,000,000 ESOS Options, representing 10.00% of the total number of issued Shares (excluding treasury shares, if any).

(ii) Basis of allocation and maximum allowable allocation

Subject to any adjustments as may be made under the By-Laws, the aggregate number of new Shares which may be offered to our eligible Directors and employees of our Group shall be at the discretion of the Nomination and Remuneration Committee, subject to the following:

4. DETAILS OF OUR IPO (Cont'd)

- (a) the aggregate number of new Shares to be issued pursuant to the exercise of the ESOS Options shall not exceed the Maximum Limit. In the event the maximum number of Shares which may be granted under the ESOS exceeds the Maximum Limit as a result of our Company (excluding treasury shares, if any) purchasing our own Shares in accordance with the provisions of the Act or undertaking any corporate proposal(s) and thereby diminishing the total number of issued Shares (excluding treasury shares, if any), then such ESOS Options granted prior to the adjustment of the number of issued Shares (excluding treasury shares, if any) shall remain valid and exercisable in accordance with the By-Laws. However, in such a situation, our Nomination and Remuneration Committee shall not make any further ESOS offer unless the total number of Shares to be issued under the ESOS falls below 10.00% of the total number of issued Shares (excluding treasury shares, if any) at any point of time during the duration of the ESOS after such adjustment;
- (b) any offer, allocation of ESOS Options and the related allotment of Shares to any eligible Directors, major shareholders or the chief executive officer of our Company and any person connected with them shall require prior approval of the shareholders of our Company in a general meeting, and they shall not vote on the resolution approving their respective offer, allocation and allotment;
- (c) the eligible Directors and employees of our Group who are also members of the Nomination and Remuneration Committee shall not be allowed to participate in the deliberation or discussion of their respective allocation of ESOS Options and/or allocation of ESOS Options to persons connected with them under the ESOS;
- (d) not more than 10.00% of the Shares available under the ESOS shall be allocated to any eligible Director or employee of our Group, who, either singly or collectively through the persons connected with them, holds 20.00% or more of the total number of issued Shares (excluding treasury shares, if any); and
- (e) any performance target to be achieved before the ESOS Options can be granted and/or exercised by an eligible Director or employee shall be determined by the Nomination and Remuneration Committee.

The basis of determining the aggregate number of the Shares that may be offered to our eligible Directors and employees of our Group shall be at the sole and absolute discretion of the Nomination and Remuneration Committee after taking into consideration, among others, the position, performance, contributions, length of service, fulfilment of the eligibility criteria as referred to in the By-Laws or such other matters which the Nomination and Remuneration Committee may in its sole and absolute discretion deem fit.

(iii) Duration

The ESOS shall be in force for a period of 10 years commencing from the effective date.

4. DETAILS OF OUR IPO (Cont'd)

(iv) Eligibility

The Director or employee of any company within our Group which is not dormant, shall be eligible for participation in the ESOS if at the date of offer is made in writing by the Nomination and Remuneration Committee to him ("**Offer Date**"), he:

- (a) has attained 18 years of age;
- (b) is not an undischarged bankrupt nor subject to any bankruptcy proceedings;
- (c) on a full time basis and is on the payroll of any company within our Group and his/her employment has been confirmed by any company within our Group;
- (d) serving in a specific designation under an employment contract with any company of our Group for a continuous fixed duration of at least one year (which shall include any probation period) and may, if the Nomination and Remuneration Committee deems fit, to include contract staff hired for a period of one year or more for any purposes or specific requirements of our Group; and
- (e) has fulfilled any other criteria as may be imposed by the Nomination and Remuneration Committee from time to time,

provided always that the selection of any eligible Director and/or employee of our Group for participation in the ESOS shall be at the sole and absolute discretion of the Nomination and Remuneration Committee, and the decision of the Nomination and Remuneration Committee shall be final and binding.

(v) Exercise price

The exercise price of any ESOS Option which is made subsequent to our Listing, as determined by the Nomination and Remuneration Committee shall be based on the 5-day volume weighted average market price of our Shares immediately preceding the date of the ESOS Option, with a discount of not more than 10.00%, if deemed appropriate, or such other percentage of discount as may be permitted by any prevailing guidelines issued by Bursa Securities or any other relevant authorities as amended from time to time during the option period.

However, we do not intend to grant any ESOS Options in conjunction with our Listing.

4.2.5 Share capital

Upon completion of our IPO, our share capital will be as follows:

Share capital	No. of Shares	RM'000
After the Share Split	405,000,000	100,000
To be issued under the Public Issue	95,000,000	⁽¹⁾ 113,700
Enlarged number of issued Shares and share capital upon Listing	500,000,000	213,700

Note:

- (1) Calculated based on our IPO Price and after deducting the estimated listing expenses of RM2.2 million which is directly attributable to the Public Issue and allowed to be debited against our share capital.

4. DETAILS OF OUR IPO (Cont'd)

The Offer for Sale would not have any effect on our issued share capital as the Offer Shares are already in existence prior to our IPO.

4.2.6 Classes of shares and ranking

As at the date of this Prospectus, we only have one class of shares, being ordinary shares.

The Issue Shares will, upon allotment and issuance, rank equally in all respects with our existing issued Shares including voting rights, and will be entitled to all rights, dividends and other distributions that may be declared subsequent to the date of allotment of the Issue Shares, subject to any applicable Rules of Bursa Depository.

The Offer Shares rank equally in all respects with our other existing issued Shares including voting rights, and will be entitled to all rights, dividends and other distributions that may be declared subsequent to the date of transfer of the Offer Shares, subject to any applicable Rules of Bursa Depository.

Subject to any special rights attached to any Shares we may issue in the future, our shareholders will, in proportion to the amount paid on the Shares held by them, be entitled to share the profits paid out by us in the form of dividends and other distributions. Similarly, if our Company is liquidated, our shareholders will 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.

At every general meeting of our Company, each of our shareholders will be entitled to vote in person, by proxy, by attorney or by other duly authorised representative. Any resolution set out in the notice of any general meeting, or in any notice of resolution which may properly be moved and is intended to be moved at any general meeting is voted by poll. On a poll, each shareholder present either in person, by proxy, by attorney or by other duly authorised representative will have one vote for each Share held or represented. A proxy may but need not be a member of our Company.

4.2.7 Minimum subscription level

There is no minimum subscription level in terms of proceeds to be raised from our IPO. However, in order to comply with the public shareholding spread requirement under the Listing Requirements, the minimum subscription level in terms of the number of IPO Shares will be the number of Shares required to be held by the public shareholders of our Company to comply with the minimum public shareholding spread requirement under the Listing Requirements or as approved by Bursa Securities.

Under the Listing Requirements, we are required to have a minimum of 25.00% of our Shares held by at least 1,000 public shareholders, each holding not less than 100 Shares at the point of our Listing.

If the above requirement is not met, we may not be able to proceed with our Listing. Please refer to Section 9.3.4 of this Prospectus for details in the event there is a delay in or termination of our Listing.

4. DETAILS OF OUR IPO (Cont'd)

4.3 SELLING SHAREHOLDER

The Offer Shares to be offered by the Selling Shareholder and his direct shareholding in our Company before and after our IPO and his material relationship with our Group within the Financial Years/Period Under Review and up to the LPD are as follows:

Selling Shareholder	Material relationship with our Group	After the Share Split		Shares to be offered under the Offer for Sale		After our IPO	
		No. of Shares	(%) ⁽¹⁾	No. of Shares	(%) ⁽²⁾	No. of Shares	(%) ⁽²⁾
Lim Han Weng	Promoter and substantial shareholder	303,750,000	75.00	35,000,000	7.00	268,750,000	53.75

Notes:

(1) Based on our enlarged issued Shares of 405,000,000 after the Share Split.

(2) Based on our enlarged issued Shares of 500,000,000 after our IPO.

4. DETAILS OF OUR IPO (Cont'd)

4.4 BASIS OF ARRIVING AT THE IPO PRICE

4.4.1 IPO Price

The IPO Price was determined and agreed upon between our Directors and the Selling Shareholder in consultation with our Principal Adviser, Sole Underwriter and Sole Placement Agent after taking into consideration the following factors:

- (i) PE Multiple of approximately 18.4 times based on our EPS of 6.63 sen after taking into account our PATAMI of RM33.2 million for the FYE 2024 and our enlarged issued Shares of 500,000,000 upon our Listing;
- (ii) pro forma consolidated NA per Share of RM0.44 as at 31 October 2024 after our IPO based on our enlarged issued Shares of 500,000,000 upon our Listing;
- (iii) our competitive strengths, as follows:
 - (a) we have an established track record of 23 years in providing scheduled and chartered bus services;
 - (b) we have two revenue streams which are derived from ticket sales to the public, and contracted and other services from government bodies and corporations;
 - (c) we have recurrent revenue streams from contracted services to provide consistent income for our business;
 - (d) we have the approvals and omnibus licences for 150 buses to provide JB-SG cross-border bus services;
 - (e) our business is modular and scalable supported by our OCC and depot;
 - (f) we have a strong asset base and digital infrastructure to facilitate efficient, effective and safe operations;
 - (g) we have an order book to sustain our business and provide the platform for business sustainability;
 - (h) we have an established brand for our non-contracted bus services which allows us to build on our brand equity, increase our brand awareness and foster customer loyalty;
 - (i) our addressable markets include Johor, Melaka, the Klang Valley and Singapore to provide us with geographic diversity and a large addressable market; and
 - (j) we have an experienced Executive Director and Key Senior Management backed by a skilled operation team and a large pool of experienced drivers to sustain and further develop our business;
- (iv) our business strategies and future plans, as follows:
 - (a) expand vehicle fleet and depot facilities;
 - (b) expand digital infrastructure; and
 - (c) expand geographical network;

4. DETAILS OF OUR IPO (Cont'd)

- (v) outlook of the bus transportation industry, as described in Section 8 of this Prospectus; and
- (vi) prevailing market conditions, including market performance of key global indices and companies involved in similar businesses listed on regional stock exchanges, current market trends as well as investors' sentiments.

4.4.2 Expected market capitalisation

Based on the IPO Price, the total market capitalisation of our Company upon our Listing would be approximately RM610.0 million.

You should note that the market price of our Shares upon our Listing is subject to the vagaries of market forces and other uncertainties. You are reminded to carefully consider the risk factors as set out in Section 9 of this Prospectus.

4.5 DILUTION

4.5.1 NA per Share

Dilution is the amount by which our pro forma consolidated NA per Share after our IPO is less than the IPO Price.

Our pro forma consolidated NA per Share as at 31 October 2024 after adjusting for the dividend of RM9.0 million in respect of the FYE 2025 which is declared on 21 February 2025 and paid out on 5 March 2025 ("**Subsequent Event**") and the Share Split but before adjusting for our IPO was RM0.28, based on 405,000,000 Shares in issue following the Share Split.

After taking into account our enlarged issued Shares from the issuance of 95,000,000 Issue Shares, the Subsequent Event, the Share Split and after adjusting for the use of proceeds from the Public Issue, our pro forma consolidated NA per Share as at 31 October 2024 would be RM0.44. This represents an immediate increase in consolidated NA per Share of RM0.16 to our existing shareholders and an immediate dilution in NA per Share of RM0.78 representing 63.9% of the IPO Price.

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

	RM
IPO Price	1.22
Pro forma consolidated NA per Share as at 31 October 2024, after the Subsequent Event, the Share Split and before adjusting for our IPO	0.28
Pro forma consolidated NA per Share as at 31 October 2024, after the Subsequent Event, the Share Split and after adjusting for the use of proceeds from the Public Issue	0.44
Increase in pro forma consolidated NA per Share to our existing shareholders	0.16
Dilution in pro forma consolidated NA per Share to retail / institutional and selected investors	0.78
Dilution in pro forma consolidated NA per Share to retail / institutional and selected investors as a percentage to the IPO Price	63.9%

4. DETAILS OF OUR IPO (Cont'd)

4.5.2 Effective cost per Share

Save as disclosed below, none of our substantial shareholders, Directors, Key Senior Management or persons connected to them had acquired, obtained the right to acquire and/or subscribe for our Shares in the Financial Years/Period Under Review and up to the LPD:

Name	Date of investment	No. of Shares allotted/ acquired	Total consideration (RM)	Effective cost per Share prior to the Share Split (RM)	No. of Shares after the Share Split	Effective cost per Share after the Share Split (RM)
<u>Promoter and substantial shareholder</u>						
	12 June 2024	⁽¹⁾ 800	800	1.00		
Lim Han Weng	23 July 2024	⁽²⁾ 63,999,200	63,999,200	1.00		
	23 July 2024	⁽³⁾ 11,000,000	11,000,000	1.00		
	Total	75,000,000	75,000,000	1.00	303,750,000	0.25
<u>Director and substantial shareholder</u>						
	12 June 2024	⁽¹⁾ 100	100	1.00		
Bah Kim Lian	23 July 2024	⁽²⁾ 7,999,900	7,999,900	1.00		
	Total	8,000,000	8,000,000	1.00	32,400,000	0.25
<u>Substantial shareholder</u>						
	12 June 2024	⁽¹⁾ 100	100	1.00		
Bumi Mampan	23 July 2024	⁽²⁾ 7,999,900	7,999,900	1.00		
	23 July 2024	⁽³⁾ 9,000,000	9,000,000	1.00		
	Total	17,000,000	17,000,000	1.00	68,850,000	0.25

Notes:

- (1) Being the subscribers' Shares allotted and issued pursuant to the incorporation of HI Mobility.
- (2) Being new Shares allotted and issued pursuant to the Acquisition of Handal Indah.
- (3) Being new Shares allotted and issued pursuant to the Subscription of New Shares.

4. DETAILS OF OUR IPO (Cont'd)

4.6 USE OF PROCEEDS

We expect to use the gross proceeds from the Public Issue amounting to RM115.9 million in the following manner:

Description of use of proceeds	Estimated timeframe for use from the date of our Listing	Amount (RM million)	%
Bus fleet expansion and electrification ⁽¹⁾	Within 24 months	70.0	60.4
Expansion of EV charging infrastructure ⁽²⁾	Within 24 months	15.0	12.9
Technological enhancement ⁽³⁾	Within 24 months	5.0	4.4
Working capital ⁽⁴⁾	Within 24 months	17.9	15.4
Defraying fees and expenses in relation to our IPO and Listing ⁽⁵⁾	Within 6 months	8.0	6.9
	Total	115.9	100.0

Notes:

- (1) Involves the acquisition of electric buses and ICE buses.
- (2) Involves the installation of charging stations at our Group's depots and selected bus routes in conjunction with the acquisition of electric buses.
- (3) Comprises cost of purchasing and installing hardware, integrating artificial intelligence with custom software applications to enhance vehicle monitoring and driver management, as well as expanding the digital infrastructure to facilitate data collection for analytics.
- (4) Comprises operating expenses related to the expansion of bus fleet, including, among others, the expansion of driver pool and operational support personnel, as well as other incidental costs such as bus maintenance and insurance costs.
- (5) Comprises professional fees, fees payable to authorities, brokerage, underwriting and placement fees, as well as other miscellaneous expenses in relation to our IPO and Listing.

Further details on the use of proceeds from the Public Issue are as follows:

4.6.1 Bus fleet expansion and electrification

We intend to allocate RM70.0 million or 60.4% of the gross proceeds from the Public Issue for our bus fleet expansion and electrification, mainly for the scheduled bus services segment, which includes cross-border services, intracity services and intercity services. In line with Malaysia's National Energy Policy 2022-2040 which aims to increase the share of electric vehicles to 38% by 2040, as well as the National Energy Transition Roadmap ("NETR") which targets a 40% public transport modal share by 2040 and 60% by 2050 (Source: IMR Report), we are actively embracing sustainable bus transportation by incorporating electric buses into our fleet to support our business growth as well as to replace ageing buses. Our strategies to expand our fleet of electric buses is to support our Group's initiative to embrace an environmentally sustainable bus transportation. In addition, we plan to replace ageing buses to meet the fleet age requirements depending on contracts. As at the LPD, we operate 630 ICE buses and 53 electric buses.

4. DETAILS OF OUR IPO (Cont'd)

The exact number of electric buses and ICE buses to be acquired has yet to be determined at this juncture as it depends on the specifications of the buses stipulated in the future contracts to be secured. The buses to be acquired will include approximately 40% of electric buses and 60% of ICE buses, depending on our deployment plan and the future contracts to be secured. Depending on the specifications of the scope, size and passenger capacity, the price for an electric bus ranges from RM0.7 million to RM1.2 million, while the price for an ICE bus ranges from RM0.4 million to RM0.6 million. We will purchase the buses from authorised distributors in Malaysia. For information, one of the benefits of electric buses over ICE buses is that the maintenance cost is expected to be generally lower, as electric buses have fewer mechanical components, higher uptime, and more predictive maintenance capabilities.

Our Group is actively tendering for contracts for the operation of intracity and chartered bus services. The average time taken from placing a purchase order to the delivery of new buses is approximately 6 months. The proceeds allocated for our bus fleet expansion and electrification might not be used all at once, as we might procure buses in batches in terms of timing and quantity as and when future contracts are secured.

Please refer to Section 7.5.2 of this Prospectus for further details on the expansion and electrification of our bus fleet.

In the event that the expansion and acquisition cost is incurred before the receipt of the proceeds from the Public Issue, the proceeds of the Public Issue will be used to replenish internally generated funds or bank borrowings utilised for the expansion and acquisition cost. If the actual proceeds are lower than budgeted above, any shortfall will be funded using our internally generated funds and/or bank borrowings. Conversely, any excess funds not utilised for this purpose will be used for our working capital.

4.6.2 Expansion of EV charging infrastructure

We intend to allocate RM15.0 million or 12.9% of the gross proceeds from the Public Issue for the expansion of our EV charging infrastructure. As we are actively embracing sustainable bus transportation by incorporating electric buses into our fleet, we plan to enhance our depot facilities by establishing additional EV charging stations to accommodate the growth of our electric bus fleet as well as to support the future contracts to be secured by way of tenders within 24 months from the date of our Listing.

The cost for the expansion of our EV charging infrastructure primarily comprises the upgrade cost of the electricity supply from Tenaga Nasional Berhad, upgrade cost of main switch board room and purchase cost of EV chargers. We have estimated the cost for the expansion of our EV charging infrastructure based on historical cost of establishing our existing EV charging stations in our EV Bus Depot.

Please refer to Section 7.5.2 of this Prospectus for further details on the expansion of our EV charging infrastructure.

At this juncture, the estimated expansion cost is RM15.0 million which is intended to be fully funded using the proceeds of the Public Issue. However, should the actual cost to be incurred be higher than RM15.0 million, the additional cost will be funded by internally generated funds and/or bank borrowings. In the event that the expansion cost is incurred before the receipt of the proceeds from the Public Issue, the proceeds of the Public Issue will be used to replenish internally generated funds or bank borrowings incurred for the expansion cost. If the actual proceeds are lower than budgeted above, any shortfall will be funded using our internally generated funds and/or bank borrowings. Conversely, any excess funds not utilised for this purpose will be used for our working capital.

4. DETAILS OF OUR IPO (Cont'd)

4.6.3 Technological enhancement

We intend to allocate RM5.0 million or 4.4% of the gross proceeds from the Public Issue for technological enhancement by upgrading our digital infrastructure of the OCC at our HQ in Johor as well as in all our buses. Our technological enhancement plan includes the following:

- (i) Purchase and installing hardware such as network equipment, cameras, sensors, and lighting on our buses, which will improve the monitoring and managing of our buses in real time; and
- (ii) Integrating artificial intelligence such as machine learning and facial recognition to monitor our bus drivers through custom software applications, which will facilitate data collection for analytics, enabling us to identify trends, understand driver behaviour patterns, and implement data-driven training to enhance driver performance, well-being, and safety.

Please refer to Section 7.5.3 of this Prospectus for further details on technological enhancement.

As at the LPD, no amount has been incurred towards technological enhancement. In the event that the enhancement cost is incurred before the receipt of the proceeds from the Public Issue, the proceeds of the Public Issue will be used to replenish internally generated funds incurred for the enhancement cost. If the actual proceeds are lower than budgeted above, any shortfall will be funded using our internally generated funds. Conversely, any excess funds not utilised for this purpose will be used for our working capital.

4.6.4 Working capital

We intend to allocate RM17.9 million or 15.4% of the gross proceeds from the Public Issue to fund the working capital requirements of our Group. Our strategies to expand our geographical network to capitalize on new business opportunities would require an increase in our working capital requirement. Please refer to Section 7.5.4 of this Prospectus for further details on the expansion of our geographical network.

Working capital will be used for operating expenses related to the expansion of bus fleet, including the expansion of driver pool and operational support personnel, as well as other incidental costs such as bus maintenance and insurance. The breakdown of such utilisation has not yet been determined and will depend on the operating and funding requirements at the time of utilisation. Notwithstanding this, and on best estimate basis, the percentage allocation of the proceeds is as follows:

	RM million	%
Operating expenses to be incurred in relation to the expansion of the bus fleet (i.e. expansion of driver pool and operational support personnel)	12.9	72.1
Incidental costs to be incurred in relation to the management of the bus fleet (i.e. maintenance and insurance)	5.0	27.9
Total	17.9	100.0

This working capital allocation is expected to enhance our Group's liquidity and cash flow position and to reduce our reliance on external financing.

4. DETAILS OF OUR IPO (Cont'd)**4.6.5 Defraying fees and expenses in relation to our IPO and Listing**

The estimated fees and expenses for our IPO and Listing to be borne by us are RM8.0 million or 6.9% of the gross proceeds from the Public Issue, comprising the following:

	RM million	%
Professional fees ⁽¹⁾	3.9	48.6
Fees payable to authorities ⁽²⁾	0.5	6.1
Brokerage fee, underwriting commission and placement fees	2.2	27.5
Other fees and expenses such as printing, advertising, travel and roadshow expenses, miscellaneous expenses and contingencies	1.4	17.8
Total	8.0	100.0

Notes:

(1) *This includes professional fees for, among others, the Principal Adviser, legal advisers, Reporting Accountants, company secretaries, Independent Business and Market Research Consultants, Internal Control Consultant, Issuing House and Share Registrar.*

(2) *This includes fees payable to the SC and Bursa Securities.*

If the actual fees and expenses for our IPO and Listing are higher than budgeted, the shortfall will be funded out of the portion allocated for our working capital. On the other hand, if the actual fees and expenses are lower than budgeted, the difference will be used to fund our working capital.

If the actual proceeds are higher than budgeted above, the excess will be used for our working capital requirements. Conversely, if the actual proceeds are lower than budgeted above, the proceeds allocated for our working capital will be reduced.

Given the timing of the use of proceeds to be raised from the Public Issue may not be immediate and as part of our efficient capital management to maximise profit income, we intend to place the proceeds raised from the Public Issue or any balance (including accrued profit, if any) in the interest-bearing accounts with the licensed financial institution(s) and/or in money-market deposit instruments/funds.

Our Company will not receive any proceeds from the Offer for Sale. The total gross proceeds from the Offer for Sale of RM42.7 million will accrue entirely to the Selling Shareholder. The Selling Shareholder will bear placement fees in relation to the Offer for Sale which is expected to be approximately RM0.4 million.

4. DETAILS OF OUR IPO (Cont'd)**4.7 BROKERAGE FEE, UNDERWRITING COMMISSION AND PLACEMENT FEE****4.7.1 Brokerage Fee**

We will pay brokerage in respect of our Issue Shares under the Retail Offering at the rate of 1.0% (exclusive of applicable tax) of the IPO Price in respect of all successful applications which bear the stamp of either the participating organisations of Bursa Securities, members of the Association of Banks in Malaysia, members of the Malaysian Investment Banking Association and/or the Issuing House.

4.7.2 Underwriting commission

As stipulated in the Retail Underwriting Agreement, the Sole Underwriter has agreed to underwrite the Issue Shares under the Retail Offering for an underwriting commission of up to 1.0% (exclusive of applicable tax) of the IPO Price multiplied by the total number of Issue Shares underwritten under the Retail Offering in accordance with the terms of the Retail Underwriting Agreement.

4.7.3 Placement fee

The Selling Shareholder for the Offer Shares and us for our Issue Shares will pay the Sole Placement Agent a placement fee and selling commission of up to 1.0% (exclusive of applicable tax) of the IPO Price multiplied by the number of IPO Shares sold to the Bumiputera investors approved by the MITI as well as institutional and selected investors.

4.8 DETAILS OF THE UNDERWRITING, PLACEMENT AND LOCK-UP ARRANGEMENTS**4.8.1 Underwriting**

On 24 February 2025, we have entered into the Retail Underwriting Agreement with the Sole Underwriter to underwrite 15,000,000 Issue Shares under the Retail Offering, subject to the clawback and reallocation provisions as set out in Section 4.2.3 of this Prospectus and upon the terms and subject to the conditions of the Retail Underwriting Agreement.

Details of the underwriting commission are set out in Section 4.7.2 of this Prospectus, while the salient terms of the Retail Underwriting Agreement are as follows:

- (i) Unless waived by the Sole Underwriter, the underwriting obligations of the Sole Underwriter are subject to certain conditions precedent which must be fulfilled or waived on or before the closing date of our IPO Shares as stated in this Prospectus or such later date as may be agreed in writing by the Sole Underwriter.
- (ii) The Sole Underwriter may by notice in writing to our Company given at any time before the date of our Listing, terminate, cancel and withdraw its underwriting commitment under the Retail Underwriting Agreement if:
 - (a) there is any breach by our Company of any of its obligations contained in the Retail Underwriting Agreement or there is an occurrence of any event or discovery of any fact or circumstances rendering any of the warranties or undertakings set out in the Retail Underwriting Agreement to be untrue, inaccurate, incorrect, misleading or breached or ceases to be true, accurate and correct or becomes misleading, in any respect;

4. DETAILS OF OUR IPO (Cont'd)

- (b) there is failure on the part of our Company to perform any obligations contained in the Retail Underwriting Agreement which would have or is likely to result in any event, development or occurrence, or series of events, development or occurrences, which, in the opinion of the Sole Underwriter, have or could be expected to have a material adverse effect or change, whether individually or in the aggregate, and whether or not arising in the ordinary course of business, on any of the following: (1) the condition (financial, business, operations or otherwise), contractual commitments, management, general affairs, business, assets, liquidity, liabilities, prospects, earnings, shareholders equity, properties or results of operations of our Company and our Group, taken as a whole; (2) the ability of our Company and/or the Selling Shareholder to perform its or their respective obligations under or with respect to, or to consummate the transactions contemplated by, this Prospectus, the Placement Agreement or the Retail Underwriting Agreement; (c) the ability of our Group to conduct its businesses and to own or lease its assets and properties as described in this Prospectus; or (d) our IPO including but not limited to the success of our IPO or the distribution or the sale of our IPO Shares pursuant to our IPO ("**Material Adverse Effect**"), and where such breach or failure is capable of remedy, the same is not being remedied within 7 Market Days or within such period which the parties may mutually agree in writing;
- (c) our Company withholds any material information from the Sole Underwriter which would have or would be expected to have a Material Adverse Effect;
- (d) there shall have occurred, happened or come into effect any event or series of events beyond the reasonable control of the Sole Underwriter by reason of Force Majeure (as defined herein) which, would have or can be expected to have, a Material Adverse Effect or which would have or is likely to have the effect of making any obligation under the Retail Underwriting Agreement incapable of performance in accordance with its terms. "**Force Majeure**" means causes which are unpredictable and beyond the reasonable control of the party claiming Force Majeure which could not have been avoided or prevented by reasonable foresight, planning and implementation including but not limited to:
 - (a) war, acts of warfare, sabotages, hostilities, invasion, incursion by armed force, act of hostile army, nation or enemy, national emergency, civil war or commotion, hijacking, terrorism;
 - (b) riot, commotion, uprising against constituted authority, civil commotion, disorder, rebellion, organised armed resistance to the government, insurrection, revolt, military takeover or usurped power;
 - (c) natural catastrophe including but not limited to earthquakes, floods, fire, storm, lightning, tempest, explosions, accident or other acts of God;
 - (d) any local, national or international occurrence or outbreak of disease, or pandemic, epidemic, the imposition of lockdowns or similar measures to control the spread of any epidemic; or
 - (e) the occurrence of any other calamity or crisis or emergency or any event or series of events in the nature of force majeure, or deterioration of any such condition;

4. DETAILS OF OUR IPO (Cont'd)

- (e) there shall have occurred any government requisition or other events whatsoever which would have or is likely to have a Material Adverse Effect;
- (f) there shall have occurred any material adverse change in national or international monetary, financial and capital markets (including stock market conditions and interest rates), political or economic conditions or exchange control or currency exchange rates which would have or is likely to have a material impact on the value or price of our IPO Shares or a Material Adverse Effect (whether in the primary market or in respect of dealings in the secondary market). For the avoidance of doubt, if the FTSE Bursa Malaysia KLCI ("**Index**") is, at the close of normal trading on Bursa Securities, on any Market Day:
 - (1) on or after the date of the Retail Underwriting Agreement; and
 - (2) prior to the closing date of our IPO Shares,

lower than 85% of the level of the Index at the last close of normal trading on the Bursa Securities on the Market Day immediately prior to the date of the Retail Underwriting Agreement and remains at or below that level for at least 3 consecutive Market Days, it shall be deemed a material adverse change in the stock market condition;
- (g) trading of all securities on Bursa Securities has been limited or suspended or other material form of general restriction in trading in securities is imposed for 3 consecutive Market Days or more or minimum prices have been established on Bursa Securities for 3 consecutive Market Days or more;
- (h) there shall have been announced or carried into force any new laws or change in laws in any jurisdiction, interpretation or application by any court or the relevant authorities which may (i) have a Material Adverse Effect or (ii) prejudice the success of our IPO or our Listing or which would have or is likely to have the effect of making it impracticable to enforce contracts to allot and/or transfer our IPO Shares or making any obligation under the Retail Underwriting Agreement incapable of performance in accordance with its terms;
- (i) the Institutional Offering and/or the Retail Offering is stopped or delayed by our Company or any relevant authorities for any reason whatsoever (unless such delay has been approved by the Sole Underwriter);
- (j) the closing date of our IPO Shares does not occur by 19 March 2025 or such other extended date as may be agreed in writing by the Sole Underwriter;
- (k) our Listing does not take place by 28 March 2025 or such other extended date as may be agreed in writing by the Sole Underwriter;
- (l) any commencement of legal proceedings, formal investigations, enquiries or action against our Company or any member of our Group or any of our directors, which would (i) have or is likely to have a Material Adverse Effect; or (ii) make it impracticable to market our IPO; or (iii) to enforce contracts to allot and/or transfer our IPO Shares;

4. DETAILS OF OUR IPO (Cont'd)

- (m) any one of the transaction agreements (namely the Retail Underwriting Agreement, the Placement Agreement and each lock-up letters issued or to be issued by our Company, the Selling Shareholder, Bah Kim Lian and Bumi Mampan): (i) having been terminated or rescinded in accordance with its terms; (ii) ceased to have any effect whatsoever, or (iii) varied or supplemented upon terms and such variation or supplementation which would have or likely to have a Material Adverse Effect;
- (n) any of the resolutions or approvals referred to in Clause 5.1(e) and Clause 5.1(g) of the Retail Underwriting Agreement is revoked, suspended or ceases to have any effect whatsoever, or is varied or supplemented upon terms that would have or is likely to have a Material Adverse Effect;
- (o) in the event our Listing is revoked, withdrawn or not procured or procured but subject to conditions not reasonably acceptable to the Sole Underwriter or conditions for our Listing have not been fulfilled to the satisfaction of the relevant authorities or waived by the relevant authorities;
- (p) if the SC or any other relevant authority issues an order pursuant to Malaysian laws such as to make it impracticable to market our IPO or to enforce contracts to allot and/or transfer our IPO Shares;
- (q) any statements contained in this Prospectus or the Application Form (collectively, the “**Offer Documents**”) has become or been discovered to be untrue, inaccurate or misleading in any respect or matters have arisen or have been discovered which would, if any of the Offer Documents were to be issued at that time, constitute a material omission therefrom;
- (r) any change or development or an announcement of change or development in Malaysian taxation laws, regulations and/or guidelines which would have or likely to have a Material Adverse Effect;
- (s) in the event a banking moratorium has been declared by the relevant authorities in Malaysia, or a disruption of commercial banking activities or securities settlement or clearance services has occurred in Malaysia;
- (t) our Company or the Selling Shareholder, as applicable, are prohibited by any applicable laws from issuing or selling the IPO Shares pursuant to the terms of the Offer Documents, the Placement Agreement and the Retail Underwriting Agreement; or
- (u) any other event in which Material Adverse Effect which have occurred or is likely to occur.

4.8.2 Placement

We expect to enter into the Placement Agreement with the Sole Placement Agent in relation to the placement of 115,000,000 IPO Shares under the Institutional Offering, subject to the clawback and reallocation provisions as set out in Section 4.2.3 of this Prospectus. We will be requested to give various representations, warranties and undertakings, and to indemnify the Sole Placement Agent against certain liabilities in connection with our IPO.

4. DETAILS OF OUR IPO (Cont'd)

4.8.3 Lock-up arrangement

- (i) We have agreed that for a period of up to and including 6 months from the date of our Listing, we will not without the prior written consent of the Sole Placement Agent, directly or indirectly:
 - (a) issue, allot, offer, sell, contract to sell, assign, issue or sell any option or contract to purchase, purchase any option or contract to sell, grant or agree to grant any option, right or warrant to purchase or subscribe for, hypothecate, create any encumbrance, lend, transfer or dispose, directly or indirectly, conditionally or unconditionally, any Shares including any interest therein (or any securities convertible into or exercisable or exchangeable for our Shares or are substantially similar to, our Shares) regardless of whether any such transaction is to be settled by the delivery of Shares or such other securities, in cash or otherwise;
 - (b) enter into any swap, hedge or derivative or other transaction or arrangement that transfers to another, in whole or in part, any of the economic consequences of ownership of Shares (or any securities convertible into or exercisable or exchangeable for or that represent the right to receive or are substantially similar to, our Shares) regardless of whether any such transaction is to be settled by the delivery of Shares or such other securities, in cash or otherwise;
 - (c) deposit any Shares (or any securities convertible into or exchangeable for or which carry rights to subscribe or purchase or that represent the right to receive or are substantially similar to, our Shares) in any depository receipt facilities;
 - (d) offer to or agree (conditionally or unconditionally) to enter into or effect any transaction, or announce any intention to carry out any transaction, with the same economic effect as any transactions described in paragraphs (i)(a), (b) and (c) above; or
 - (e) take any action which is designed to or which constitutes or which would reasonably be expected to cause or result in stabilisation or manipulation of the price of our Shares.
- (ii) The Selling Shareholder and Bah Kim Lian have agreed that for a period of up to and including 6 months from the date of our Listing, they will not, without the prior written consent of the Sole Placement Agent, directly or indirectly:
 - (a) offer, pledge, sell or contract to sell, mortgage, charge, assign, issue or sell any option or contract to purchase, purchase any option or contract to sell, grant or agree to grant any option, right or warrant to purchase or subscribe for, or create any encumbrance, lend, hypothecate or otherwise transfer or dispose of, or agree to transfer or dispose of, directly or indirectly, conditionally or unconditionally, any Shares including any interest therein (or any securities convertible into or exercisable or exchangeable for Shares or are substantially similar to, our Shares) (I) held by them as at the date of the lock-up letter and (II) acquired by them after the date hereof and until and including the date of Listing (our Shares referred to in (I) and (II) shall collectively be referred to as the **"Relevant Shares"**), regardless of whether any such transaction is to be settled by the delivery of the Relevant Shares or such other securities, in cash or otherwise;

4. DETAILS OF OUR IPO (Cont'd)

- (b) enter into any swap, hedge or derivative or other transaction or arrangement that transfers to another, in whole or in part, any of the economic consequences of ownership of the Relevant Shares (or any securities convertible into or exercisable or exchangeable for or that represent the right to receive or are substantially similar to, the Relevant Shares), regardless of whether any such transaction is to be settled by the delivery of the Relevant Shares or such other securities, in cash or otherwise;
 - (c) deposit any of the Relevant Shares (or any securities convertible into or exchangeable for or which carry rights to subscribe or purchase or that represent the right to receive or are substantially similar to, the Relevant Shares) in any depository receipt facilities;
 - (d) sell, transfer or otherwise dispose of any interest in any shares in any company or other entity controlled by them which is directly, or through another company or other entity indirectly, the beneficial owner of the Relevant Shares;
 - (e) offer to or agree to enter into or effect any transaction, or announce any intention to carry out any transaction, with the same economic effect as any transactions described in paragraphs (ii)(a), (b), (c) and (d) above; or
 - (f) take any action which is designed to or which constitutes or which would reasonably be expected to cause or result in stabilisation or manipulation of the price of our Shares.
- (iii) For the avoidance of doubt, the restrictions set forth above shall not apply to:
- (a) the grant of ESOS Options by our Company;
 - (b) the issuance, offer and sale of any Shares by our Company and Lim Han Weng as the Selling Shareholder pursuant to our IPO; and
 - (c) the issuance and allotment of the Shares by our Company upon the exercise of the ESOS Options granted under paragraph (iii)(a) above.

4. DETAILS OF OUR IPO (Cont'd)

4.9 TRADING AND SETTLEMENT IN SECONDARY MARKET

Upon our Listing, our Shares will be traded through Bursa Securities and settled by book-entry settlement through the CDS, which is operated by Bursa Depository. This will be effected in accordance with the Rules of Bursa Depository and the provisions of the SICDA. Accordingly, we will not deliver share certificates to subscribers or purchasers of our IPO Shares.

Beneficial owners of our Shares are required under the Rules of Bursa Depository to maintain our Shares in CDS accounts, either directly in their names or through authorised nominees. Persons whose names appear in the Record of Depositors maintained by Bursa Depository will be treated as our shareholders in respect of the number of Shares credited to their respective CDS accounts.

Transactions in our Shares under the book-entry settlement system will be reflected by the seller's CDS account being debited with the number of Shares sold and the buyer's CDS account being credited with the number of Shares acquired. No transfer stamp duty is currently payable for our Shares that are settled on a book-entry basis, although there is a nominal transfer fee of RM10 payable for each transfer not transacted on the market.

Shares held in CDS accounts may not be withdrawn from the CDS except in the following instances:

- (i) to facilitate a share buy-back;
- (ii) to facilitate conversion of debt securities;
- (iii) to facilitate company restructuring process;
- (iv) where a body corporate is removed from the Official List;
- (v) to facilitate a rectification of any error; and
- (vi) in any other circumstances determined by Bursa Depository from time to time, after consultation with the SC.

Trading of shares of companies listed on Bursa Securities is normally done in "board lots" of 100 shares. Investors who desire to trade less than 100 shares are required to trade under the odd lot board. Settlement of trades done on a "ready" basis on Bursa Securities generally takes place on the second Market Day following the transaction date, and payment for the securities is generally settled on the second Market Day following the transaction date.

It is expected that our Shares will commence trading on Bursa Securities approximately 10 Market Days after the close of the application for our IPO Shares. Subscribers of our Shares will not be able to sell or otherwise deal in our Shares (except by way of book-entry transfer to other CDS accounts in circumstances which do not involve a change in beneficial ownership) prior to the commencement of trading on Bursa Securities.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT

5.1 PROMOTER AND SUBSTANTIAL SHAREHOLDERS

5.1.1 Profiles of our Promoter and substantial shareholders

(i) Lim Han Weng, our Promoter and substantial shareholder

Lim Han Weng, a Malaysian aged 73, is our Promoter and substantial shareholder.

He completed the Malaysian Higher School Certificate in 1972. In 1973, he began his career with Wearne Brothers as a car salesperson. Between 1973 and 1976, he was posted to several branches of Wearne Brothers in the northern region of Peninsular Malaysia. In 1976, he left to join Lori Malaysia Bhd as a salesperson for lorry cargo spaces. After a year, he was promoted to Manager at the Bukit Mertajam branch of Lori Malaysia Bhd, where he oversaw its operations. Over the years, he was transferred to other branches of Lori Malaysia Bhd in Perai, Melaka and Johor Bahru respectively, continuing in a similar managerial role.

Armed with the experience gained at Lori Malaysia Bhd, he ventured into the transport and trading business by establishing Yinson Transport (M) Sdn Bhd in 1984, through which he acquired valuable experience and insights into helming a business involved in the transportation industry. His various entrepreneurial endeavours which started from the establishment of Yinson Transport (M) Sdn Bhd led to the growth and expansion of his businesses into various sectors, including the oil & gas industry. He has served as the Non-Independent Executive Director (since March 1993) and Group Executive Chairman (since September 2009) of Yinson Holdings Berhad, a company listed on the Main Market of Bursa Securities. Yinson Holdings Berhad was incorporated in Malaysia under the Companies Act 1965 on 9 March 1993 as a private limited company under the name of Yinson Holdings Sdn Bhd. On 4 February 1995, it was converted into a public company and assumed its present name. Yinson Holdings Berhad was listed on the Second Board of Kuala Lumpur Stock Exchange (now known as Bursa Securities) on 11 July 1996 and was transferred to the Main Board of Bursa Securities (now known as the Main Market of Bursa Securities) on 30 July 2008. As at the LPD, Yinson Holdings Berhad, together with its subsidiaries, are principally involved in the provision of integrated services for floating production, storage and offloading (“FPSO”) and floating, storage and offloading (“FSO”). Yinson Holdings Berhad has in recent years expanded into the areas of renewable energy and green technology.

In January 1994, he established Handal Indah and became one of its first Directors and shareholders⁽¹⁾, where he was primarily responsible for the overall expansion and corporate strategic planning of Handal Indah. Handal Indah remained dormant from its incorporation until 2002, where he recognised the community’s need for an efficient and sustainable public transportation system, he then led Handal Indah into the bus transportation industry. Under his stewardship, Handal Indah ventured into bus transportation services in 2002, expanded into cross-border bus services in 2003, and grew to become a key player in the bus transportation industry in Malaysia, particularly in the state of Johor. His leadership has been recognised through the numerous awards received by our Group, as set out in Section 7.2 of this Prospectus.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

He is deemed as a substantial shareholder of Lianson Fleet Group Berhad *(formerly known as Icon Offshore Berhad)*, a company listed on the Main Market of Bursa Securities by virtue of his shareholding in Liannex Corporation (S) Pte Ltd pursuant to Section 8 of the Act, whereby Liannex Corporation (S) Pte Ltd holds shares in Liannex Maritime Sdn Bhd which in turn holds shares in Lianson Fleet Group Berhad. He is also currently a director and shareholder of several private limited companies.

Note:

- (1) *As at the incorporation date of Handal Indah, the other Directors and shareholders of Handal Indah were Aziz Bin Abd. Majid and Mat Sin Bin Bidin. Aziz Bin Abd. Majid ceased to be a shareholder and Director of Handal Indah on 4 December 1995 and 28 August 2001 respectively, prior to Handal Indah venturing into the bus transportation services business. Similarly, Mat Sin Bin Bidin ceased to be a shareholder and Director of Handal Indah on 18 July 2024 and 10 October 2024 respectively.*

(ii) **Bah Kim Lian, our substantial shareholder**

Bah Kim Lian, a Malaysian aged 73, is our substantial shareholder and Non-Independent Non-Executive Director.

She completed the Lower Certificate of Education in 1968 and assisted in her family business until 1974 before establishing her own business (a hairdressing and makeup salon) in 1975.

In 1984, she ceased her salon business to assist her spouse, Lim Han Weng, in establishing Yinson Transport (M) Sdn Bhd, where she played a key role in the general administration and management of the company's operations in support of Lim Han Weng.

She joined Handal Indah as Director in August 2001, where she was involved in overseeing the overall performance of the bus transportation business, as well as the operational and administrative aspects of the company, in a complementary supporting role to Lim Han Weng prior to the establishment of various departments. Thereafter, she continued to impart her experience and guidance to the management team of Handal Indah.

In June 2024, she was appointed as one of two initial Directors of our Company, and was subsequently re-designated as our Non-Independent Non-Executive Director in September 2024. With over 23 years of experience in the bus transportation industry, she participates in Board discussions, including reviewing overall business expansion strategies, guiding our Group's direction and maintaining good relationships with our Group's clients and affiliates.

She has been a Non-Independent Executive Director of Yinson Holdings Berhad since March 1993. She is currently also a director and shareholder of several private limited companies as disclosed in Section 5.2.3 of this Prospectus.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

(iii) Bumi Mampan, our substantial shareholder

Bumi Mampan was incorporated on 3 October 2023 in Malaysia under the Act as a private limited company under its present name. The principal activity of Bumi Mampan is investment holding and at this juncture, it holds Shares in HI Mobility only.

As at the LPD, the issued share capital of Bumi Mampan is RM100,000 comprising 100,000 ordinary shares.

As at the LPD, the directors and shareholders of Bumi Mampan are as follows:

Directors and shareholders	Nationality	Direct		Indirect	
		No. of ordinary shares	%	No. of ordinary shares	%
Dato Syed Naqiz Shahabuddin Bin Syed Abdul Jabbar	Malaysian	80,000	80.00	-	-
Mohd Azmir Bin Rahmani	Malaysian	20,000	20.00	-	-

Bumi Mampan emerged as a shareholder of Handal Indah on 18 July 2024 following the completion of the share sale agreement dated 4 July 2024 entered into between Mat Sin Bin Bidin (vendor) and Bumi Mampan (purchaser) whereby Mat Sin Bin Bidin disposed his entire 10.00% equity interest in Handal Indah, comprising 5,200,000 Handal Indah Shares, to Bumi Mampan for a cash consideration of RM8,000,000. Subsequently, Bumi Mampan became the substantial shareholder of HI Mobility on 23 July 2024 following the completion of the Acquisition of Handal Indah, the details of which are as set out in Section 6.1.2 of the Prospectus.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

5.1.2 Shareholdings of our Promoter and substantial shareholders

The following table sets out the direct and indirect shareholdings of our Promoter and substantial shareholders in our Company before and after our IPO:

Name	As at the LPD ⁽¹⁾				After the Share Split ⁽²⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Promoter and substantial shareholder								
Lim Han Weng	75,000,000	75.00	⁽⁴⁾ 8,000,000	8.00	303,750,000	75.00	⁽⁴⁾ 32,400,000	8.00
Substantial shareholders								
Bah Kim Lian	8,000,000	8.00	⁽⁴⁾ 75,000,000	75.00	32,400,000	8.00	⁽⁴⁾ 303,750,000	75.00
Bumi Mampan	17,000,000	17.00	-	-	68,850,000	17.00	-	-
Dato Syed Naqiz Shahabuddin Bin Syed Abdul Jabbar	-	-	⁽⁵⁾ 17,000,000	17.00	-	-	⁽⁵⁾ 68,850,000	17.00
Mohd Azmir Bin Rahmani	-	-	⁽⁵⁾ 17,000,000	17.00	-	-	⁽⁵⁾ 68,850,000	17.00
Upon our Listing ⁽³⁾								
Name	Direct		Indirect					
	No. of Shares	%	No. of Shares	%				
Promoter and substantial shareholder								
Lim Han Weng	268,750,000	53.75	⁽⁴⁾ 32,400,000	6.48				
Substantial shareholders								
Bah Kim Lian	32,400,000	6.48	⁽⁴⁾ 268,750,000	53.75				
Bumi Mampan	68,850,000	13.77	-	-				
Dato Syed Naqiz Shahabuddin Bin Syed Abdul Jabbar	-	-	⁽⁵⁾ 68,850,000	13.77				
Mohd Azmir Bin Rahmani	-	-	⁽⁵⁾ 68,850,000	13.77				

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Notes:

- (1) Based on the total number of Shares of 100,000,000 as at the LPD.
- (2) Based on the total number of Shares of 405,000,000 after the Share Split.
- (3) Based on the enlarged issued Shares of 500,000,000 upon our Listing.
- (4) Deemed interested by virtue of the shareholdings of his/her spouse pursuant to Section 8 of the Act.
- (5) Deemed interested by virtue of their interests in Bumi Mampan pursuant to Section 8 of the Act.

5.1.3 Changes in our Promoter's and substantial shareholders' shareholdings in our Company

The changes in our Promoter's and substantial shareholders' shareholdings in our Company since our incorporation up to the LPD are as follows:

Name	As at the date of incorporation ⁽¹⁾				After the Acquisition of Handal Indah ⁽²⁾				After the Subscription of New Shares and as at the LPD ⁽³⁾			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Promoter and substantial shareholder												
Lim Han Weng	800	80.00	⁽⁶⁾ 100	10.00	64,000,000	80.00	⁽⁶⁾ 8,000,000	10.00	75,000,000	75.00	⁽⁶⁾ 8,000,000	8.00
Substantial shareholders												
Bah Kim Lian	100	10.00	⁽⁶⁾ 800	80.00	8,000,000	10.00	⁽⁶⁾ 64,000,000	80.00	8,000,000	8.00	⁽⁶⁾ 75,000,000	75.00
Bumi Mampan	100	10.00	-	-	8,000,000	10.00	-	-	17,000,000	17.00	-	-
Dato Syed Naqiz Shahabuddin Bin Syed Abdul Jabbar	-	-	⁽⁷⁾ 100	10.00	-	-	⁽⁷⁾ 8,000,000	10.00	-	-	⁽⁷⁾ 17,000,000	17.00
Mohd Azmir Bin Rahmani	-	-	⁽⁷⁾ 100	10.00	-	-	⁽⁷⁾ 8,000,000	10.00	-	-	⁽⁷⁾ 17,000,000	17.00

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name	After the Share Split ⁽⁴⁾				Upon our Listing ⁽⁵⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Promoter and substantial shareholder								
Lim Han Weng	303,750,000	75.00	⁽⁶⁾ 32,400,000	8.00	268,750,000	53.75	⁽⁶⁾ 32,400,000	6.48
Substantial shareholders								
Bah Kim Lian	32,400,000	8.00	⁽⁶⁾ 303,750,000	75.00	32,400,000	6.48	⁽⁶⁾ 268,750,000	53.75
Bumi Mampan	68,850,000	17.00	-	-	68,850,000	13.77	-	-
Dato Syed Naqiz Shahabuddin Bin Syed Abdul Jabbar	-	-	⁽⁷⁾ 68,850,000	17.00	-	-	⁽⁷⁾ 68,850,000	13.77
Mohd Azmir Bin Rahmani	-	-	⁽⁷⁾ 68,850,000	17.00	-	-	⁽⁷⁾ 68,850,000	13.77

Notes:

- (1) Based on the total number of Shares of 1,000 as at 12 June 2024, being the date of our incorporation.
- (2) Based on the total number of Shares of 80,000,000 after the Acquisition of Handal Indah.
- (3) Based on the total number of Shares of 100,000,000 after the Subscription of New Shares.
- (4) Based on the total number of Shares of 405,000,000 after the Share Split.
- (5) Based on the enlarged issued Shares of 500,000,000 upon our Listing.
- (6) Deemed interested by virtue of the shareholdings of his/her spouse pursuant to Section 8 of the Act.
- (7) Deemed interested by virtue of their interests in Bumi Mampan pursuant to Section 8 of the Act.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

Save for Lim Han Weng, there is no other persons who are able to, directly or indirectly, jointly or severally, exercise control over our Company. As at the LPD, our Promoter and substantial shareholders have the same voting rights as the other shareholders of our Company and there is no arrangement between our Company and our shareholders with any third parties, the operation of which may, at a subsequent date, result in the change in control of our Company.

5.2 BOARD OF DIRECTORS

Our Board acknowledges and takes cognisance of the MCCG which contains recommendations to improve upon or to enhance corporate governance as an integral part of the business activities and culture of such companies.

Our Board believes that our current Board composition provides the appropriate balance in terms of skills, knowledge and experience to promote the interests of all shareholders and to govern our Group effectively. Our Board is also committed to achieving and sustaining high standards of corporate governance.

Our Company has adopted the recommendations under the MCCG that our Board comprises at least 30% women Directors, half of our Board comprises Independent Directors and our Chairman should not be a member of the Audit Committee, the Risk Committee and the Nomination and Remuneration Committee.

Within the limits set by our Constitution, our Board is responsible for the governance and management of our Group. To ensure the effective discharge of its functions, our Board has set out the following key responsibilities in our board charter:

- (i) together with senior management of our Company ("**Management**"), promote good corporate governance culture within our Group which reinforces ethical, prudent and professional behaviour;
- (ii) review, challenge and decide on our Management's proposal for our Company, and monitor its implementation by our Management;
- (iii) ensure the strategic plan of our Company supports long-term value creation and includes strategies on economic, environmental and social considerations underpinning sustainability;
- (iv) supervise and assess our Management's performance to determine whether our business is properly managed;
- (v) identify principal risks and ensure the implementation of appropriate internal controls, risk management and mitigation measures;
- (vi) ensure proper succession planning taking into consideration the necessary skills and experience, training, fixing the compensation of and where appropriate, replace Board members and Key Senior Management to ensure our Company has effective Board committees and Key Senior Management as required by the applicable laws and regulations;
- (vii) oversee the development and implementation of a stakeholder communications policy for our Group;
- (viii) review the adequacy and the integrity of the management information and internal control systems of our Group including systems / reporting framework for compliance with applicable laws, regulations, rules, directives and guidelines;

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

- (ix) ensure compliance with the ethical standards as set out in our Code of Conduct and Ethics and the effectiveness of our whistle-blowing policy;
- (x) ensure that we have appropriate corporate disclosure policies and procedures to ensure comprehensive, accurate and timely disclosures;
- (xi) monitor and review policies and procedures relating to occupational health and safety and compliance with relevant laws and regulations; and
- (xii) ensure the integrity of our financial and non-financial reporting.

In addition, the roles and responsibilities of our Chairman and Chief Executive Officer are clearly segregated to further enhance and preserve a balance of authority and accountability. Our Chairman is primarily responsible for the following:

- (i) instilling good corporate governance practices, leadership and effectiveness of our Board;
- (ii) leading our Board in its collective oversight of our Management;
- (iii) acting as a chief spokesperson and representative of our Board and ensuring appropriate steps are taken to provide effective communication with stakeholders and that their views are communicated to our Board as a whole;
- (iv) setting our Board meeting agenda and ensuring adequate time is allocated for discussion of issues tabled to our Board for deliberation as well as ensuring that our Board committee meetings are conducted separately from our Board meetings;
- (v) leading our Board meetings and ensuring that all Directors are enabled and encouraged to participate at our Board meetings as well as allowing dissenting view to be freely expressed. This includes ensuring that all relevant issues are on the agenda and that all Directors receive timely and relevant information tailored to their needs and that they are properly briefed on issues arising at our Board meetings;
- (vi) promoting consultative and respectful relations between our Board members and between our Board and Management;
- (vii) guiding and mediating our Board actions with respect to organizational priorities and governance concerns;
- (viii) performing other responsibilities assigned by our Board from time to time; and
- (ix) ensuring that our Executive Director looks beyond his executive functions and accept his full share of responsibilities on governance.

On the other hand, our Chief Executive Officer is primarily responsible for, among others, the following:

- (i) implementing the policies and strategies approved by our Board for the purposes of running the business and the day-to-day management of our Group;
- (ii) executive management of our Group's business covering, among others, the development of a strategic plan, an annual operating plan and budget; and
- (iii) performance benchmarks to gauge management performance and the analysis of management reports, developing and managing all aspects of the business and operations of our Group, ensuring that it is run efficiently and effectively and in accordance with the strategic decisions of our Board.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

The details of the members of our Board and the details of the date of expiration of the current term of office for each of our Directors and the period that each of our Directors has served in that office as at the date of this Prospectus are as follows:

Director	Designation	Age	Nationality	Date of appointment	Date of expiration of the current term of office	No. of years in office
Raja Datuk Zaharaton Binti Raja Zainal Abidin	Independent Non-Executive Chairman	77	Malaysian	20 September 2024	31 July 2025	Less than 1 year
Bah Kim Lian	Non-Independent Non-Executive Director	73	Malaysian	12 June 2024	31 July 2025	Less than 1 year
Lim Chern Chuen	Executive Director cum Chief Executive Officer	44	Malaysian	20 September 2024	31 July 2025	Less than 1 year
Datuk Wira Azhar Bin Abdul Hamid	Senior Independent Non-Executive Director	64	Malaysian	20 September 2024	31 July 2025	Less than 1 year
Ahmed Fairuz Bin Abdul Aziz	Independent Non-Executive Director	47	Malaysian	25 September 2024	31 July 2025	Less than 1 year
Faridah Bt Iskandar	Independent Non-Executive Director	46	Malaysian	25 September 2024	31 July 2025	Less than 1 year
Lim Chern Fang	Alternate Director to Bah Kim Lian	45	Singaporean	20 September 2024	31 July 2025	Less than 1 year

None of our Directors represent any corporate shareholder on our Board.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

5.2.1 Profiles of our Directors

The profile of Bah Kim Lian is set out in Section 5.1.1 above. The profiles of our other Directors are set out below:

(i) **Raja Datuk Zaharaton Binti Raja Zainal Abidin**

Raja Datuk Zaharaton Binti Raja Zainal Abidin, a Malaysian aged 77, is our Independent Non-Executive Chairman. She was appointed to our Board on 20 September 2024.

She graduated from Universiti Malaya with a Bachelor of Economics in June 1971. She subsequently completed her Master in Economics from the University of Leuven, Belgium in July 1979.

She has over 30 years of experience in the Malaysian civil service, having served the Government of Malaysia in various capacities from August 1971 to October 2005. She began her career as an Assistant Director in the External Aid Section of the Economic Planning Unit, Prime Minister's Department ("EPU") in August 1971, where she was responsible for processing governmental department requests for external financial assistance and handling general public administration. She left the EPU to pursue a Master in Economics at the University of Leuven, Belgium in September 1977.

After completing her Master's degree in July 1979, she joined MITI as Principal Assistant Director in the Industries Division, where she was responsible for facilitating the development of the manufacturing sector through the provision of incentives. In June 1984, she was promoted to Deputy Director in the Public Enterprises Sector, Implementation Coordination Unit and subsequently transferred to the Unit for Monitoring Government Companies, Ministry of Finance in October 1989. She was primarily tasked with monitoring the performance of government-linked companies and ensuring their compliance with the Government's policies and initiatives.

She left Ministry of Finance and returned to the EPU as Director in the Trade and Industry Division in June 1992. In October 1998, she was promoted to Deputy Director General (Macro), responsible for assisting the Director General of the EPU in assessing and monitoring Malaysia's economic performance and recommending the macroeconomic framework for national development. In June 1999, she became the Deputy Director General (Sectoral), where she was responsible for assisting in the preparation of the national development plans and allocation of development budgets for approved projects.

In December 2003, she was promoted to the position of Director General of the EPU, where she oversaw the overall function of the department and the preparation of national development plans for the Government. She served in this capacity until her retirement in October 2005.

After retiring from the EPU in October 2005, she continued to serve in both the public and private sectors as either a Chairman or board member, including as a board member of Taliworks Corporation Berhad (from July 2015 to June 2024) and Media Prima Berhad (from August 2015 to May 2022). She has been serving as an Independent Non-Executive Director of Yinson Holdings Berhad since August 2016. She is also currently a director and shareholder of several private limited companies, as disclosed in Section 5.2.3 of this Prospectus.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

(ii) Lim Chern Chuen

Lim Chern Chuen, a Malaysian aged 44, is our Non-Independent Executive Director cum Chief Executive Officer. He was appointed to our Board on 20 September 2024.

Lim Chern Chuen graduated from University of Melbourne with Bachelor of Engineering (Hons) and Bachelor of Commerce degrees in April 2004.

He began his career as an Analyst at Accenture Australia Pty Ltd in November 2004, where he was involved in software design and development activities. In November 2005, he joined KPMG Australian Services Pty Ltd as a Consultant under the Research & Development (“R&D”) Tax Business Unit, where he was responsible for managing clients requiring services related to R&D tax incentives and developing solutions and strategies to optimise clients’ R&D activities.

In February 2007, he assumed the role of Strategy and Planning Director at Handal Indah, becoming part of the key senior management team overseeing bus operations, departmental performance and technology transformation. During the early stages of Handal Indah’s bus transportation services, he played a pivotal role in engaging governmental stakeholders, which led Handal Indah to successfully secure contracts for public bus transportation, and hence firmly establishing itself as a public bus transportation provider. Over the years, he has spearheaded the integration of digital innovations in Handal Indah’s bus operations, such as the deployment of the *ManjaLink* card, *ManjaPay* and the *LUGO* mobile application, which have enhanced the overall efficiency of Handal Indah’s business operations and customer experience.

He was appointed as an Executive Director in December 2019, where he continued to steer the strategic direction of Handal Indah and implemented growth plans.

He was appointed as our Executive Director cum Chief Executive Officer in September 2024. For this role, he is responsible for formulating the overall strategy and corporate direction of our Group, as well as managing the day-to-day operations of our Group. He holds over 18 years of experience in the bus transportation industry.

He currently holds directorships in several private companies, details of which are set out in Section 5.2.3 of this Prospectus.

(iii) Datuk Wira Azhar Bin Abdul Hamid

Datuk Wira Azhar Bin Abdul Hamid, a Malaysian aged 64, is our Senior Independent Non-Executive Director. He was appointed to our Board on 20 September 2024.

He obtained his Diploma in Advance Accountancy from Luton College, United Kingdom in December 1981. He has been a Fellow of the Association of Chartered Certified Accountants since October 1996.

He began his career in 1989 as an Internal Audit Manager with British Telecom PLC, United Kingdom, and served the company until 1991. Between 1992 and 1994, he was employed by Malaysian Cooperative Insurance Society Ltd as Head of Internal Audit and Finance, where he was responsible for leading the internal audit and finance teams.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

Between 1994 and 2001, he held various roles in Sime Darby Berhad and its group of companies ("**Sime Darby Group**"). These included serving as the Financial Controller of Sime Tyres International Sdn Bhd from July 1994 to June 1998, Business Development Director of Sime Conoco Sdn Bhd from December 1999 to December 2000 and Group General Manager of the Oil & Gas Division of Sime Darby Bhd from January 2001 to October 2001.

In November 2001, he joined Pernas International Holdings Berhad as Group Chief Executive, leading the group's overall business operations until October 2002.

He returned to the Sime Darby Group in 2003, taking on several positions in the plantation and agri-business division and the heavy equipment division, covering operations in China, Hong Kong, Malaysia, Singapore and the Philippines. In 2007, he was appointed as the Managing Director of Sime Darby Plantation Sdn Bhd and the Executive Vice President of Plantation Division of the Sime Darby Group. He left the Sime Darby Group in 2010.

In May 2011, he joined Mass Rapid Transit Corporation Sdn Bhd as Chief Executive Officer, where he was responsible for monitoring and ensuring timely delivery of projects until he left the company in December 2014.

Between 2015 and 2021, he served as Managing Director and Chairman in various public companies including Tradewinds Corporation Berhad, where he acted as President and Group Managing Director from 2015 to 2016, and subsequently served as its Chairman from 2016 to 2017. He also served as Group Managing Director of Malakoff Corporation Berhad from 2016 to 2017, Chairman of MSM Malaysia Holdings Berhad from 2017 to 2020, and Chairman of FGV Holdings Berhad from 2017 to 2021.

He presently sits on the board of directors of Proton Holdings Berhad (since August 2022) and Mardec Berhad (since May 2023). He is also a director and shareholder of several private limited companies, as disclosed in Section 5.2.3 of this Prospectus.

(iv) **Ahmed Fairuz Bin Abdul Aziz**

Ahmed Fairuz Bin Abdul Aziz, a Malaysian aged 47, is our Independent Non-Executive Director. He was appointed to our Board on 25 September 2024.

He graduated from the London School of Economics and Political Science, United Kingdom with a Bachelor of Science in Accounting and Finance in July 2001. He was admitted as an associate of the Institute of Chartered Accountants in England and Wales ("**ICAEW**"), United Kingdom, in January 2006 and became a fellow of ICAEW in January 2016. He has also been a member of the Malaysian Institute of Accountants ("**MIA**") since 2015.

He began his career in September 2001 as an Audit Assistant at Arthur Andersen & Co's Assurance and Business Advisory Department. Following the merger with Ernst & Young in June 2002, he continued with the company as a Senior Associate until December 2004, during which he performed statutory audits and non-statutory assignments including financial due diligence and operational reviews for various companies.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

In February 2005, he joined CIMB Investment Bank Berhad as an Executive in the Investment Banking Division, where he was involved in identifying and originating debt and equity deals for existing and potential clients, as well as overseeing deal execution. He was later promoted to Manager, Group Corporate Finance in the bank's Group Strategy Department, where he handled mergers and acquisitions, divestments, fundraising, and internal restructuring activities.

In August 2008, he left CIMB Investment Bank and joined Naza Motor Trading Sdn Bhd as Senior Manager of Corporate Finance. He held various roles within the Naza group of companies ("**Naza Group**") and was promoted to Head of Group Corporate Finance, and subsequently to Group Chief Financial Officer, where he oversaw financial reporting, treasury, tax and corporate finance functions for the Naza Group. He left the Naza Group in August 2015.

In January 2016, he joined KUB Malaysia Berhad, a public company listed on the Main Market of Bursa Securities, as Group Chief Financial Officer. He was promoted to Group Chief Executive Officer in December 2019 and was later appointed to the board of directors of KUB Malaysia Berhad as Group Managing Director in October 2020, a position he currently holds. In his role as the Group Managing Director of KUB Malaysia Berhad, he is responsible for overseeing the group's overall performance, managing operations, and providing strategic guidance to the management team.

He is also a director of several public and private limited companies, as disclosed in Section 5.2.3 of this Prospectus.

(v) **Faridah Bt Iskandar**

Faridah Bt Iskandar, a Malaysian aged 46, is our Independent Non-Executive Director. She was appointed to our Board on 25 September 2024.

She obtained a Bachelor of Arts from University of Cambridge, United Kingdom, in June 2001, and a Master of Science in Forensic Science from the University of Strathclyde, United Kingdom, in November 2004. She obtained her Master of Arts from University of Cambridge, United Kingdom, in April 2005.

She began her career in December 2002 with Scottish Water Scientific Services as a Chemist, serving in that role until she left the organisation in September 2003 to pursue her Master's degrees. Upon completing her Master's degrees, she joined LGC Ltd as a Senior Forensic Practitioner in January 2005, where she worked with a number of crime prevention agencies and police forces in England and Wales.

In May 2008, she left and joined the Ministry of Justice, United Kingdom ("**MOJ**") as a Scientific Officer. In this role, she was responsible for managing various analytical projects, building cross-ministerial relationships, and stakeholder management.

In February 2011, she left MOJ and joined Capgemini Consulting (now known as Capgemini Invent) as a Consultant and was subsequently promoted to Senior Consultant in January 2013, where she was responsible for leading and supporting various analytics and organisational-focused projects across multiple sectors, including energy, government and retail.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

She returned to Malaysia and joined the Boston Consulting Group as a Consultant in January 2015. She was promoted several times within the Boston Consulting Group, including to Project Leader in January 2017, and Principal in October 2019. During her tenure with the Boston Consulting Group, she led and delivered multiple strategy and implementation engagements for clients in Southeast Asia.

She also managed diverse teams to develop and deliver insights and outcomes, leading client engagements and advising the senior management and board of directors of corporate clients. She left the Boston Consulting Group in April 2021.

In May 2021, she joined Copperleaf Technologies (Malaysia) Sdn Bhd ("**Copperleaf**") as Country General Manager and became the Head of Southeast Asia in July 2022, a position she currently continues to hold. In this role, she leads the Southeast Asia business of the company and is involved in all business-critical activities of Copperleaf, including strategy and operating model evolution, recruitment and people development, product enhancement, business growth strategies, and brand awareness and marketing.

She has been an Independent Non-Executive Director of AHAM Asset Management Berhad since July 2022 and Bintang Capital Partners Berhad since September 2022, as disclosed in Section 5.2.3 of this Prospectus.

(vi) **Lim Chern Fang**

Lim Chern Fang, a Singaporean aged 45, is the Alternate Director to Bah Kim Lian and is our Chief Marketing Officer. She was appointed as an Alternate Director to Bah Kim Lian on 20 September 2024.

She graduated with a Bachelor of Business in Marketing/International Trade from Victoria University, Australia in May 2003. She has also been a Certified Digital Marketing Specialist (certified by the Digital Marketing Institute) since February 2019.

She began her career as the Marketing Manager of Handal Indah in January 2003, becoming a pioneer member of the management of Handal Indah. During the early stages of the bus transportation business, she was instrumental in shaping the operations of Handal Indah, including formulating strategic plans for the operations team, establishing and implementing occupational health and safety policies, and nurturing talent for leadership roles within Handal Indah. Thereafter, she was primarily responsible for the sales, customer service and marketing aspects of Handal Indah's business, including identifying new business opportunities and sales trends, as well as implementing customer service standards.

In August 2016, she was promoted to the position of Marketing Director, where she continued to lead and oversee the customer service, sales, and marketing department. Her responsibilities included developing and implementing marketing strategies, promoting brand recognition and awareness, identifying new business and collaboration opportunities, and collaborating with cross-functional teams to achieve targeted sales and revenue goals. In December 2019, she was re-designated as the Deputy Executive Director of Handal Indah, where she was primarily responsible for overseeing business development initiatives.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

With over 22 years of experience in the bus transportation industry, she was appointed as Chief Marketing Officer in September 2024. In this role, she is responsible for leading the sales, marketing, and business development efforts of our Group, as well as maintaining our Group's relationships with its customers and stakeholders.

She is also currently a director and shareholder of several private limited companies, as disclosed in Section 5.2.3 of this Prospectus.

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5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

5.2.2 Shareholdings of our Directors

The following table sets out the direct and indirect shareholdings of our Directors before and after our IPO:

Name	As at the LPD ⁽¹⁾				After the Share Split ⁽²⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Raja Datuk Zaharaton Binti Raja Zainal Abidin	-	-	-	-	-	-	-	-
Bah Kim Lian	8,000,000	8.00	⁽⁴⁾ 75,000,000	75.00	32,400,000	8.00	⁽⁴⁾ 303,750,000	75.00
Lim Chern Chuen	-	-	-	-	-	-	-	-
Datuk Wira Azhar Bin Abdul Hamid	-	-	-	-	-	-	-	-
Ahmed Fairuz Bin Abdul Aziz	-	-	-	-	-	-	-	-
Faridah Bt Iskandar	-	-	-	-	-	-	-	-
Lim Chern Fang	-	-	-	-	-	-	-	-
Name	Upon our Listing ⁽³⁾							
	Direct		Indirect					
	No. of Shares	%	No. of Shares	%				
Raja Datuk Zaharaton Binti Raja Zainal Abidin	-	-	-	-				
Bah Kim Lian	32,400,000	6.48	⁽⁴⁾ 268,750,000	53.75				
Lim Chern Chuen	-	-	-	-				
Datuk Wira Azhar Bin Abdul Hamid	-	-	-	-				
Ahmed Fairuz Bin Abdul Aziz	-	-	-	-				
Faridah Bt Iskandar	-	-	-	-				
Lim Chern Fang	-	-	-	-				

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

Notes:

- (1) *Based on the total number of Shares of 100,000,000 as at the LPD.*
- (2) *Based on the total number of Shares of 405,000,000 after the Share Split.*
- (3) *Based on the enlarged issued Shares of 500,000,000 upon our Listing.*
- (4) *Deemed interested by virtue of the shareholding of her spouse pursuant to Section 8 of the Act.*

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5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

5.2.3 Principal directorship and principal business activities of our Directors outside our Group in the past five years

Save as disclosed below, none of our Directors are involved in any other principal business activities outside our Group as at the LPD. The following tables set out the principal directorships, shareholdings and involvement of our Directors in principal business activities outside our Group as at the LPD (“**Present Involvement**”) and those which were held in the past 5 years preceding the LPD (“**Past Involvement**”):

(i) Raja Datuk Zaharaton Binti Raja Zainal Abidin

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
Kumpulan RZA Sdn Bhd	Investment holding company that hold shares in various companies involved in, among others, distribution of office equipment; providing freight forwarding and warehousing facilities services; and distributing of pharmaceutical and chemical products	Director and shareholder	18 February 2006	-
Areca Capital Sdn Bhd	The management of private and unit trust funds	Director	18 March 2008	-
RAZA Sdn Bhd	Investment holding company that hold shares in various companies involved in, among others, supply of office equipment and stationery	Director	25 May 2011	-
Yinson Holdings Berhad (<i>listed on the Main Market of Bursa Securities</i>)	Investment holding and provision of management services. Its subsidiaries are principally involved in the provision of integrated services for FPSO and FSO, renewable energy and green technology	Independent Non-Executive Director	11 August 2016	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Lima Zed Harta Sdn Bhd	Activities of holding companies; real estate activities with own or leased property N.E.C. ⁽¹⁾	Director and shareholder	9 September 2016	-
RAZA Harta Sdn Bhd	Oil palm related activity	Director	1 January 2025	-
RZA Warehousing Sdn Bhd	Provision of bonded and general warehousing facilities and related services	Director	1 January 2025	-
Kumpulan RZA Harta Sdn Bhd	Investment holding in real properties	Director	1 January 2025	-
RZA Forwarding Sdn Bhd	Provision of freight forwarding and related services	Director	1 January 2025	-
Past Involvement				
Astra Partners Sdn Bhd	Dormant (Dissolved on 26 February 2022)	Director	30 March 2009	-
Big Tree Outdoor Sdn Bhd	Provision of advertising space and related services, investment holding and management services	Director	24 February 2010	31 March 2020
Primeworks Studios Sdn Bhd	Production of television content and motion picture films, acquiring ready made films local producers and production houses and investment holding	Director	10 April 2012	31 March 2020
Taliworks Corporation Berhad <i>(listed on the Main Market of Bursa Securities)</i>	Investment holding, provision of contracting, project and management services	Independent Non-Executive Director	2 July 2015	13 June 2024

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Media Prima Berhad (<i>listed on the Main Market of Bursa Securities</i>)	Investment holding and provision of management services to its subsidiaries. Its subsidiaries are involved in among others, commercial television and radio broadcasting, publishing, printing, sale and distribution of newspapers, home shopping network, provision of internet and digital-based media, provision of outdoor advertising space and related production services, media content production and distribution, property management services, and other media industry related services	Independent Non-Executive Director	13 August 2015	27 May 2022

Note:

(1) The term "N.E.C." shall mean "not elsewhere classified".

(ii) Bah Kim Lian

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Present Involvement				
Yinson Transport (M) Sdn Bhd	Provision of transport services, trading in construction materials and rental of properties	Director	17 April 1984	-
Yinson Corporation Sdn Bhd	Provision of transport services and trading in construction materials and rental of properties	Director	4 May 2006	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Yinson Holdings Berhad <i>(listed on the Main Market of Bursa Securities)</i>	Investment holding and provision of management services. Its subsidiaries are principally involved in the provision of integrated services for FPSO and FSO, renewable energy and green technology	Non-Independent Executive Director and shareholder	9 March 1993	-
Yinson Tyres Sdn Bhd	Operator of tyre service center	Director and shareholder	29 March 1994	-
Liannex Corporation Sdn Bhd	Operation of petrol stations. Transshipment of coal. Assembly, production, distribution and selling of motor vehicles	Director and shareholder	26 July 1999	-
Handal Ceria Sdn Bhd	Provision of information technology solutions, systems integration, computer hardware and software, wireless communication technology and secured vehicles identification solutions	Director and shareholder	1 December 2004	-
Yinson Power Marine Sdn Bhd	Provision of marine transport services	Director	19 September 2008	-
Matteo (Malaysia) Sdn Bhd	Processing tyre retreading	Director and shareholder	25 October 2010	-
Hipgraphy Advertising Sdn Bhd	Advertising, to carry on the business of printers, cleaning contractors	Director and shareholder	17 June 2014	-
Yinson Ventures Sdn Bhd	Activities of holding companies. It holds shares in a company which is involved in, among others, operation of petrol stations and transshipment of coal	Director and shareholder	1 December 2014	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Yinson Capital Sdn Bhd	Provision of management services. Investment holding company which holds shares in various companies involved in, among others, provision of food and beverage services, provision of information tracking and security solution and provision of management consultancy services	Director and shareholder	7 April 2015	-
Handal Ventures Sdn Bhd	Investment holding company which holds shares in companies involved in, among others, production and selling of vehicles and educational support services	Director and shareholder	16 December 2015	-
PDT Handal Sdn Bhd	Non-residential buildings; other passenger land transport N.E.C. ⁽¹⁾ (currently dormant)	Director and shareholder	4 March 2016	-
Liannex Asia Pacific Sdn Bhd	Investment holding company which holds shares in companies involved in provision of transport service, trading in construction materials and rental of properties	Director	11 May 2016	-
JJ Transit Development Sdn Bhd	Construction of buildings N.E.C. ⁽¹⁾ ; freight transport by road (currently dormant)	Director and shareholder	3 June 2016	-
Waja Kasturi Sdn Bhd	Investment holding company. It holds shares in a port handling company	Director and shareholder	11 July 2016	-
Liannex Enterprise Sdn Bhd	Investment holding company which holds shares in companies involved in, among others, wholesale and retail of construction and building	Director	1 September 2016	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
	materials and manufacturing of precast concrete products			
Yinson Legacy Sdn Bhd	Activities of holding companies. It holds shares in companies involved in, among others, provision of technical services for operation and maintenance of oil and gas industry and provision of information tracking and security solution	Director and shareholder	24 January 2019	-
Acacia Motor Services Sdn Bhd	Assembly, production, distribution, selling, maintenance and repair of electric and internal combustion engine motor vehicles	Director and shareholder	10 November 2022	-
Universal Stones Sdn Bhd	Manufacture, supply and installation of stone products	Director and shareholder	30 December 2021	-
Navipulse Sdn Bhd	Providing tracking and security solution and other information technology services activities N.E.C. ⁽¹⁾ Providing information security labelling services	Director and shareholder	8 October 2020	-
Handal Capital Sdn Bhd	To provide money lending services, hire purchase, leasing and other credit facilities	Director and shareholder	28 January 2022	-
Kumpool Sdn Bhd	E-hailing service operator and provision of bus on demand, demand responsive transport and related application software	Director and shareholder	30 December 2022	-
Hil Auto Sdn Bhd (formerly known as Hil Logistics Sdn Bhd)	Providing freight and related handling services (currently dormant)	Director and shareholder	12 September 2023	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Liannex Maritime Sdn Bhd	Activities of holding companies. It holds shares in a company involved in, among others, vessel owning/leasing and provision of vessel chartering and ship management services to oil and gas related industries	Director	24 January 2024	-
EEW Malaysia Sdn Bhd	Structuring pipes for offshore oil, gas, wind and civil construction and submerge arch welding	Director	20 August 2024	-
Waja Securities Sdn Bhd	Dealing in bauxite and providing related handling services (currently dormant)	Shareholder	-	-
Causeway Link Holidays Sdn Bhd	Travel and tourist agents. Transportation and bus services. Coachworks and engineering works	Shareholder	-	-
Liannex Corporation (S) Pte Ltd	Import and export of coal and other minerals, manufacture and assembly of motor vehicles	Director and shareholder	19 July 1993	-
Causeway Link Holidays Pte Ltd	Charters, excursions, tour buses, coach, ticketing and customer service, lease commercial vehicle and hotel reservation and tour guiding	Director and shareholder	19 September 1997	-
Yinson Port Ventures Pte Ltd	Investment holding company that holds shares in a company managing and operating port	Director and shareholder	1 July 2011	-
Indopacific Energy Pte Ltd	Import and export of coal and other minerals	Director and shareholder	1 September 2011	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Manja Link Pte Ltd	Smart card solutions and services and payment and transactions management services	Director and shareholder	25 November 2011	-
Bangsar Corporation Pte Ltd	Property investment	Director	24 May 2012	-
Kangsar Corporation Pte Ltd	Ship brokering services and ship management services	Director	24 May 2012	-
Bursar Corporation Pte Ltd	Ship owner and ship management services	Director	14 November 2012	-
Macassar Corporation Pte Ltd	Ship owner and ship management services	Director	14 November 2012	-
Barisar Corporation Pte Ltd	Ship brokering services and ship management services	Director	29 April 2013	-
Melisar Corporation Pte Ltd	Ship brokering services and ship management services	Director	25 June 2014	-
Gimsar Corporation Pte Ltd	Ship brokering services and ship management services	Director	25 June 2014	-
Kelisar Corporation Pte Ltd	Ship brokering services and ship management services	Director	25 June 2014	-
Nimsar Corporation Pte Ltd	Ship brokering services and ship management services	Director	25 June 2014	-
Yinson Capital Pte Ltd	Investment holding company holding shares in various companies involved in, among others, provision of entertainment, event and artist management services, port and warehouse facilities, food and beverage services and provision of	Director and shareholder	15 October 2014	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
	information tracking and security solution			
Himsar Corporation Pte Ltd	Ship brokering services and ship management services	Director	1 October 2015	-
Ferlisar Corporation Pte Ltd	Ship brokering services and ship management services	Director	2 November 2015	-
Manja Technologies Pte Ltd	Development of computer software and solutions etc	Director and shareholder	5 November 2015	-
Handal Corporation Pte Ltd	Floating crane services. Handling, logistic and ship management	Director	8 April 2016	-
Hugo Mobility Pte Ltd	Mobile application development and transport recommendation services	Director and shareholder	8 June 2016	-
Linnea Blossom Pte Ltd	Investment holding company (currently dormant)	Director	28 December 2017	-
Mulia Capital Pte Ltd	Import and export of coal and other minerals	Director and shareholder	16 January 2018	-
Genesis Legacy Pte Ltd	Investment holding company which holds shares in a company involved in, among others, provision of entertainment, event and artist management services, port and warehouse facilities, food and beverage services, and provision of information tracking and security solution	Director and shareholder	14 February 2019	-
Lianson Investment Pte Ltd	Investment holding company which holds traded shares in companies	Director and shareholder	14 October 2020	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
	involved in, among others, technology services, constructions and financial companies			
Liannex Ecotech Pte Ltd	Vehicles distributorship	Director and shareholder	12 August 2021	-
Kumpool Singapore Pte Ltd	E-hailing service operator, demand responsive transport and related application software; provision of bus on demand	Director and shareholder	2 October 2023	-
Liannex Steel Pipes Pte Ltd	Investment holding company which holds shares in various companies involved in, among others, structuring pipes for offshore oil, gas, wind and civil construction, and submerge arch welding	Director	31 January 2024	-
Liannex Fleet Pte Ltd	Investment holding company which holds shares in various companies involved in, among others, ship brokering services and ship management services	Director	21 February 2024	-
Yinson Overseas Limited	Investment holding company which holds shares in a company involved in, among others, provision of civil construction services and management consulting services for construction projects	Director and shareholder	31 July 2015	-
Liannex Port Services Limited	Dormant (currently in the process of winding-up ⁽²⁾)	Director	20 June 2016	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Yinson Premier Limited	Investment holding company which holds shares in a company involved in, among others, provision of civil construction services and management consulting services for construction projects	Director and shareholder	8 March 2017	-
Past Involvement				
Yinson Marine Services Sdn Bhd	Provision of project management, operation and maintenance of floating facilities	Director	28 July 2007	1 September 2020
Yinson Shipping Sdn Bhd	Forwarding of freight (Wound up on 29 March 2022)	Director	26 June 2008	-
Mobiliti Mampan Sdn Bhd (formerly known as Triton Commuter Sdn Bhd)	Providing bus transportation services. E-hailing service operator	Director	21 December 2009	20 February 2024
Yinson Energy Sdn Bhd	Other service activities incidental to water transportation N.E.C. ⁽¹⁾ ; Brokerage for ship and aircraft space	Director	12 September 2013	1 September 2020
Manja Technologies Sdn Bhd	Development of computer software; provision of information technology solutions, systems integration, computer hardware and software, wireless communication technology and secured vehicle identification solutions	Director	11 October 2013	17 July 2020
Yinson TMC Sdn Bhd	Provision of treasury services to companies within the group	Director	31 July 2014	7 October 2020
Yinson Mawar Sdn Bhd	Investment in properties	Director	21 October 2014	1 September 2020

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Liannex Ventures Sdn Bhd	Investment holding (Struck off on 12 January 2024)	Director	18 May 2016	-
Tuck Seng Loong (Johore Bharu) Sdn Bhd	Transportation of goods and contract hire of vehicles (Struck off on 21 September 2023)	Shareholder	-	-
Yinson Orchid Pte Ltd	Vessel owner and operator (Struck off on 7 December 2020)	Director	23 February 2012	-
Adoon Pte Ltd	Provision of floating marine assets for chartering and service activities. Engineering design and consultancy services supporting mining, oil and gas extraction and offshore exploration activities	Director	17 March 2014	30 November 2020
Floating Operations and Production Pte Ltd	Provision of operations and maintenance of floating marine assets	Director	17 March 2014	30 November 2020
Knock Allan Pte Ltd	Provision of floating marine assets for chartering and service activities. Engineering design and consultancy services supporting mining, oil and gas extraction and offshore exploration activities (Struck off on 10 October 2023)	Director	17 March 2014	30 November 2020
Yinson Production Pte Ltd	Provision of engineering design and consultancy services and service activities incidental to oil and gas extraction (excluding surveying and engineering design and consultancy services supporting mining, oil and gas extraction and offshore exploration activities)	Director	17 March 2014	30 November 2020

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Yinson Engineering Solutions Pte Ltd	Management consultancy services. Operators and charterers of barges, tugboats and bumboats (freight) (Struck off on 10 August 2021)	Director	1 October 2014	-
Yinson Ventures Pte Ltd	Investment holding company (Struck off on 7 December 2020)	Director and shareholder	23 January 2017	-
Yinson Technology Pte Ltd	Investment holding company (Struck off on 7 December 2020)	Director and shareholder	7 June 2017	-
Liannex Labuan Limited	Investment holding (Struck off on 25 September 2020)	Director	25 June 2015	-
Liannex Marine Limited	Dormant (Struck off on 8 November 2022)	Director	20 June 2016	-

Notes:

- (1) The term "N.E.C." shall mean "not elsewhere classified".
- (2) As at the LPD, Liannex Port Services Limited is in the process being wound up by way of members' voluntary winding-up.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

(iii) Lim Chern Chuen

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
Causeway Link Holidays Sdn Bhd	Travel and tourist agents. Transportation and bus services. Coachworks and engineering works	Director	10 March 2014	-
Pimpinan Salam Sdn Bhd	Computer information communicating technology and consultancy services	Director	28 November 2016	-
Yinson Capital Sdn Bhd	Provision of management services. Investment holding company which holds shares in various companies involved in, among others, provision of food and beverage services, provision of information tracking and security solution and provision of management consultancy services	Director	27 June 2018	-
Yinson Legacy Sdn Bhd	Activities of holding companies. It holds shares in companies involved in, among others, provision of technical services for operation and maintenance of oil and gas industry and provision of information tracking and security solution	Director	24 January 2019	-
Manja Technologies Sdn Bhd	Development of computer software; provision of information technology solutions, systems integration, computer hardware	Director and shareholder	17 July 2020	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
	and software, wireless communication technology and secured vehicle identification solutions			
Navipulse Sdn Bhd	Providing tracking and security solution and other information technology services activities N.E.C. ⁽¹⁾ Providing information security labelling services	Director	2 March 2021	-
Handal BCM Sdn Bhd	Production and selling of motor vehicles	Director	1 March 2022	-
Veloci AI Sdn Bhd	Provision of computer programming activities and consultancy for machine learning operations (currently dormant)	Director and shareholder	17 March 2022	-
Handal Lestari Sdn Bhd	Educational support services for provision of non-instructional services	Director	21 February 2023	-
Yinson Capital Pte Ltd	Investment holding company holding shares in various companies involved in, among others, provision of entertainment, event and artist management services, port and warehouse facilities, food and beverage services and provision of information tracking and security solution	Director	15 October 2014	-
Genesis Legacy Pte Ltd	Investment holding company which holds shares in a company	Director	14 February 2019	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
	involved in, among others, provision of entertainment, event and artist management services, port and warehouse facilities, food and beverage services and provision of information tracking and security solution			
Epoch Biosciences Pte Ltd	Investment holding (for investments in medical patents generally) (currently dormant)	Director	5 April 2023	-
PT Handal Bus Listrik	Wholesale trade of new vehicles, repair of vehicles, and wholesale trade in car spare parts and accessories	Director and shareholder	7 October 2022	-
Yinson Premier Limited	Investment holding company which holds shares in a company involved in, among others, provision of civil construction services and management consulting services for construction projects	Director	8 March 2017	-
Past Involvement				
Idamanbay Sdn Bhd	Investment holding (Wound up on 2 September 2024)	Director	13 May 2015	-
Handal Green Mobility Sdn Bhd	Provision of electric vehicle charging station network, infrastructure, hardware, software and related services	Director	3 May 2023	12 November 2024

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Yinson Capital Pte Ltd	Investment holding company holding shares in various companies involved in, among others, provision of entertainment, event and artist management services, port and warehouse facilities, food and beverage services and provision of information tracking and security solution	Chief Executive Officer	15 October 2014	23 October 2024
Yinson Ventures Pte Ltd	Investment holding company (Struck off on 7 December 2020)	Director	23 January 2017	-
Yinson Technology Pte Ltd	Investment holding company (Struck off on 7 December 2020)	Director	7 June 2017	-

Note:

(1) The term "N.E.C." shall mean "not elsewhere classified".

(iv) Datuk Wira Azhar Bin Abdul Hamid

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
Asia ICM Resources Sdn Bhd	Investment holding company that holds shares in a company involved in retail sale and wholesale	Director	28 March 2013	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Fortune Allbest Sdn Bhd	Hotel and restaurant	Director and shareholder	4 September 2015	-
Hicom Diecastings Sdn Bhd	Manufacture and supply of diecast for motorcycles, automobiles and other applications	Director	1 August 2021	-
Hicom Automotive Manufacturers (Malaysia) Sdn Bhd	Manufacturing and assembling of motor vehicles and other road transport vehicles	Director	1 August 2021	-
Hicom-Tecksee Malaysia Sdn Bhd	Manufacturing	Director	1 August 2021	-
PHN Industry Sdn Bhd	Manufacture and sale of thermo plastic and thermo setting products	Director	1 August 2021	-
PHN Industry Sdn Bhd	Manufacturing stamped metal parts, sub-assembly of automotive components for the motor industry and design manufacture of dies	Director	1 August 2021	-
ICM Womai Technology Sdn Bhd	Retail sale of any kind of product over the internet and wholesale of a variety of goods without any particular specialization N.E.C. ⁽¹⁾	Director	27 October 2021	-
PONSB Capital Berhad	Other financial service activities, except insurance/takaful and pension funding N.E.C. ⁽¹⁾	Director	4 August 2022	-
Perusahaan Otomobil Nasional Sdn Bhd	Manufacturing, assembling and selling motor vehicles and related products	Director	4 August 2022	-
Proton Marketing Sdn Bhd	Investment holding company that hold shares in various companies involved in, among others, sale of motor vehicles and related motor vehicle components, spare parts	Director	4 August 2022	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
	and accessories; and business of assemblers of motor vehicles			
Proton Holdings Berhad	Investment holding company that hold shares in various subsidiaries involved in, among others, manufacturing, assembling and selling motor vehicles and related products such as motor vehicle components, spare parts and accessories	Director	4 August 2022	-
Proton Edar Sdn Bhd	Sale of motor vehicles and related spare parts and accessories, business of assemblers of motor vehicles and all kinds of the carriage of passengers and goods, to buy, sell, repair, let to hire, alter and deal in motor cars, machineries, parts accessories and fittings of all kinds of motors	Director	4 August 2022	-
Mardec Berhad	Investment holding and provision of the management services. Its subsidiaries are involved in among others, trading and processing of rubber and rubber-based products	Director	25 May 2023	-
Malaya Bharat Agrotech Sdn Bhd	To carry on the business as plantation, agro and allied activities	Director and shareholder	11 December 2023	-
Past Involvement				
Chelsea Capital Sdn Bhd	Other management consultancy activities N.E.C. ⁽¹⁾ (Dissolved on 15 July 2020)	Director and shareholder	18 August 2010	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Lianson Fleet Group Berhad <i>(formerly known as Icon Offshore Berhad) (listed on the Main Market of Bursa Securities)</i>	Investment holding. Its subsidiaries are involved in among others, vessel owning/ leasing and provision of vessel chartering and ship management services to oil and gas related industries	Senior Independent Non-Executive Director	26 February 2014	30 May 2024
Hume Cement Industries Berhad <i>(listed on the Main Market of Bursa Securities)</i>	Investment holding. Its subsidiaries are involved in among others, manufacturing and sale of cement and cement related products and manufacturing, marketing and sale of concrete and concrete related products	Independent Non-Executive Director	3 April 2015	2 April 2024
Harbour Food Court Sdn Bhd	Food court (Dissolved on 4 February 2022)	Director and shareholder	4 September 2015	-
Flashcash Sdn Bhd	Financial technology	Director	5 December 2017	16 March 2022
FGV Holdings Berhad <i>(listed on the Main Market of Bursa Securities)</i>	Investment holding company. Its subsidiaries are involved in among others, oil palm plantation and its related downstream activities, sugar refining, trading, logistics, marketing, rubber processing, research and development activities and related agribusiness activities	Non-Independent Non-Executive Chairman / Director	8 September 2017	1 April 2021
MSM Malaysia Holdings Berhad <i>(listed on the Main Market of Bursa Securities)</i>	Investment holding. Its subsidiaries are involved in among others, sugar refining, sales and marketing of refined sugar products	Non-Independent Non-Executive Chairman / Director	26 September 2017	31 May 2020

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Ahmad Zaki Resources Berhad (<i>listed on the Main Market of Bursa Securities</i>)	Investment holding, providing management services and as contractors of civil and structural construction works	Non-Independent Non-Executive Director	20 October 2020	15 July 2021
Horsedale Development Berhad	Property development, development and management of a golf resort and hotel	Director	2 April 2021	3 May 2024
Mass Rapid Transit Corporation Sdn Bhd	To facilitate, undertake and expedite public infrastructure project approved by the Malaysian Government	Director	11 May 2021	7 March 2022
Complex Global Resources Sdn Bhd	Engaged in the business of landscaping, cleaning and maintenance services	Director	7 January 2022	26 June 2024
Mardec Fertilizer Sdn Bhd	Export and import of rubber	Director	30 May 2023	12 October 2023
Mardec Industrial Latex Sdn Bhd	Manufacturing of industrial latex	Director	30 May 2023	12 October 2023
Mardec International Sdn Bhd	Investment holding company, trading in natural rubber and latex	Director	30 May 2023	12 October 2023
Mardec Polymers Sdn Bhd	Investment holding company	Director	30 May 2023	12 October 2023
Mardec Processing Sdn Bhd	Purchasing and processing of natural rubber	Director	30 May 2023	12 October 2023
M-Pol Defence Sdn Bhd	Manufacturer of rubber-based products	Director	30 May 2023	12 October 2023
M-Pol Industrial Products Sdn Bhd	Manufacture of other rubber products N.E.C. ⁽¹⁾	Director	30 May 2023	12 October 2023

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
M-Pol Microguard Sdn Bhd	Wholesale of a variety of goods without any particular specialization N.E.C. ⁽¹⁾	Director	30 May 2023	12 October 2023
M-Pol Plastics Products Sdn Bhd	Manufacture of other rubber products N.E.C. ⁽¹⁾	Director	30 May 2023	12 October 2023
M-Pol Precision Products Sdn Bhd	Manufacture and sale of moulded, extruded and other custom-made rubber products	Director	30 May 2023	12 October 2023
Regal Mardec Sdn Bhd	Manufacture of other products of natural or synthetic rubber, unvulcanized, vulcanized or hardened	Director	30 May 2023	12 October 2023

Note:

(1) The term "N.E.C." shall mean "not elsewhere classified".

(v) Ahmed Fairuz Bin Abdul Aziz

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
KUB Development Berhad	Construction of buildings N.E.C. ⁽¹⁾ (currently dormant)	Director	29 November 2016	-
Cybertrek (Malaysia) Sdn Bhd	Other information technology service activities N.E.C. ⁽¹⁾ (currently dormant)	Director	29 November 2016	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Gerik Timber Industries Sdn Bhd	Sawmilling and planing of wood and rubber wood logging (currently dormant)	Director	29 November 2016	-
KUB Realty Sdn Bhd	Management of real estate on a fee or contract basis (currently dormant)	Director	24 May 2017	-
Empirical Systems (M) Sdn Bhd	Providing information and communication technology, infrastructure and consultations (currently dormant)	Director	26 February 2019	-
Solar Gas Sdn Bhd	Manufacture (refilling), wholesale, marketing and distribution of liquefied petroleum gas and related accessories	Director	1 April 2019	-
KUB Sepadu Sdn Bhd	Cultivation of oil palm and management of oil palm estate	Director	1 April 2019	-
KUB Agro Holdings Sdn Bhd	Investment holding, provision of management services to its subsidiaries and business of planting, growing, cultivating, producing and raising plantations of palm oil or other palms and various forest species of proven utility and maintaining, conserving, protecting, preserving, tending, exploiting and managing in all respect of crops and trees. Its subsidiaries are involved in among others, cultivation of oil palm and management of oil palm estates	Director	1 April 2019	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
KUB Power Sdn Bhd	Supply and erection of electrical substations and transmission lines	Director	1 April 2019	-
KUB Maju Mill Sdn Bhd	Processing of palm oil (currently dormant)	Director	1 April 2019	-
Admuda Services Sdn Bhd	Activities of holding companies (currently dormant)	Director	14 October 2019	-
KUB Gas Terminal Sdn Bhd	Warehousing and storage services; wholesale of liquefied petroleum gas; operation of terminal facilities	Director	12 December 2019	-
Peraharta Sdn Bhd	Property management, maintenance and development for sale and rental	Director	12 December 2019	-
KUB Ekuiti Sdn Bhd	Investment holding company that hold shares in various companies involved in, among others, management of real estate on a fee or contract basis and construction of buildings N.E.C. ⁽¹⁾	Director	12 December 2019	-
Connecta Sdn Bhd	Other telecommunication activities N.E.C. ⁽¹⁾ ; other information technology service activities N.E.C. ⁽¹⁾	Director	20 January 2020	-
KUB Malaysia Berhad (<i>listed on the Main Market of Bursa Securities</i>)	Investment holding and provision of management services to its subsidiaries. Its subsidiaries are involved in among others, importation, bottling, trading and storage of liquefied petroleum gas; manufacturing wires and cables;	Group Managing Director	1 October 2020	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
	assembly and commissioning of telecommunication equipment; supply and erection of electrical substations and transmission lines; property management and cultivation of oil palm and management of oil palm estate			
KUB Telekomunikasi Sdn Bhd	Assembling, commissioning and maintenance of information technology and telecommunication equipment	Director	28 November 2023	-
Central Cables Berhad	Manufacturing of cables and wires	Director	1 October 2024	-
Past Involvement				
Duralite (M) Sdn Bhd	Manufacture, production and trading of innovative integrated building materials and its raw material and other components (Dissolved on 29 November 2022)	Director	24 January 2006	-
KUB Teknologi Sdn Bhd	Computer programming activities; export and import of computer hardware, software and peripherals; computer facilities management activities (Dissolved on 30 April 2021)	Director	29 November 2016	-
KUB Hotel and Resort Management Sdn Bhd	Hotels and resort hotels (Dissolved on 17 May 2023)	Director	29 November 2016	-
ITTAR Sdn Bhd	Administrative educational services (Dissolved on 7 July 2023)	Director	29 November 2016	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Kesina Development Sdn Bhd	Real estate activities with own or leased property N.E.C. ⁽¹⁾ (Dissolved on 14 June 2022)	Director	29 November 2016	-
Perumahan KUB Sdn Bhd	Land subdivision with land improvement; buying, selling, renting and operating of self-owned or leased real estate – land; real estate activities with own or leased property N.E.C. ⁽¹⁾ (Dissolved on 14 June 2022)	Director	29 November 2016	-
Peramining Sdn Bhd	Quarrying, rough trimming and sawing of monumental and building stone such as marble, granite (dimension stone), sandstone (Dissolved on 14 June 2022)	Director	29 November 2016	-
Credensoft Solutions Sdn Bhd	Other information technology service activities N.E.C. ⁽¹⁾ (Dissolved on 23 February 2022)	Director	29 November 2016	-
KUB Microelectronics Sdn Bhd	Manufacturer of computer diskettes (Dissolved on 10 October 2023)	Director	29 November 2016	-
ITTAR-IPP (PJ) Sdn Bhd	Administrative educational services; other education N.E.C. ⁽¹⁾ (Dissolved on 30 April 2021)	Director	24 May 2017	-
Restoran Kualiti Sdn Bhd	Activities of holding companies (Dissolved on 7 June 2022)	Director	4 March 2019	-
KFT International (Malaysia) Sdn Bhd	Supplying, delivery, installation, commissioning and maintenance of telecommunication equipment (Dissolved on 14 June 2022)	Director	1 April 2019	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
Malua Plantation Sdn Bhd	Developing land, planting, growing, land and properties, plantation, general merchants	Director	1 April 2019	30 April 2021
Pos Malaysia Berhad <i>(listed on the Main Market of Bursa Securities)</i>	Provision of postal and its related services which include receiving and dispatching of postal articles, postal financial services, dealing in philatelic products and sale of postage stamps	Independent Non-Executive Director	19 September 2019	1 November 2023
Pameran Istimewa Sdn Bhd	Investment holding	Director	14 October 2019	26 August 2020
Knowledge Builder Sdn Bhd	Construction of buildings N.E.C. ⁽¹⁾	Director	19 November 2019	30 September 2020
KUB Singgahsana (PJ) Sdn Bhd	Assets/portfolio management (Dissolved on 30 April 2021)	Director	12 December 2019	-
KUB Gas Sdn Bhd	Export and import of liquefied petroleum gas (Dissolved on 30 April 2021)	Director	16 January 2020	-
Perbiba Sdn Bhd	Construction of buildings N.E.C. ⁽¹⁾ (Dissolved on 10 August 2023)	Director	16 January 2020	-

Note:

(1) The term "N.E.C." shall mean "not elsewhere classified".

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

(vi) Faridah Bt Iskandar

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
AHAM Asset Management Berhad	Establishment, management and distribution of unit trust funds, exchange-traded funds and private retirement schemes as well as provision of fund management services to private clients	Director	29 July 2022	-
Bintang Capital Partners Berhad	Managing private equity investment	Director	1 September 2022	-
Past Involvement				
Nil				

(vii) Lim Chern Fang

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
Hil Forwarding & Shipping Sdn Bhd	Freight transport by road	Director and shareholder	19 July 2018	-
Yinson Legacy Sdn Bhd	Activities of holding companies which holds shares in companies involved in, among others, provision of technical services for	Director	24 January 2019	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name of company / entity	Principal activities	Involvement in business activities	Date of appointment	Date of resignation
	operation and maintenance of oil and gas industry and provision of information tracking and security solution			
Yinson Capital Pte Ltd	Investment holding company holding shares in various companies involved in, among others, provision of entertainment, event and artist management services, port and warehouse facilities, food and beverage services and provision of information tracking and security solution	Director	15 October 2014	-
Mulia Capital Pte Ltd	Import and export of coal and other minerals	Director and shareholder	16 January 2018	-
Genesis Legacy Pte Ltd	Investment holding company which holds shares in a company involved in, among others, provision of entertainment, event and artist management services, port and warehouse facilities, food and beverage services and provision of information tracking and security solution	Director	14 February 2019	-
Lianson Smiling Planet Pte Ltd	Investment holding (currently dormant)	Director	31 May 2021	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Past Involvement				
Pimpinan Salam Sdn Bhd	Computer information communicating technology and consultancy services	Director	28 November 2016	25 August 2022
Universal Stones Sdn Bhd	Manufacture, supply and installation of stone products	Director	18 September 2017	1 February 2023
Hil Auto Sdn Bhd (<i>formerly known as Hil Logistics Sdn Bhd</i>)	Providing freight and related handling services (currently dormant)	Director	19 July 2018	13 September 2023
Manja Technologies Sdn Bhd	Development of computer software; provision of information technology solutions, systems integration, computer hardware and software, wireless communication technology and secured vehicle identification solutions	Director	17 July 2020	25 August 2022
Duchessandco Pte Ltd	Retail sale of fashion, accessories and etc. (Struck off on 6 May 2024)	Director	13 March 2017	-
Yinson Technology Pte Ltd	Investment holding company (Struck off on 7 December 2020)	Director	7 June 2017	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

The involvement of our Directors in those business activities outside our Group will not affect their commitment and responsibilities to our Group in their respective roles as our Directors, as:

- (i) our Non-Executive Directors are not involved in the day-to-day operations of our Group, and their involvement in other business activities outside our Group will not affect their contributions to our Group; and
- (ii) our Executive Director is not involved in the management and day-to-day operations of those businesses outside our Group, other than attending meetings of the board of directors on which he serves. Such businesses do not require his involvement on a daily basis as these businesses are managed by their respective management.

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5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

5.2.4 Service contracts with our Directors

As at the date of this Prospectus, there are no existing or proposed service contracts between our Directors and us which provide for benefits upon termination of employment.

5.2.5 Directors' remuneration and material benefits-in-kind

The remuneration and material benefits-in-kind (including and contingent or deferred remuneration) paid and proposed to be paid to our Directors for services rendered to us in all capacities to our Group for the FYE 2025 and proposed to be paid for the FYE 2026 are as follows:

FYE 2025 (Paid and proposed to be paid)	Salaries	Director's fees	Bonuses	Statutory contributions	Allowances	Benefits-in-kind	Total
	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)
Raja Datuk Zaharaton Binti Raja Zainal Abidin	-	50	-	-	2	-	52
Bah Kim Lian	⁽¹⁾ 506	33	-	⁽¹⁾ ⁽²⁾ 21	2	-	562
Lim Chern Chuen	1,939	-	206	-	-	-	2,145
Datuk Wira Azhar Bin Abdul Hamid	-	45	-	-	3	-	48
Ahmed Fairuz Bin Abdul Aziz	-	45	-	-	2	-	47
Faridah Bt Iskandar	-	45	-	-	2	-	47
Lim Chern Fang	1,021	-	128	⁽³⁾ 55	-	-	1,204

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Notes:

- (1) The salaries and statutory contributions received from 1 February 2024 to 25 September 2024 (being the date of re-designation to Non-Independent Non-Executive Director).
- (2) Including contributions to the Employees Provident Fund, Social Security Organisation and Employment Insurance System.
- (3) Lim Chern Fang, a Singaporean based in the Singapore branch office, received contributions to Singapore's Central Provident Fund.

FYE 2026 (Proposed to be paid)	Salaries	Director's fees	Bonuses	Statutory contributions	Allowances	Benefits-in- kind	Total
	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)	(RM'000)
Raja Datuk Zaharaton Binti Raja Zainal Abidin	-	150	-	-	5	-	155
Bah Kim Lian	-	100	-	-	5	-	105
Lim Chern Chuen	2,150	-	750	-	-	-	2,900
Datuk Wira Azhar Bin Abdul Hamid	-	135	-	-	14	-	149
Ahmed Fairuz Bin Abdul Aziz	-	135	-	-	14	-	149
Faridah Bt Iskandar	-	135	-	-	14	-	149
Lim Chern Fang	1,150	-	400	(1)70	-	-	1,620

Note:

- (1) Lim Chern Fang, a Singaporean based in the Singapore branch office, received contributions to Singapore's Central Provident Fund.

The remuneration of our Directors, which includes Directors' fees, bonus and such other allowances as well as other benefits, must be considered and recommended by our Nomination and Remuneration Committee and subsequently approved by our Board. Our Directors' fees must be further approved/endorsed by our shareholders at a general meeting.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

5.2.6 Audit Committee

Our Audit Committee was established by our Board on 25 September 2024. Our Audit Committee currently comprises the following members, all of whom are our Independent Non-Executive Directors:

Name	Designation	Directorship	
Ahmed Fairuz Bin Abdul Aziz	Chairman	Independent Director	Non-Executive
Datuk Wira Azhar Bin Abdul Hamid	Member	Senior Independent Executive Director	Non-Executive
Faridah Bt Iskandar	Member	Independent Director	Non-Executive

Our Audit Committee undertakes, among others, the following responsibilities and duties as stated in its terms of reference:

- (i) Review our Group's quarterly results and year-end financial statements before submission to our Board, focusing particularly on:
 - (a) changes in or implementation of major accounting policy;
 - (b) significant and unusual events or transactions, and how these matters are addressed;
 - (c) significant adjustments arising from the management;
 - (d) compliance with accounting standards and other legal requirements; and
 - (e) the going concern assumption.
- (ii) External Audit
 - (a) assess the suitability, objectivity and independence of the external auditors on an annual basis based on established policies and procedures, and the annual performance evaluation of the external auditors undertaken by our Audit Committee. The policies and procedures should include the following considerations:
 - (i) criteria to decide on the appointment and re-appointment of the external auditors. The criteria should include an assessment of the competency, audit quality and resource capacity of the external auditors in relation to the audit. The assessment should also consider the information as presented in the Annual Transparency Report of the audit firm. If the Annual Transparency Report is not available, our Audit Committee may engage the audit firm on matters typically covered in an Annual Transparency Report, including the audit firm's governance and leadership structure as well as measures undertaken by the firm to uphold audit quality and manage risks;
 - (ii) appropriateness of audit fees to support a quality audit;

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

- (iii) non-audit services must be approved by our Audit Committee before they rendered by the external auditors and its affiliates, while taking into account the nature of the non-audit services and the appropriateness of the level of fees;
 - (iv) obtain written assurance from the external auditors confirming that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the terms of all relevant professional and regulatory requirements; and
 - (v) annual evaluation on the performance of the external auditors by the management and our Audit Committee.
- (b) to consider the nomination and appointment of external auditors, and to consider the adequacy of experience and resources of the external auditors and determine the audit fee;
- (c) to review any letter of resignation from the external auditors and any questions of resignation or dismissal;
- (d) to discuss with the external auditors, prior to the commencement of audit, the audit plan which states the nature and scope of audit;
- (e) to review major audit findings arising from the interim and final external audits, the audit report and the assistance given by our Group's officers to the external auditors;
- (f) to review with the external auditors, their evaluation of the system of internal controls, their management letter and management's responses;
- (g) to review whether there is reason (supported by grounds) to believe that the external auditors are not suitable for re-appointment; and
- (h) discuss the contracts for the provision of non-audit services which can be entered into and procedures that must be followed by the external auditors. The contracts cannot be entered into should include management consulting, policy and standard operating procedures documentation, strategic decision and internal audit.
- (iii) Review with the external auditors on the following and report the same to our Board:
 - (a) audit plan;
 - (b) audit report;
 - (c) evaluations of the system of internal controls;
 - (d) the assistance given by the employees to the external auditors;
 - (e) external auditors' management letter and management's response thereto; and
 - (f) any significant audit findings, reservations, difficulties encountered or material weaknesses reported by the external auditors.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

- (iv) Review the following in respect of internal audit:
 - (a) mandate the internal audit function to report directly to our Audit Committee;
 - (b) adequacy of scope, functions and resources of the firm of internal auditors (that was engaged to undertake the internal audit function) and that it has the necessary authority to carry out its work;
 - (c) the internal audit plan, processes, the results of the internal audit assessments, investigation undertaken and ensure that appropriate actions are taken on the recommendations of the internal audit function;
 - (d) the major findings of internal audit investigations and management's response, and ensure that appropriate actions are taken on the recommendations of the internal audit function;
 - (e) ensure our Internal Control Framework is maintained, including periodically reviewing controls, organising self-assessments and ensuring the effectiveness of the system;
 - (f) ensure we adopt the Standards and Principles outlined in the International Professional Practices Framework of The Institute of Internal Auditors;
 - (g) review and approve any appointment, termination or resignation of the firm of internal auditors; and
 - (h) takes cognisance of resignations of internal audit staff members and provides the resigning staff member an opportunity to submit his reasons for resigning.
- (v) Review with the internal auditors on the following and report the same to our Board:
 - (a) effectiveness of the internal audit processes as well as the adequacy of the resource requirements, competency and the budget of the internal audit function;
 - (b) the internal audit report containing the internal audit findings, commentaries and recommendations and to follow-up on remedial actions;
 - (c) effectiveness of the internal control systems and risk management systems and have them considered if necessary; and
 - (d) external auditors' report of deficiencies in internal control and management's response thereto.
- (vi) Review the following and report the same to our Board:
 - (a) the annual statement of internal control to be published in the annual report;

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

- (b) any related party transactions and conflict of interest situations that may arose, persist or may arise including any transaction, procedure or course of conduct that raises questions of management integrity, and the measures taken to resolve, eliminate, or mitigate such conflicts and make recommendations to our Board that such transactions are at arm's length and in the best interest of our Group;
 - (c) to consider major findings of any internal investigations and management's response thereon;
 - (d) any letter of resignation from the external auditors or suggestions for their dismissal; and
 - (e) Whether there is reason (supported by grounds) to believe that the external auditors are not suitable for reappointment.
- (vii) Assess processes and procedures to ensure compliance with all laws, rules and regulations, directives and guidelines established by the relevant regulatory bodies.
- (viii) Oversee the sustainability our management.
- (ix) Oversee the anti-bribery our management.
- (x) Appoint Compliance Officer or the Committee Chairman to serve as a reporting channel role for whistle-blower who concerned about speaking or by email of his/her concern.
- (xi) Review implementation and adequacy of our Group's business continuity plan.
- (xii) Report any suspected frauds/ irregularities, serious internal control deficiencies, suspected infringement of laws, rules and regulations that warrants the attention of our Board.
- (xiii) Carry out any other function that may be mutually agreed upon by our Audit Committee and our Board.
- (xiv) Conduct an annual assessment of the suitability, objectivity and independence of the external audit firm.
- (xv) Internal Control System
 - (a) to assess the quality and effectiveness of the systems of the internal control and the efficiency of our Group's operations;
 - (b) to review the findings on the internal control in our Group by internal and external auditors; and
 - (c) to review and approve the Statement on Internal Control for the annual report as required under the Listing Requirements.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

(xvi) Corporate Governance

- (a) to review the effectiveness of the system for monitoring compliance with laws and regulations and the results of management's investigation and follow up (including disciplinary action) any instances of non-compliance;
- (b) to review the findings of any examinations by regulatory authorities;
- (c) to consider any related party transaction and conflict of interest that may arise within our Group including any transaction, procedure or course of conduct that raises questions of integrity;
- (d) to review and approve the statement of corporate governance for the annual report as required under the Listing Requirements;
- (e) to examine instances and matters that may have compromised the principles of corporate governance and report back to our Board;
- (f) to review our investor relations programme and shareholder communication policy;
- (g) to develop and regularly review our Group's Code of Corporate Governance and business ethics;
- (h) where our Audit Committee is of the view that a matter reported by it to our Board has not been satisfactorily resolved, resulting in a breach of the Listing Requirements, our Audit Committee must promptly report such matters to Bursa Securities; and
- (i) any such other functions as may be agreed by our Audit Committee and our Board:
 - to review reporting information about the contents and operations of the anti-bribery management system at regular intervals and order a regular review (at least once every 3 years) of the anti-bribery management system to ensure the system is kept robust and up to date; and
 - to ensure the management has adequate and appropriate resources needed for the effective operation of the anti-bribery management system are allocated to fulfil and comply with the Malaysian Anti-Corruption Commission Act 2009.

5.2.7 Risk Committee

Our Risk Committee was established by our Board on 25 September 2024. Our Risk Committee currently comprises the following members, the majority being our Independent Non-Executive Directors:

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Name	Designation	Directorship
Faridah Bt Iskandar	Chairman	Independent Non-Executive Director
Datuk Wira Azhar Bin Abdul Hamid	Member	Senior Independent Non-Executive Director
Ahmed Fairuz Bin Abdul Aziz	Member	Independent Non-Executive Director
Lim Chern Chuen	Member	Executive Director cum Chief Executive Officer

Our Risk Committee undertakes, among others, the following responsibilities and duties as stated in its terms of reference:

- (i) Determine that there is a robust process in place for identifying, managing, and monitoring critical risks; overseeing the execution of that process; and ensure its continuous improvement as the business environment changes;
- (ii) Review the effectiveness of the risk management framework in identifying and managing risks which include but are not limited to ensuring the adequacy of the risk management framework and policies to facilitate the implementation of action plans for risk management;
- (iii) Oversee the conduct, and review the results, of company-wide risk assessments, including the identification and reporting of critical risks; and
- (iv) Oversee the management of key risks, with regards to the complexity and significance of these risk exposures.

5.2.8 Nomination and Remuneration Committee

Our Nomination and Remuneration Committee was established by our Board on 25 September 2024. Our Nomination and Remuneration Committee currently comprises the following members, all of whom are our Independent Non-Executive Directors:

Name	Designation	Directorship
Datuk Wira Azhar Bin Abdul Hamid	Chairman	Senior Independent Non-Executive Director
Ahmed Fairuz Bin Abdul Aziz	Member	Independent Non-Executive Director
Faridah Bt Iskandar	Member	Independent Non-Executive Director

Our Nomination and Remuneration Committee undertakes, among others, the following responsibilities and duties as stated in its terms of reference:

- (i) Nomination Role
 - (a) Develop, maintain and review the criteria to be used in the recruitment of Directors and senior management;

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

- (b) Formulate, maintain and review the re-appointment and re-election process of Directors having due regard to their performance and ability to continue to contribute to our Board in the light of knowledge, skills and experience required;
- (c) Formulate Fit and Proper Policy and to ensure that all Directors fulfil the fit and proper criteria and for conducting assessments of the fitness and properness of candidates to be appointed onto our Board and Directors who are seeking for re-election;
- (d) Assess and recommend to our Board, candidates for all directorships to be filled by the shareholders or our Board. In making the recommendations, our Nomination and Remuneration Committee will also consider candidates proposed by our Chief Executive Officer, and within the bounds of practicability, by any other senior management, Director or shareholder;
- (e) In making its recommendations, our Nomination and Remuneration Committee shall consider the following attributes of the candidates or factors:
 - technical competency, skills, knowledge, expertise and experience;
 - strong sense of professionalism;
 - background, character, integrity and competence;
 - contribution and performance;
 - other commitments and time available to contribute inputs to our Board;
 - in the case of candidates for the position of Independent Non-Executive Directors, our Nomination and Remuneration Committee should evaluate the candidates' ability to discharge such responsibilities/functions as expected from Independent Non-Executive Directors; and
 - boardroom diversity including gender (at least 30% women directors), age and ethnicity diversity.

If the selection of candidates was solely based on recommendations made by existing board members, management or major shareholders, our Nomination and Remuneration Committee shall explain why other sources were not used.

- (f) Recommend to our Board the nominees to fill the seats on Board's committees;
- (g) Review Board and senior management succession plans and make recommendations to our Board on succession planning policy for management;

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

- (h) Lead the succession planning and appointment of Board members, including the future Chairman and Chief Executive Officer;
- (i) Review the training needs/training programs for our Board and facilitate Board induction and training programs;
- (j) Review annually, the term of office and performance of our Audit Committee and Risk Committee and each of its members to determine whether our Audit Committee and Risk Committee and members have carried out their duties in accordance with the terms of reference of our Audit Committee and Risk Committee;
- (k) Establish and recommend for board's approval a mechanism for formal assessment of the performance of our Board and senior management;
- (l) Implement annual assessment on the effectiveness and performance of our Board as a whole, the committees of our Board, as well as the contribution/performance, character, experience, integrity, competence and time to effectively discharge his/her role as a Director, including Non-Executive Directors and Executive Directors. All assessments and evaluations carried out by the Committee in the discharge of all its functions should be properly documented together with the criteria used for such assessment;
- (m) Assess Directors and key senior management on an ongoing basis, taking into account the performance of each individual in managing our Group's material sustainability risks and opportunities;
- (n) Assist our Board in assessing and evaluating circumstances where a Director's involvement outside our Group may give rise to a potential conflict of interest with our Group's businesses, upon receiving declaration of the same from the Director and, thereafter, to inform our Audit Committee of the same. After deliberation with our Audit Committee, to recommend to our Board the necessary actions to be taken in circumstances where there is a conflict of interest;
- (o) Examine the size of our Board with a view to determining the impact of the number upon its effectiveness;
- (p) Review the required mix of skills and experience and other qualities including core competencies which Non-Executive Directors should bring to our Board;
- (q) Develop the criteria to assess independence and to assess on an annual basis, the independence of the Independent Non-Executive Directors and recommend the same to our Board;

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

- (r) Recommend the retention of its Independent Non-Executive Directors whose terms have exceeded nine (9) years' tenure for continuance in the office, if deem fit. Our Board, subject to the assessment of our Nomination and Remuneration Committee, shall provide justification and seek annual shareholders' approval at an annual general meeting through a two-tier voting process in accordance with Practice 5.3 of MCCG in the event it intends to retain an Independent Director, a person who has served in that capacity for a cumulative term of 9 years;
 - (s) Review the tenure of each Director and ensure that the annual re-election of a Director is based on satisfactory evaluation of our Director's performance and contribution to our Board, and our Director has submitted the fit and proper declaration form;
 - (t) Recommend the re-election of Directors who retired by rotation pursuant to our Constitution;
 - (u) Establish time commitment expectations/protocol for the members of our Board;
 - (v) Review the attendance of the Directors at our Board and/or Board's committee meetings;
 - (w) Establish a policy formalising its approach to boardroom diversity;
 - (x) Act in line with the directions of our Board;
 - (y) Review with the Executive Director(s), their goals and objectives and to assess their performance against these objectives as well as their contribution to the corporate strategy;
 - (z) Ensure that the composition of our Board is refreshed periodically; and
 - (aa) Consider and examine such other matters as our Nomination and Remuneration Committee considers appropriate including the activities of our Nomination and Remuneration Committee in the discharge of its duties for the financial year.
- (ii) Remuneration Role
- (a) Support our Board in actively overseeing the design and operation of our Company's remuneration system;
 - (b) Review and recommend to our Board on the remuneration of Non-Executive Directors, particularly on whether the remuneration remains appropriate to each director's contribution, by taking into account the level of expertise, commitment and responsibilities undertaken;
 - (c) Review and recommend to our Board on the total individual remuneration package for Executive Directors and Senior Management personnel including, where appropriate, bonuses, incentive payments within the terms of the agreed remuneration policy and based on individual performance;

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

- (d) Oversee the qualitative and quantitative disclosures of remuneration made in the annual report and notice to general meetings; and
 - (e) Provide clarification to shareholders during general meetings on matters pertaining to remuneration of directors and senior management as well as the overall remuneration framework of our Company.
- (iii) Share Issuance Scheme
 - (a) Disclose to employees the criteria for allocation of options pursuant to a share issuance scheme; and
 - (b) Ensure that allocation of options pursuant to a scheme is verified by our Nomination and Remuneration Committee, as being in compliance with the criteria referred to in sub-Rule (a) above, at the end of each financial year.

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5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

5.3 KEY SENIOR MANAGEMENT

Our Key Senior Management is responsible for the day-to-day management and operations of our Group. Our Key Senior Management as at the date of this Prospectus are as follows:

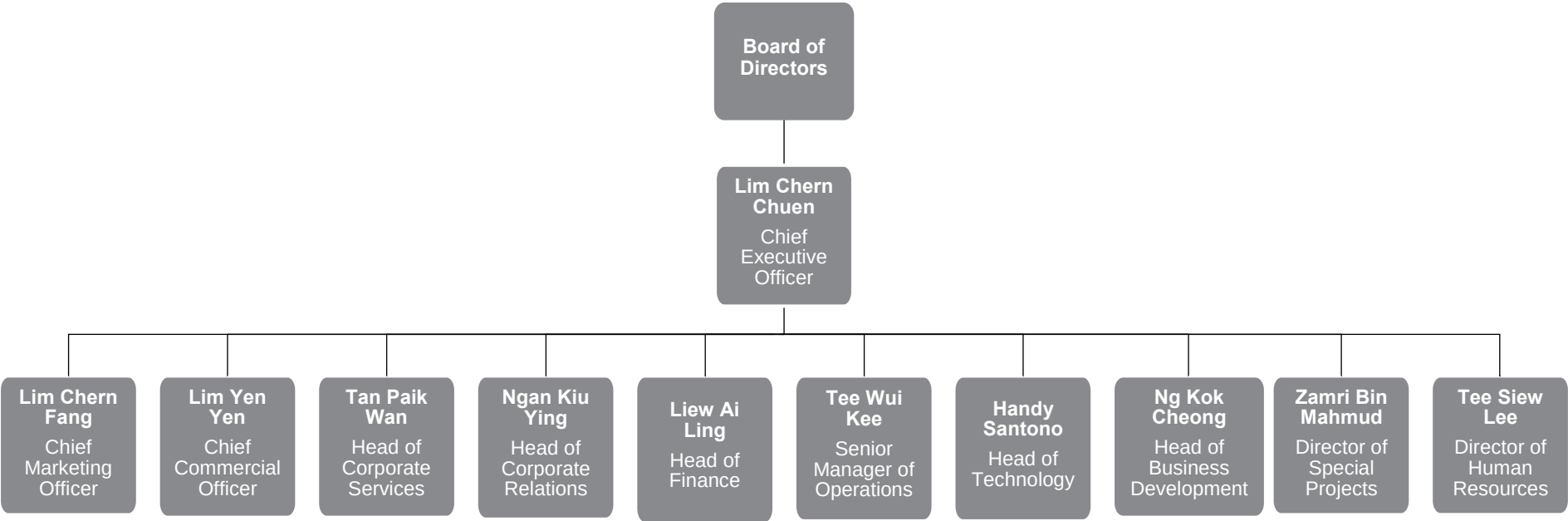
Name	Designation	Age	Nationality
Lim Chern Chuen	Chief Executive Officer	44	Malaysian
Lim Chern Fang	Chief Marketing Officer	45	Singaporean
Handy Santono	Head of Technology	38	Indonesian
Ng Kok Cheong	Head of Business Development	44	Malaysian
Liew Ai Ling	Head of Finance	41	Malaysian
Tee Wui Kee	Senior Manager of Operations	39	Malaysian
Lim Yen Yen	Chief Commercial Officer	41	Malaysian
Ngan Kiu Ying	Head of Corporate Relations	43	Malaysian
Tee Siew Lee	Director of Human Resources	49	Malaysian
Tan Paik Wan	Head of Corporate Services	37	Malaysian
Zamri Bin Mahmud	Director of Special Projects	69	Malaysian

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5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

5.3.1 Management reporting structure

Our management reporting structure is as follows:



5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

5.3.2 Profiles of our Key Senior Management

The profiles of Lim Chern Chuen and Lim Chern Fang who are also part of our Key Senior Management are set out in Section 5.2.1 of this Prospectus. The profiles of our other Key Senior Management are as follows:

(i) **Handy Santono**

Handy Santono, an Indonesian aged 38, is our Head of Technology.

He graduated with a Bachelor of Engineering (Hons) in Electrical and Computer Systems Engineering from Monash University, Sunway Campus Malaysia in November 2010.

He began his career with Handal Indah as a R&D Engineer in December 2010, where he contributed to the company's efforts to digitalise its bus fleet management system and develop a cashless ticketing system. He was promoted to Senior R&D Engineer in February 2022, where he was responsible for software development, overseeing the entire process of software development from solution development to commissioning and implementation.

In July 2022, he was promoted to the position of Project Manager, taking on the responsibilities of planning, executing, and overseeing software development projects, including managing project schedules, timeline and resource allocations, as well as co-ordinating with various stakeholders to ensure successful product development. In November 2023, he assumed the role of Acting Senior Project Manager and was subsequently promoted to Senior Project Manager in June 2024.

He was re-designated as Head of Technology of our Group in September 2024, where he is primarily responsible for spearheading the planning, execution, and delivery of various technology integration projects, as well as overseeing our Group's software technology.

He is currently also a director of a private limited company, as disclosed in Section 5.3.4 of this Prospectus.

(ii) **Ng Kok Cheong**

Ng Kok Cheong, a Malaysian aged 44, is our Head of Business Development.

He obtained a Certificate in Business Administration from PSB Academy in January 2009. Subsequently, in June 2021, he obtained a Professional Diploma in Professional Supervisory Management from Universiti Teknologi Malaysia.

He began his career in 2000 at the Quality Assurance Department of Beyonics Manufacturing Pte Ltd, where he was promoted to Quality Assurance Trainer in January 2002, a position he held until leaving the company in April 2005. He was responsible for developing training materials and conducting training programs for production line employees to ensure adherence to quality standards and best practices.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

In May 2005, he joined SBS Transit Ltd as a Bus Captain, where he was responsible for safely driving the bus along designated routes and ensuring passenger safety. In April 2007, he was re-designated as Assistant Route Master, where he assisted in managing the schedules and operations of buses and drivers, as well as handling customer enquiries for the designated bus routes.

In July 2008, he joined Soon Lian Hardware (Pte) Ltd as an Inventory Assistant, where he monitored inventory levels and handled purchase and delivery orders until he left the company in April 2009.

He joined Handal Indah in May 2009 as a contract employee, assisting with the daily operations of bus services, preparing driver rosters and coordinating with bus drivers to ensure smooth operations. In December 2009, he became a permanent employee at Handal Indah as a Planning and Dispatching Officer, where he continued to undertake similar responsibilities.

He was promoted to Operations Assistant Manager in June 2014, where he took on the responsibilities of overseeing project-based bus services, engaging with clients and stakeholders, developing operational policies and practices, and providing recommendations to enhance operational efficiency.

Ng Kok Cheong was promoted to Senior Manager of Bus Operations Department in February 2017, ultimately attaining the position of Chief Operating Officer in October 2023. In this role, he was responsible for overseeing the operation teams at Handal Indah, leading tender submissions for bus transportation projects, and business development.

In September 2024, he was re-designated as Head of Business Development of our Group. With over 16 years of experience in bus transportation industry operations, he is primarily responsible for formulating business development strategies, identifying new business opportunities and managing client and stakeholder relationships.

(iii) **Liew Ai Ling**

Liew Ai Ling, a Malaysian aged 41, is our Head of Finance.

She graduated with a Bachelor of Accounting (Hons) from Multimedia University in July 2007 and has been a member of the MIA since September 2012.

She began her career in June 2007 as an Associate at BDO Binder (now known as BDO Malaysia) and was promoted to Senior Associate III in January 2008. During her tenure with BDO Binder, she focused on auditing small and medium enterprises and subsidiaries of listed companies of various industries. She left BDO Binder in September 2008.

In October 2008, she joined Horwarth (now known as Crowe) as an Audit Semi-Senior 1, where she was responsible for leading audit assignments for small and medium enterprises, public listed companies and their subsidiaries in various industries until April 2009.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

She joined Thosco Treotech Sdn Bhd as a Senior Account Executive in May 2009 and was transferred to Emecon Sdn Bhd in October 2009, where she promoted to the position of Assistant Accountant in February 2011. During her tenure at each of these companies, she assisted in financial, management, regulatory reporting, financial planning, budgetary control, and internal control. She left her employment with Emecon Sdn Bhd in October 2012.

In November 2012, she joined MB Market Technology Sdn Bhd as Accountant and was transferred to MB Builders Sdn Bhd (now known as SKS Southern Sdn Bhd) in June 2015. In this role, she was responsible for managing the operations of the finance team, cash flow planning, reviewing financial statements, and overseeing the internal control system. In August 2018, she was transferred to MB Vest Sdn Bhd and re-designated as Financial Controller. Subsequently, in March 2020, she was appointed as the Acting General Manager of MB Vest Sdn Bhd, where she spearheaded the financial planning and budgetary control functions of the company amidst the COVID-19 pandemic until December 2020.

In January 2021, she was transferred to SKS Southern Sdn Bhd and re-designated as Senior Finance Manager, where she was primarily responsible for reviewing financial statements, cash flow planning, and overseeing credit control and the internal control system. She left the company in August 2021 and took a career break.

She then joined Nusajaya Tech Park Sdn Bhd in August 2022 as a Finance Manager, where she managed the operations of the finance team, cash flow and budget planning, and reviewed financial statements.

After leaving Nusajaya Tech Park Sdn Bhd, she joined Handal Indah in May 2023 as Senior Finance Manager, overseeing and managing the overall financial aspects of Handal Indah's operations. In September 2024, she was re-designated as the Head of Finance of our Group. With her over 17 years of experience in audit, accounting and finance, she will continue to oversee the financial functions of our Group, including financial planning, cash flow management and financial reporting.

She is currently a partner and compliance officer of several limited liability partnerships, as disclosed in Section 5.3.4 of this Prospectus.

(iv) Tee Wui Kee

Tee Wui Kee, a Malaysian aged 39, is our Senior Manager of Operations.

He completed his Sijil Pelajaran Malaysia (SPM) in 2004. Upon completion of his SPM, he undertook part-time jobs mainly in the food and beverage industry.

In October 2008, he joined Handal Indah as an Operations Assistant, where he assisted in the day-to-day operations of the bus services, including preparing duty rosters for bus drivers and monitoring bus movements. He was promoted to the position of Operations Supervisor in January 2011.

In January 2014, he was promoted to the position of Operations Executive, where his responsibilities expanded to include developing operational strategies, analysing bus service demand, and optimising driver resource allocation to ensure operational efficiency for bus routes in Singapore.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

He was then promoted to Operations Assistant Manager in January 2018 and subsequently to Operations Manager in July 2022. In addition to his existing responsibilities, he took on similar duties for local bus services, project-based bus services, and express bus services, while also contributing to long-term strategic planning initiatives for Handal Indah's operations.

He attained the role of Senior Manager, Commuter Services in October 2023, assisting the Chief Operating Officer in overseeing the overall bus services operations, supervising the operations teams, analysing operational performance, and providing strategic recommendations in the development of operating policies and practices.

He was re-designated as Senior Manager of Operations for our Group in September 2024. With his over 16 years of experience in the bus transportation industry, he will continue to oversee our Group's bus service operations and ensuring quality assurance of the overall operational functions of our Group.

(v) **Lim Yen Yen**

Lim Yen Yen, a Malaysian aged 41, is our Chief Commercial Officer

She graduated with a Bachelor of Business (in Accounting and Finance) from University of Technology, Sydney in July 2006 and has been a Certified Practising Accountant of CPA Australia since January 2012.

She began her career in January 2006 as a Senior Account Executive at Resorts World Bhd (now known as Genting Malaysia Berhad), where she was responsible for overseeing the daily functions of the theme park attraction finance team, including income audits, billing monitoring, internal controls, financial reporting, and budgeting, until October 2009.

In November 2009, she joined Resorts World at Sentosa Pte Ltd as Assistant Finance Manager and was promoted to Finance Manager in July 2010. During her tenure, she was involved in establishing the finance departments for three business units, which included setting up accounting systems, internal controls and standard operating procedures. She was responsible for overseeing the financial operations, reporting and budgeting of these departments until she left in August 2013 for a career break.

She joined SapuraKencana Marine Sdn Bhd (now known as Sapura Marine Sdn Bhd) in June 2015 as Finance Manager of the Fabrication and Hook-Up Commissioning Division. She was then promoted to Acting Head of Business Finance & Controls in October 2017 and was subsequently re-designated to the position of Head of Business Finance in April 2018. Her role at the company included managing budget processes and analysing financial results and forecasts. She left the company in November 2019.

Subsequently, she took on the role of Senior Manager, Business Finance & Management Reporting at Yinson Capital Sdn Bhd in February 2020. She rose through the ranks, being promoted to General Manager, Finance and Treasury in January 2024 and subsequently to Chief Commercial Officer in June 2024. During her tenure, she was primarily responsible for overseeing group treasury functions and conducting financial reviews. In July 2024, she joined our Group as Chief Commercial Officer, overseeing our Group's treasury functions and conducting financial reviews for our Group. She has over 19 years of experience in accounting and finance.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

(vi) Ngan Kiu Ying

Ngan Kiu Ying, a Malaysian aged 43, is our Head of Corporate Relations.

She graduated with an Advanced Diploma in Commerce (Financial Accounting) from Tunku Abdul Rahman College in May 2005. She was admitted as a fellow of the Association of Chartered Certified Accountants in February 2014 and became a member of the MIA in July 2024.

She began her career in August 2005 as an Audit Assistant at Lim, Tay & Co. where she performed statutory audits for legal firms and companies in various industries. In March 2007, she left to join Ernst & Young PLT as a Junior Associate and was promoted to Senior Associate, a position she held until leaving Ernst & Young PLT in June 2010. Her role in Ernst & Young PLT included managing audit portfolios for multinational and local companies in diverse sectors.

In June 2010, she joined SJ Grant Thornton as an Assistant Audit Manager, where she led and managed various audit portfolios. After leaving SJ Grant Thornton in December 2010, she joined Tune Money Sdn Bhd as an Accountant in January 2011. She was subsequently promoted to Finance Manager in January 2012, where she was primarily responsible for the full spectrum of finance as well as supporting company's card operation, until October 2012.

From November 2012 to April 2020, she held various roles within Sapura Energy Berhad and its group of companies. She first joined Kencana Bestwide Sdn Bhd as Finance Manager in October 2012, overseeing the accounting, financial reporting, and tax planning functions, as well as managing cash flow. During her tenure, she was assigned to Sapurakencana HL Sdn Bhd from March 2013 to December 2016, where she was responsible for, among others, client relationship management, project management, monitoring the billing and financial viability of a liquefied natural gas plant project. In April 2018, she was transferred and re-designated as Senior Finance Manager of Sapura Engineering Sdn Bhd, and subsequently transferred to Sapura Offshore Sdn Bhd in October 2018.

She left Sapura Offshore Sdn Bhd and joined Carsome Sdn Bhd as Regional Financial Controller in May 2020. In this role, she was primarily responsible for managing finance and accounting teams across multiple countries, overseeing finance operations, treasury, tax planning, internal audits, and corporate governance compliance matters. She also provided financial management support for the company's expansion until she left in April 2024.

In June 2024, she joined Yinson Capital Sdn Bhd as Vice President Finance. After a brief tenure at Yinson Capital Sdn Bhd, she joined our Company as Vice President in July 2024 and was later re-designated to be our Head of Corporate Relations in September 2024. In this role, she is primarily responsible for corporate communications and risk management for our Group. She has over 20 years of experience in accounting, taxation, finance, client management and corporate governance.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

(vii) Tee Siew Lee

Tee Siew Lee, a Malaysian aged 49, is our Director of Human Resources.

She obtained a Diploma in Human Resource Management from Universiti Malaya in November 2000. She began her career with Multi-Purpose Holdings Bhd in May 1997 as a personnel clerk. In May 1999, she joined Gamuda Berhad as a Human Resource Assistant, where she assisted in maintaining personnel files for employees, processing and reporting fringe benefit claims and maintaining a monitoring system for staff movement.

In July 2000, she joined Farnell Components (M) Sdn Bhd as a Human Resources and Administration Assistant, performing both general administrative and human resources-related roles, including payroll processing, employee leave management and handling documentation for new hires.

In July 2001, she joined Vision New Media Sdn Bhd as a Senior Human Resources Executive, where she managed employees' attendance and leave, recruitment, orientation, employee relations, compensation and benefits administration, alongside general administrative duties until she left in September 2004.

She then joined ACE Synergy Insurance Berhad in September 2004 as Senior Executive of Human Resources and was later promoted to Head of Human Resources and Administration. During her tenure, she was responsible for managing the full spectrum of human resources functions, with a focus on compensation and benefits, the human resources information system and recruitment until she left the company in May 2011.

In July 2011, she took on the role of Human Resources Manager at Levi Strauss (Malaysia) Sdn Bhd, where she provided human resource solutions, implemented key human resources programmes and initiatives and managed talent acquisition and talent development efforts.

After leaving Levi Strauss (Malaysia) Sdn Bhd in December 2014, she joined Sunway Lagoon Sdn Bhd as Director of Human Resources (Sunway Theme Parks) in January 2015. In this role, she was responsible for the overall direction and governance of human resource management and development, establishing effective human resource governance and spearheading human resource initiatives and projects. In July 2017, she was promoted to Director of Human Resources (Sunway Malls) and in August 2017, she was transferred to Sunway IFM Sdn Bhd as Director of Human Resources (Sunway Malls). She was re-designated as Director of Human Resources (Malls & Theme Parks) in the same month. Her responsibilities included developing human resources plans and policies, managing labour and employee relations and ensuring compliance with employment regulations and best practices.

In May 2019, she joined TC Management Services Corporation Sdn Bhd as Deputy General Manager of Group Human Resources, where she led a team of human resource business partners and talent acquisition specialists. She left the company in December 2019. In January 2020, she joined CEVA Logistics (Malaysia) Sdn Bhd as Human Resources Lead for Malaysia, where she was responsible for developing and implementing human resource strategies, policies, programmes and processes, as well as providing human resource advice and support. She left CEVA Logistics (Malaysia) Sdn Bhd in August 2021 and joined TDCX (MY) Sdn Bhd as Human Resources Director, leading and managing teams focused on talent acquisition, development, engagement and retention.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

She left TDCX (MY) Sdn Bhd in March 2023, she joined Handal Indah as Human Resources Director in May 2023, before being transferred to Yinson Capital Sdn Bhd in the same month. There, she spearheaded the human resources department and handled the full spectrum of human resources functions.

In July 2024, she was appointed as Director of Human Resources of our Group, where she is primarily responsible for overseeing the planning, development and management of human resources for our Group. She has over 28 years of experience in human resource management.

(viii) **Tan Paik Wan**

Tan Paik Wan, a Malaysian aged 37, is our Head of Corporate Services.

She graduated with a Bachelor of Arts (Commerce), from Liverpool John Moores University, United Kingdom in November 2010. She was admitted as an associate of the Institute of Chartered Secretaries and Administrators (now known as the Chartered Governance Institute) in March 2014.

She began her career in January 2011 when she joined Tricor Corporate Services Sdn Bhd as a Secretarial Assistant. She was promoted to Senior Executive in July 2013, where she was primarily responsible for providing corporate secretarial services to both public and private companies, as well as assisting in corporate exercises, before leaving the company in August 2014.

In September 2014, she joined Yinson Holdings Berhad as a Senior Executive. She rose through the ranks, being promoted to Assistant Manager in January 2016 and subsequently to Manager in January 2018, where she was responsible for overseeing in-house secretarial services.

In March 2018, she was transferred to Yinson Capital Sdn Bhd as Manager, Group Corporate Secretary. She was later promoted to Senior Manager, Corporate Services in January 2023, and then to Head of Corporate Services in June 2024. During her tenure, she led in-house secretarial services, ensured regulatory compliance, and supported group corporate and financing exercises.

In July 2024, she joined our Group as Head of Corporate Services, where she currently leads our in-house corporate secretarial services, oversees corporate governance, provides administrative support, and ensures regulatory compliance. She has over 14 years of experience in corporate secretarial advisory and project management.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

(ix) **Zamri Bin Mahmud**

Zamri Bin Mahmud, a Malaysian aged 69, is our Director of Special Projects.

He graduated with an Advanced Diploma in Business Administration (Transport) from Institut Teknologi MARA (now known as Universiti Teknologi MARA) in October 1980. Subsequently, he obtained a Master of Science from the School of Policy Studies (Centre for Transport Studies) at Cranfield Institute of Technology (now known as Cranfield University), United Kingdom in June 1985.

He began his career in November 1980 with Kumpulan Kendaraan MARA Berhad ("**KKMB**") as Traffic Officer, where he was responsible for bus scheduling and assisting in managing bus operations and the company's maintenance workshop. In September 1982, he took unpaid study leave to pursue his Master of Science at Cranfield University in United Kingdom. After completing his studies in September 1984, he returned to Malaysia and re-joined KKMB and was later promoted to Assistant Manager in January 1985.

Following an internal reorganisation of KKMB, he was transferred to Ekspres Nasional Berhad in April 1985 as Deputy General Manager. He was subsequently promoted to General Manager in May 1991, where he was primarily responsible for managing the company's express bus services, overseeing daily operations and engaging with stakeholders.

In October 1995, he was transferred from Ekspres Nasional Berhad to Transnasional Express Sdn Bhd as General Manager, where he oversaw the entire express bus operations of the company.

In April 1997, he left Transnational Express Sdn Bhd and transitioned into consultancy work, serving small and medium enterprises in the public transportation industry. In 2010, he was appointed as Managing Director of Tenaga Layar (M) Sdn Bhd, where he was involved in the day-to-day operations and management of the company.

In June 2011, he resigned from Tenaga Layar (M) Sdn Bhd and joined Prokhas Sdn Bhd as a consultant on a contract basis in July 2011, where he provided consultancy services on land public transport matters.

In January 2013, he was appointed as Head of Road Public Transport Division at Land Public Transport Commission Malaysia ("**SPAD**"), and later promoted to Head of Group Operations in January 2016. In this role, he was responsible for monitoring enforcement operations, policy drafting and implementation, and stakeholders' engagement.

He left SPAD in December 2018 and provided consultancy services to various transportation companies on an ad-hoc basis before joining Handal Indah as Project Director in October 2021. In September 2024, he was re-designated to be our Director of Special Projects, where he is primarily responsible for project management, strategy development to improve project performance, project monitoring, and assisting our Board in stakeholder engagement. He has over 40 years of experience in the public transportation industry, covering regulatory, compliance, consultancy, operations, and stakeholder engagement.

He is currently also a director of a private limited company, as disclosed in Section 5.3.4 of this Prospectus.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

5.3.3 Shareholdings of our Key Senior Management

The shareholdings of Lim Chern Chuen and Lim Chern Fang (who are also part of our Key Senior Management) are set out in Section 5.2.2 of this Prospectus. The shareholdings of our other Key Senior Management, before and after our IPO, are as follows:

Name	As at the LPD ⁽¹⁾				After the Share Split ⁽²⁾			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Handy Santono	-	-	-	-	-	-	-	-
Ng Kok Cheong	-	-	-	-	-	-	-	-
Liew Ai Ling	-	-	-	-	-	-	-	-
Tee Wui Kee	-	-	-	-	-	-	-	-
Lim Yen Yen	-	-	-	-	-	-	-	-
Ngan Kiu Ying	-	-	-	-	-	-	-	-
Tee Siew Lee	-	-	-	-	-	-	-	-
Tan Paik Wan	-	-	-	-	-	-	-	-
Zamri Bin Mahmud	-	-	-	-	-	-	-	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

Name	Upon our Listing ⁽³⁾			
	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Handy Santono	75,000	0.02	-	-
Ng Kok Cheong	75,000	0.02	-	-
Liew Ai Ling	60,000	0.01	-	-
Tee Wui Kee	75,000	0.02	-	-
Lim Yen Yen	75,000	0.02	-	-
Ngan Kiu Ying	60,000	0.01	-	-
Tee Siew Lee	60,000	0.01	-	-
Tan Paik Wan	75,000	0.02	-	-
Zamri Bin Mahmud	60,000	0.01	-	-

Notes:

(1) Based on the total number of Shares of 100,000,000 as at the LPD.

(2) Based on the total number of Shares of 405,000,000 after the Share Split.

(3) Based on the enlarged issued Shares of 500,000,000 upon our Listing and assuming full subscription of our Issue Shares allocated to the Eligible Persons in respect of the Retail Offering.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

5.3.4 Involvement of our Key Senior Management in other principal business activities

Save as disclosed below, none of our Key Senior Management (other than Lim Chern Chuen and Lim Chern Fang, whose involvements are disclosed in Section 5.2.3 of this Prospectus) are involved in any other principal business activities outside our Group as at the LPD. The following tables set out the principal directorships, shareholdings and involvement of our Key Senior Management in principal business activities outside our Group as at the LPD (“**Present Involvement**”) and those which were held in the past 5 years preceding the LPD (“**Past Involvement**”):

(i) Handy Santono

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
Trillius Solutions Sdn Bhd	Other management consultancy services provider (currently dormant)	Director	5 December 2017	-
Past Involvement				
Nil				

His involvement in other principal business activity outside our Group will not affect his continued contribution to the day-to-day management of our Group, as Trillius Solutions Sdn Bhd is dormant, it is not expected to require his time or attention, nor adversely affect the operations of our Group.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

(ii) Liew Ai Ling

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
EnspireTeam Advisory PLT	Accounting, bookkeeping and auditing activities; tax consultancy	Partner and Compliance Officer	7 September 2017	-
Taska Langkah Pertama PLT	Child day-care activities/nursery	Partner and Compliance Officer	20 January 2023	-
Tadika Kreatif Ilmu PLT	Pre-primary education (Private)/ Kindergarten	Partner and Compliance Officer	31 March 2023	-
FY Furniture PLT	Manufacture of other furniture, except of stone, concrete or ceramic. Sub-contractor in renovation works, furniture design and works	Compliance Officer	27 June 2023	-
Kai Qi Fairyland PLT	Cafeterias/canteens. Any other amusement and recreation activities N.E.C. ⁽¹⁾ Import of games and toys	Partner and Compliance Officer	28 June 2024	-

Past Involvement

Nil

Note:

(1) The term "N.E.C." shall mean "not elsewhere classified".

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

Her involvement in other principal business activities outside our Group will not affect her continued contribution to the day-to-day management of our Group, as she does not participate in the daily operations of the limited liability partnerships. These partnerships have their own independent management and are not expected to require a significant amount of her time or attention, nor adversely affect the operations of our Group.

(iii) Tee Siew Lee

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
Nil				
Past Involvement				
CEVA Freight Holdings (Malaysia) Sdn Bhd	Providing custom brokerage services. Forwarding agency services for customer's import, export and customs clearance by ocean and air	Director	21 October 2020	30 July 2021
CEVA Freight (Malaysia) Sdn Bhd	Providing custom brokerage services	Director	21 October 2020	30 July 2021
CEVA Logistics (Malaysia) Sdn Bhd	Providing logistics and supply chain management services to manufacturer and retailers	Director	21 October 2020	30 July 2021
Regga (Malaysia) Sdn Bhd	Investment holding (Struck off on 30 December 2022)	Director	21 October 2020	30 July 2021
Unipearl Corporation Sdn Bhd	Letting of warehouse to a related company (Struck off on 24 January 2022)	Director	21 October 2020	30 July 2021
Milage Sdn Bhd	Investment holding	Director	21 October 2020	30 July 2021

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

(iv) Tan Paik Wan

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
Nil				
Past Involvement				
Thirsty Bites Ventures	Retail sale of any kind of product through vending machine (Expired on 12 November 2024)	Partner	9 November 2023	-

(v) Zamri Bin Mahmud

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>
Present Involvement				
Sutera Liner Holidays Tour & Travel Sdn Bhd	Dormant (In liquidation) ⁽¹⁾	Shareholder	-	-
Handal Green Mobility Sdn Bhd	Provision of electric vehicle charging station network, infrastructure, hardware, software and related services	Director	14 September 2023	-

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

<u>Name of company / entity</u>	<u>Principal activities</u>	<u>Involvement in business activities</u>	<u>Date of appointment</u>	<u>Date of resignation</u>

Past Involvement

Nil

Note:

- (1) On 27 November 2008, the Kuala Lumpur High Court granted a winding-up order in respect of Sutera Liner Holidays Tour & Travel Sdn Bhd under the Companies Act 1965. Upon completion of the liquidation process, the company will be dissolved.

His involvement in other principal business activities outside our Group will not affect his continued contribution to the day-to-day management of our Group as he does not participate in the daily operations of the companies. Sutera Liner Holidays Tour & Travel Sdn Bhd is currently in liquidation and Handal Green Mobility Sdn Bhd has its own independent management, it is not expected to require a significant amount of his time or attention, nor adversely affect the operations of our Group.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT *(Cont'd)*

5.3.5 Service contracts with our Key Senior Management

As at the date of this Prospectus, there are no existing or proposed service contracts between our Key Senior Management and us which provide for benefits upon termination of employment.

5.3.6 Key Senior Management's remuneration and material benefits in-kind

The remuneration and material benefits in-kind of Lim Chern Chuen and Lim Chern Fang who are also part of our Key Senior Management are set out in Section 5.2.5 of this Prospectus.

The aggregate remuneration and material benefits in-kind paid (including any contingent or deferred remuneration) or proposed to be paid to our Key Senior Management for services rendered in all capacities to our Group for the FYE 2025 and FYE 2026 are as follows:

	Remuneration band	
	FYE 2025 (Paid)	FYE 2026 (Proposed)
	(RM'000)	(RM'000)
Handy Santono	300 – 350	350 – 400
Ng Kok Cheong	250 – 300	300 – 350
Liew Ai Ling	200 – 250	250 – 300
Tee Wui Kee	300 – 350	350 – 400
Lim Yen Yen ⁽¹⁾	350 – 400	550 – 600
Ngan Kiu Ying ⁽¹⁾	350 – 400	550 – 600
Tee Siew Lee ⁽¹⁾	350 – 400	550 – 600
Tan Paik Wan ⁽¹⁾	150 – 200	250 – 300
Zamri Bin Mahmud	350 – 400	400 – 450

Note:

- (1) The remuneration paid in the FYE 2025 covers the period of July 2024 to January 2025 as they joined our Company in July 2024.

The above remuneration of our Key Senior Management, which includes salaries, bonus, fees and allowances as well as other benefits, must be considered and recommended by our Nomination and Remuneration Committee and subsequently approved by our Board.

5. INFORMATION ON OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT (Cont'd)

5.4 DECLARATION BY OUR PROMOTER, DIRECTORS AND KEY SENIOR MANAGEMENT

As at the LPD, none of our Promoter, Directors and Key Senior Management are or have been involved in any of the following events (whether within or outside Malaysia):

- (i) in the last 10 years, a petition under any bankruptcy or insolvency laws was filed (and not struck out) against him / her or any partnership in which he / she was a partner or any corporation of which he / she was a director or key senior management;
- (ii) disqualified from acting as a director of any corporation, or from taking part directly or indirectly in the management of any corporation;
- (iii) in the last 10 years, charged and / or convicted in a criminal proceeding or is a named subject of a pending criminal proceeding;
- (iv) in the last 10 years, any judgment was entered against him / her, or finding of fault, misrepresentation, dishonesty, incompetence or malpractice on his / her part, involving a breach of any law or regulatory requirement that relates to the capital market;
- (v) in the last 10 years, being subject to any civil proceeding involving an allegation of fraud, misrepresentation, dishonesty, incompetence or malpractice on his / her part that relates to the capital market;
- (vi) being the subject of any order, judgment or ruling of any court, government, or regulatory authority or body temporarily enjoining him / her from engaging in any type of business practice or activity;
- (vii) in the last 10 years, has been reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency; and
- (viii) any unsatisfied judgment against him / her.

5.5 ASSOCIATION OR FAMILY RELATIONSHIP BETWEEN OUR PROMOTER, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT

Save as disclosed below, there are no associations or family relationships between our Promoter, substantial shareholders, Directors and Key Senior Management:

- (i) Lim Han Weng and Bah Kim Lian are spouse; and
- (ii) Lim Chern Chuen and Lim Chern Fang are the children of Lim Han Weng and Bah Kim Lian.

5.6 OTHER MATTERS

No amounts have been paid or benefits given or are intended to be paid or given to our Promoter or our substantial shareholders within the two years preceding the date of this Prospectus except for the following:

- (i) remunerations and benefits-in-kind arising from employment and directorship paid to our substantial shareholders and persons connected to them as set out in Section 5.2.5 of this Prospectus; and
- (ii) dividend paid to our substantial shareholders.

6. INFORMATION ON OUR GROUP

6.1 OUR COMPANY

6.1.1 History and background

Our Company was incorporated in Malaysia under the Act on 12 June 2024 as a private limited company under the name of HI Mobility Sdn Bhd. On 24 October 2024, our Company was converted into a public limited company and assumed our present name.

The principal activity of our Company is investment holding while Handal Indah, our sole subsidiary, is principally involved in bus transportation services.

The history of our business can be traced back to the incorporation of Handal Indah on 19 January 1994 and the commencement of operations in 2002 as a service provider of bus services where we started providing intracity bus services within Johor Bahru, Johor. In 2003, we launched our JB-SG cross-border bus services and operated under our brand 'Causeway Link' and set up a branch office in Singapore in the same year. Over the years, we expanded our geographical coverage to include Klang Valley and Malacca. As part of our initiative to support green mobility for environmental sustainability, we gradually deployed electric buses for our operations since 2023 and as at the LPD, we have a fleet of 683 buses of which, 53 are electric buses.

Handal Indah became a wholly-owned subsidiary of our Company in July 2024 pursuant to the completion of the Acquisition of Handal Indah, further details of which are set out in Sections 6.1.2 and 14.6.1 of this Prospectus.

6.1.2 Formation of our Group

To facilitate our Listing, we undertook the Preliminary Restructuring comprising the following:

(i) Acquisition of Handal Indah

On 18 July 2024, our Company entered into a share sale and subscription agreement with Lim Han Weng, Bah Kim Lian and Bumi Mampan, for the acquisition of the entire issued share capital of Handal Indah, comprising 52,000,000 Handal Indah Shares for a total purchase consideration of RM79,999,000 to be satisfied via the issuance of 79,999,000 new Shares at an issue price of RM1.00 per Share in the following manner:

Name	No. of Handal Indah Shares held	%	RM	No. of new Shares
Lim Han Weng	41,600,000	80.00	63,999,200	63,999,200
Bah Kim Lian	5,200,000	10.00	7,999,900	7,999,900
Bumi Mampan	5,200,000	10.00	7,999,900	7,999,900
	52,000,000	100.00	79,999,000	79,999,000

The purchase consideration was arrived at on a willing-buyer willing-seller basis based on the audited NA of Handal Indah as at 30 April 2024 and it represents a slight discount of 2.58% to the audited NA of Handal Indah as at 30 April 2024 of approximately RM82.12 million.

The Acquisition of Handal Indah was completed on 23 July 2024 and Handal Indah became a wholly-owned subsidiary of our Company.

6. INFORMATION ON OUR GROUP (Cont'd)**(ii) Subscription of New Shares**

On 23 July 2024, Lim Han Weng and Bumi Mampan had collectively subscribed for 20,000,000 new Shares at an issue price of RM1.00 per Share as follows:

Name	No. of new Shares	%	RM
Lim Han Weng	11,000,000	55.00	11,000,000
Bumi Mampan	9,000,000	45.00	9,000,000
	20,000,000	100.00	20,000,000

The issue price of RM1.00 per Share for the Subscription of New Shares was set against the issue price for the Acquisition of Handal Indah, which was determined based on the price per Share at the time of HI Mobility's incorporation. Since HI Mobility was incorporated as a special purpose vehicle to facilitate our Listing, the price per Share at incorporation was set at RM1.00.

As at the LPD, the proceeds raised of RM20.0 million were partially used to repay borrowings, finance of our Group's capital expenditures and operating expenses, details of which are set out as follows:

Details	RM million	%
Proceeds utilised as at the LPD:		
- Acquisition of additional bus fleet	6.5	32.5
- Payment of deposit and professional fees incurred for the Tebrau Property	2.4	12.0
- Repayment of borrowings	1.7	8.5
- Insurance expenses	1.2	6.0
	11.8	59.0

6.1.3 Share Split

Following the completion of the Acquisition of Handal Indah and the Subscription of New Shares, our Company had subsequently on 12 February 2025 undertook a subdivision of 100,000,000 Shares into 405,000,000 Shares in order to facilitate our IPO and Listing as well as to enhance the liquidity of our Shares upon our Listing.

The completion of the Share Split resulted in the same effective shareholding for our shareholders before and after the Share Split as follows:

Name	Before the Share Split		After the Share Split	
	No. of Shares	%	No. of Shares	%
Lim Han Weng	75,000,000	75.00	303,750,000	75.00
Bah Kim Lian	8,000,000	8.00	32,400,000	8.00
Bumi Mampan	17,000,000	17.00	68,850,000	17.00
	100,000,000	100.00	405,000,000	100.00

6. INFORMATION ON OUR GROUP (Cont'd)**6.1.4 Share capital**

Following the completion of the Share Split, our issued share capital is RM100,000,000, comprising of 405,000,000 Shares.

We do not have any outstanding warrants, options, convertible securities, uncalled capital and treasury shares as at the LPD. The changes in our issued share capital since the date of our incorporation and up to the LPD are as follows:

Date of allotment	No. of Shares allotted	Consideration	No. of cumulative Shares	Cumulative issued share capital (RM)
12 June 2024	1,000	Subscribers' Shares	1,000	1,000
23 July 2024	79,999,000	Otherwise than cash (Acquisition of Handal Indah)	80,000,000	80,000,000
23 July 2024	20,000,000	Cash	100,000,000	100,000,000
12 February 2025	305,000,000	Share Split	405,000,000	100,000,000

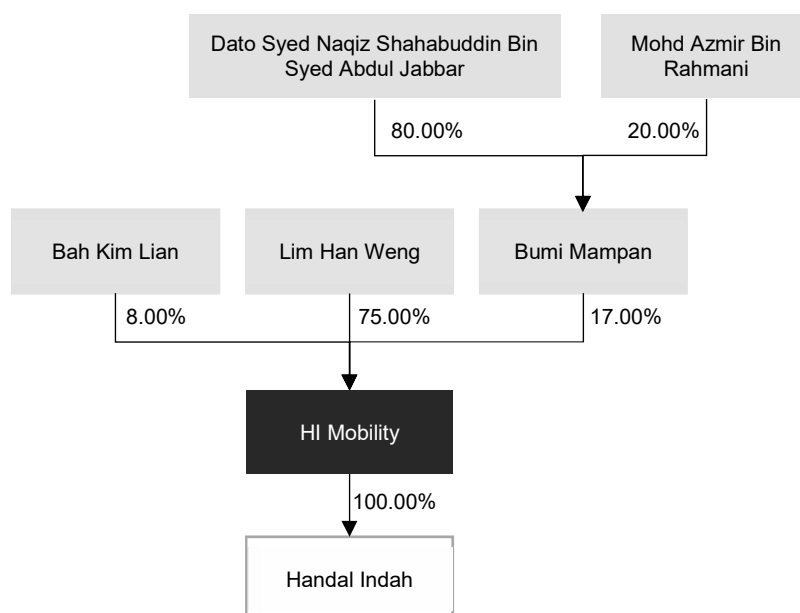
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6. INFORMATION ON OUR GROUP (Cont'd)

6.2 OUR GROUP STRUCTURE

6.2.1 Before our IPO⁽¹⁾

Our Group structure following the completion of the Share Split and before our IPO is as follows:

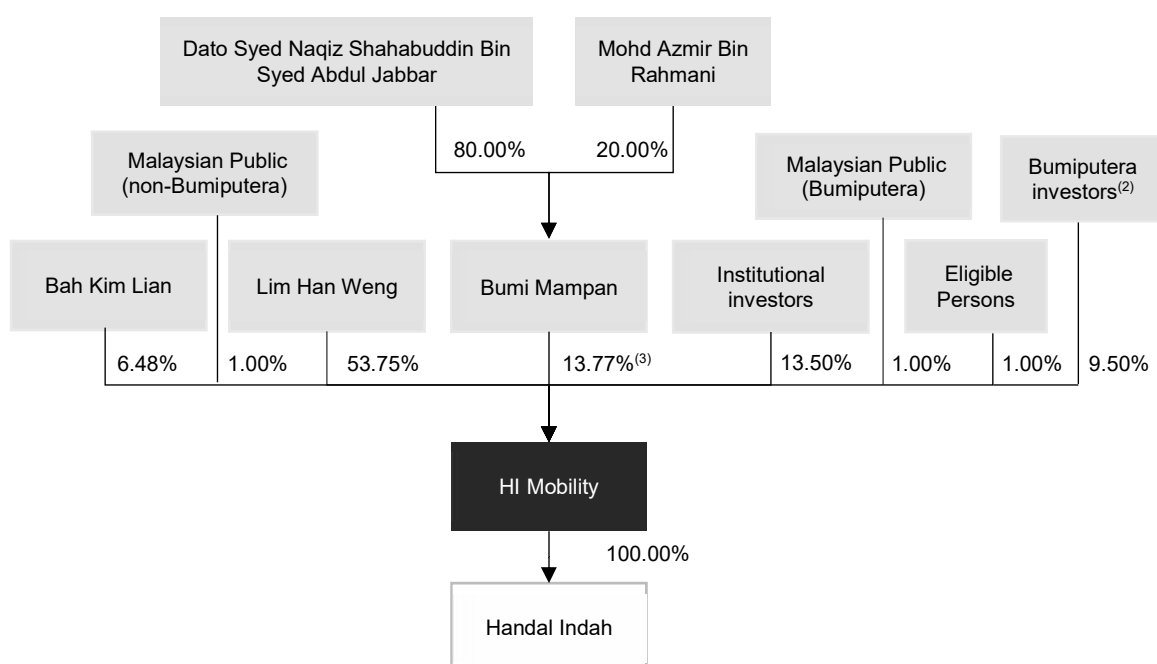


Note:

(1) Based on the total number of Shares in issue of 405,000,000 after the Share Split and before our IPO.

6.2.2 After our IPO⁽¹⁾

Our Group structure following the completion of our IPO is as follows:



6. INFORMATION ON OUR GROUP (Cont'd)**Notes:**

- (1) Based on the enlarged issued Shares of 500,000,000 after our IPO and assuming full subscription of the 5,000,000 Issue Shares under the Pink Form Allocation which have been reserved for the Eligible Persons.
- (2) Bumiputera investors approved by the MITI.
- (3) Pursuant to the MITI's decision letters dated 23 December 2024 and 13 January 2025, 3.00% of the enlarged issued Shares held by Bumi Mampan has been recognised as Bumiputera shareholdings in fulfilling the Bumiputera Equity Requirement.

6.3 OUR SUBSIDIARY

The details of our subsidiary as at the LPD are as follows:

Name of company / Registration no.	Date / Country of incorporation	Share capital (RM)	Our effective equity interest (%)	Principal activities
Handal Indah Sdn Bhd 199401001789 (287467-M)	19 January 1994/ Malaysia	70,000,000	100.00	Provision of bus transportation services

As at the LPD, we do not have any joint venture or associated company.

Further details of our subsidiary as at the LPD are set out below.

6.3.1 Handal Indah

Handal Indah was incorporated in Malaysia under the Companies Act 1965 on 19 January 1994 and is deemed registered under the Act as a private limited company under its present name.

Handal Indah is principally involved in the provision of bus transportation services. The principal place of business of Handal Indah is at No. 23, Jalan Firma 2, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor, Malaysia.

As at the LPD, the issued share capital of Handal Indah is RM70,000,000 comprising of 70,000,000 ordinary shares. Save as disclosed below, there has been no change in the issued share capital of Handal Indah for the Financial Years/Period Under Review and up to the LPD:

Date of allotment	No. of shares allotted	Consideration	Cumulative issued share capital (RM)
10 May 2022	47,000,000	Otherwise than cash (Bonus issue)	52,000,000
24 July 2024	18,000,000	Cash	70,000,000

As at the LPD, Handal Indah does not have any subsidiary, joint venture or associated company.

6. INFORMATION ON OUR GROUP (Cont'd)

None of our Shares and share capital in our subsidiary were issued and allotted at a discount or have any special terms or instalment payment terms. Our issued Shares and the issued shares of our subsidiary are fully paid-up.

As at the LPD, neither our Company nor our subsidiary are involved in any bankruptcy, receivership or similar proceedings.

During the last financial year and up to the LPD, there were no:

- (i) public take-over offers by third parties in respect of our Shares; and
- (ii) public take-over offers by our Company in respect of other companies' securities.

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7. BUSINESS OVERVIEW

7.1 OVERVIEW

Our Company was incorporated in Malaysia under the Act on 12 June 2024 as a private limited company under the name of HI Mobility Sdn Bhd. Our Company was subsequently converted to a public limited company on 24 October 2024.

The history of our business can be traced back to the incorporation of Handal Indah on 19 January 1994. Handal Indah commenced operations in 2002 as a service provider of bus services where we started providing intracity bus services within Johor Bahru, Johor.

We operate within the mass transit sector providing both cross-border and local bus services. We provide cross-border bus services to the public mainly between Johor Bahru and Singapore, intracity bus services serving routes in Johor, Melaka and the Klang Valley, and intercity bus services for longer-distance travel between cities, towns or states. We also provide chartered bus services which primarily cater to corporations for specific purposes over a defined period. Our other services include the provision of repair and maintenance services and rental of advertising space.

The table below sets out the key events and milestones in the history and development of our business:

Year	Key Events and Milestones
2002	Handal Indah commenced operations and started providing intracity bus services within Johor Bahru, Johor.
2003	- We started our JB-SG cross-border bus services and operated under our brand 'Causeway Link'. - We set up our branch office in Singapore in the same year of 2003.
2005	We launched our 'City Tram' intracity bus services in Johor Bahru.
2009	We were awarded a 1-year contract from Iskandar Regional Development Authority for the operation of intracity bus services for 7 routes within the Iskandar Region.
2011	We facilitated the introduction of the <i>ManjaLink</i> card, provided by a related party, which is a smart card for contactless and cashless payment systems for our JB-SG cross-border services. The <i>ManjaLink</i> card enables passengers to reload and store travel credits on the card where the fare will be automatically deducted when passengers tap onto the reader in our buses.
2013	We commenced the operation of intracity bus services within Johor Bahru under the ISBSF initiatives.
2014	We secured a 1-year contract from Majlis Bandaraya Johor Bahru for the operation of the free bus service known as '<i>Bas Bandaraya</i>' in Johor Bahru.
2016	We facilitated the introduction of the mobile application namely <i>LUGO</i>, provided by a related party, which allows passengers to plan their bus journeys. Some of the information available on the mobile application includes bus routes and schedules as well as the estimated arrival time of our buses at all stops. In addition, <i>ManjaLink</i> cards can be linked to <i>LUGO</i> to enable users to view transaction history and top up credits.

7. BUSINESS OVERVIEW (Cont'd)

Year	Key Events and Milestones
2017	- We were awarded 2 contracts by PAJ for the operation of intracity bus services under 'Bas Muafakat Johor' for 14 routes within the Iskandar Region and 6 routes outside of the Iskandar Region for 1 year. As at the LPD, we have 2 ongoing contracts with PAJ for the operation of 'Bas Muafakat Johor' in Johor Bahru, Iskandar Puteri, Kulai and Mersing, as well as Pengerang. - We secured a 1-year contract from an unincorporated joint venture between Technip Geoproduction (M) Sdn Bhd and Fluor Daniel (Malaysia) Sdn Bhd to provide chartered bus services for the Refinery and Petrochemical Integrated Development project in Johor.
2018	- We started providing free Wi-Fi services on our JB-SG cross-border buses to enhance passenger experience on our buses. - We commenced the 3-year contract with Desaru Development Holdings One Sdn Bhd for the provision of chartered bus services for its hotel guests and employees in the Desaru Coast area.
2020	- We secured a 5-year contract from Petronas Refinery to operate shuttle bus services within an integrated refinery facility in Johor. - We were awarded a 1-year contract by the Majlis Perbandaran Petaling Jaya for the operation of intracity bus services under 'PJ City Bus' for 2 routes in Petaling Jaya, Selangor. This contract was completed in 2021.
2021	- We were awarded a 1-year contract by the Majlis Bandaraya Iskandar Puteri to operate a chartered bus service for mobile vaccination in Kampung Sungai Melayu, Iskandar Puteri, Johor Bahru for the COVID-19 Vaccination Outreach Programme. - In 2021, we secured a 10-month contract from Majlis Perbandaran Sepang to operate intracity bus services under 'Smart Selangor Bus' for 2 routes in Sepang. In 2022, we obtained a new 1-year contract from the same authority for 2 additional routes, bringing our total to 4 intracity routes in Sepang. - Following the closure of Malaysia's border with Singapore in March 2020 due to the MCO implemented in Malaysia to combat against the impact of the COVID-19 pandemic, we temporarily suspended our JB-SG cross-border bus services. In 2021, the Government of Malaysia and Singapore implemented the VTL scheme which allowed for quarantine-free travel. In November 2021, we started providing JB-SG cross-border bus services under the VTL scheme for passengers to travel between the Larkin Sentral Bus Terminal, Johor Bahru and Queen Street in Singapore.
2022	- We secured a 3-year contract from APAD where we were appointed network operator for the intracity bus service under <i>myBAS</i> in Johor Bahru and surrounding areas under the SBST programme. Under this contract, we provide bus services for 19 routes covering Kota Tinggi, Masai, Kulai, Gelang Patah and Pontian in Johor. - In 2022, we gradually resumed our JB-SG cross-border bus services and also started running 24 hours per day for one of our JB-SG cross-border routes between Johor Bahru Customs, Immigration, and Quarantine Complex and Queen Street Terminal in Singapore. - As part of our initiatives to promote cashless transactions, we partnered with Visa Malaysia to allow Visa card holders to make ticket payments on our buses.

7. BUSINESS OVERVIEW (Cont'd)

Year	Key Events and Milestones
2023	- As part of our initiative to deploy electric buses, we began investing in and upgrading our infrastructure at our EV Bus Depot located in Johor Bahru. In 2023, we commenced the construction of an electrical substation with a power capacity of 2.1 MW. Once the substation was completed in May 2024, we installed 16 charging stations at our depot, featuring 32 DC charging points. - We launched our electric buses for our intracity bus services under the SBST programme in Johor Bahru. This was followed by the deployment of electric buses for our JB-SG cross-border routes as well as chartered bus service for Desaru Coast in the same year. As at the LPD, we have 53 units of electric buses. - We participated in the Government's initiative for the launching of myBAS50 and myBASKonsesi transit passes. The myBAS50 transit pass provides a monthly pass for unlimited bus rides across all myBAS programmes in Johor Bahru. Meanwhile, the myBASKonsesi transit pass allows senior citizens, persons with disabilities and students to travel for free on myBAS buses in Johor Bahru. Both passes can be registered via the LUGO mobile application or at our ticketing counters. - In 2023, we commenced the operation of intracity bus services under 'Smart Selangor Bus' for Majlis Perbandaran Klang where we operate certain routes in Klang.
2024	- We secured a 5-year contract from APAD where we were appointed network operator for the intracity bus services in Melaka under the SBST programme. Under this contract, we will provide bus services for 18 routes within Melaka. - We further expanded our geographical coverage within the Klang Valley region as we secured a 2-year contract from Rapid Bus Sdn Bhd for the operation of intracity bus services for 36 routes covering various locations within Klang Valley.

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7. BUSINESS OVERVIEW (Cont'd)

7.2 ACCREDITATIONS, AWARDS AND RECOGNITIONS

As at the LPD, we have obtained the following awards and recognitions:

Year	Awards and recognitions	Awarded by
2013	Singapore's Outstanding Enterprise SME 150 2013	Singapore Resource Association
2015	SPAD Land Public Transport Symposium 2015 – Best Stage Bus Operator	SPAD
2015	Asia Enterprise BRAND Award 2015 – Vanguard Award Winner of the Year	Creative Group
2016	SPAD Land Public Transport Symposium 2016 – Best Complaints Management (Stage Bus)	SPAD
2016	Top 100 SME Singapore Elite Enterprise – Exemplary Standards and Service Excellence YA 2015 - 2016	Singapore Resource Association
2016	SME 100 Awards 2016 Fast Moving Companies – Certificate of Achievement	Business Media International
2017	SPAD Land Public Transport Symposium 2017 – Best Customer Service (Stage Bus)	SPAD
2017	TOPSIS Organisational Award 2017 – Bronze	Ministry of Home Affairs, Singapore
2018	TOPSIS Organisational Award 2018 – Bronze	Ministry of Home Affairs, Singapore
2023	Commissioner's Commendation Gold for the excellent implementation of measures leading to outstanding operational efficiency at Woodlands Checkpoint	Immigration & Checkpoints Authority Singapore
2024	First Cross-border Electric Bus Service Provider	The Malaysia Book of Records

As at the LPD, we have been accredited with the following certifications and management systems:

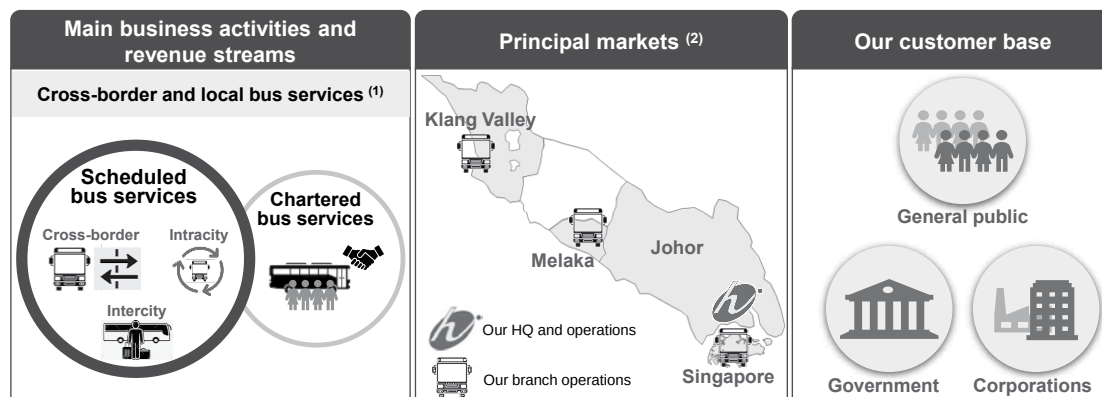
Accreditation	Scope	Issuing party	Validity period
ISO 9001:2015	Quality Management System – Provision of transport services	Transpacific Certifications Limited	19 May 2023 to 7 August 2025
ISO 14001:2015	Environmental Management System – Provision of transport services	Transpacific Certifications Limited	19 May 2023 to 7 August 2025
ISO 45001:2018	Occupational Health and Safety Management System – Provision of transport services	Transpacific Certifications Limited	26 May 2023 to 7 August 2025

7. BUSINESS OVERVIEW (Cont'd)

7.3 OUR BUSINESS

7.3.1 Our business model

Our business model is as follows:



Notes:

- (1) Revenue contribution from the provision of cross-border and local bus services collectively accounted for 93.3%, 97.4%, 98.3% and 99.2% of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. Revenue contribution from other services accounted for 6.7%, 2.6%, 1.7% and 0.8% of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025, which were mainly attributed to the provision of bus repair and maintenance services, and provision of advertising space on selected buses.
- (2) Our HQ and operations are in Johor, and we have branch operations in Melaka and Klang Valley within Peninsular Malaysia as well as Singapore.

7.3.2 Business activities and revenue streams

We operate within the mass transit sector providing both cross-border and local bus services. We provide accessibility and mobility to people and communities supported by our fleet of 683* buses and 4 depots as at the LPD. As part of our initiative to support green mobility for environmental sustainability, we gradually deployed electric buses for our operations since 2023 and as at the LPD, we have a fleet of 53 electric buses.

As a bus service provider, we are committed to investing in digital innovations to attract passengers and improve our operational efficiency. We have progressively upgraded our digital infrastructure, including enhancements to our digital operating platform. These upgrades enable us to better manage our schedule and create a direct link between scheduled activities such as arrival and departure times for each stop, payroll, and billing. Additionally, we have introduced flexible ticketing options for passengers, including cashless payment facilities and “tap-and-go” contactless ticketing systems allowing passengers to pay their fare on board by tapping the *ManjaLink* card, credit or bank card. For avoidance of doubt, Touch ‘n Go eWallet payments are currently not accepted on our buses. We have also equipped some of our buses with phone charging ports and Wi-Fi services, all designed to enhance the overall passenger experience.

Note:

- * Inclusive of 53 buses, for which ownership registrations are still pending transfer to our Group, where 47 buses are owned by Handal Ceria Sdn Bhd and 6 buses are owned by The Selangor Omnibus Berhad. However, as part of the ownership transfer process, the buses must undergo an inspection by Pusat Pemeriksaan Kenderaan Berkomputer and the ownership transfer process will take approximately one month. To avoid any disruption to our Group’s operations, the buses will be sent for inspection in multiple batches of 10 each. Therefore, the timing for the completion of the ownership transfer of all 53 buses is expected to be in June 2025.

7. BUSINESS OVERVIEW (Cont'd)

We have an OCC in Johor Bahru to provide us with a centralised system for the operation of our bus services. Our OCC includes the following key functions and features:

- real-time GPS monitoring system on all buses to track bus locations and ensuring adherence to schedules and routes;
- on-board vehicle monitoring system including collection of performance data such as fuel consumption for ICE buses, and electricity consumption for electric buses;
- on-board driver behaviour monitoring system with features such as speeding and aggressive turning for electric buses. The introduction of electric buses is part of our efforts to support environmental sustainability and embrace new technologies. In this respect, the integration of behaviour monitoring system is focused on our new electric buses in line with our efforts to embrace new technologies. At this juncture, we opt to prioritise the integration of said system on electric buses. We will continue to integrate the said system on new ICE buses progressively;
- incident management system to identify and alert about events such as traffic congestions or route deviations, with established protocols for incident response and reporting; and
- communication systems to facilitate two-way voice communication with bus drivers through a dedicated console device.

We offer scheduled and chartered bus services, as well as other services as outlined in the following:

- (i) **Scheduled bus services** operate along predefined routes and schedules. These are services allowing the public to board and pay the fare to travel to any designated stops along the route.

We operate 3 types of scheduled bus services as follows:

- **Cross-border services**, which are provided to the public mainly between Johor Bahru and Singapore. As at the LPD, we operate daily according to schedule, supported by a fleet of 150 buses servicing 7 routes. Our buses use the Johor-Singapore Causeway and Tuas Second Link routes. We operate our cross-border bus services under our brand "Causeway Link". We also provide cross-border bus services between points in Kuala Lumpur and Melaka, and points in Singapore, supported by our fleet of 5 buses serving 2 routes.
- **Intracity services**, which operate within individual cities, towns or suburban areas in a state or territory, designed for short trips with frequent stops. Our intracity bus services operate at regular intervals with fixed schedules taking into consideration peak periods. As at the LPD, these services are supported by our fleet of 400 buses serving approximately 108 routes in Johor, Melaka and the Klang Valley.

Our intracity services are mainly contracted services from several government bodies with their respective predetermined routes and schedules, which may be revised from time to time. For the contracted intracity bus services with government bodies, our revenue is derived based on the fixed fee for services rendered as stipulated in respective contracts. There will be penalties imposed if we fail to meet certain service parameters. We also collect fares from all passengers on behalf of the government bodies.

7. BUSINESS OVERVIEW (Cont'd)

A small proportion of our intracity services are for our specified routes and schedules which we have to apply for permits to provide these bus services at our initiatives. We operate these routes under our 'Causeway Link' brand in suburban areas in Johor. For avoidance of doubt, our specified routes do not overlap with the intracity bus routes that we operate under contracted bus services with government bodies.

- **Intercity services**, which mainly cater to longer-distance travel between cities, towns or states. These buses operate less frequently with fewer stops or just one stop, typically scheduled at bus terminals or designated points within each city or town. As at the LPD, our intercity bus services are supported by our fleet of 11 buses serving 8 intercity routes in Malaysia.

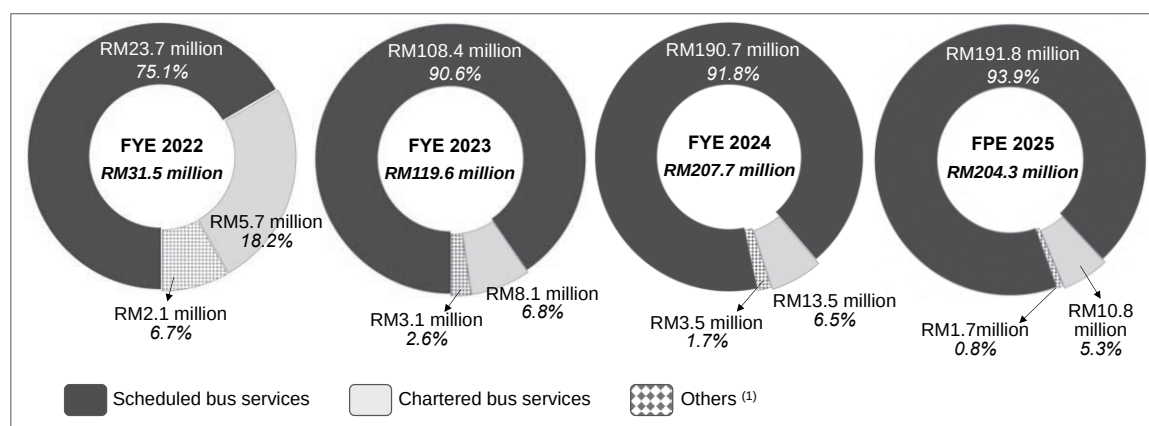
- (ii) **Chartered bus services**, which primarily cater to corporations for specific purposes over a defined period. We offer customised services, including routes, schedules, and stops tailored to the needs of our corporate clients.

Our buses are chartered for various purposes, primarily corporate transportation for daily staff commutes, tourism services such as airport transfers and sightseeing, and community shuttle services. Additionally, they are chartered by third-party and related bus transportation operators for their specific needs. We provide chartered bus services through both long-term contracts and on an ad-hoc basis. As at the LPD, our chartered bus services are supported by our fleet of 109 buses with 8 buses on standby and we have 12 ongoing contracts for the provision of chartered bus services.

- (iii) **Other services**, which include the provision of repair and maintenance services and rental of advertising space. Our depot in Johor Bahru houses a workshop dedicated to servicing our buses. Ensuring proper maintenance of our bus fleet is crucial to minimise downtime and service disruptions, as well as operational safety. For the Financial Years/Period Under Review, we also serviced third-party and related party customers based on requests. As at the LPD, we have ceased maintenance services for our related party customers.

We also generate income from the rental of advertising spaces in the exterior and interior of our selected buses. Exterior advertisements include posters on panels or wraps covering most of the surface of the bus, while interior advertisements are mainly placed on seatbacks, interior glass panels, bus handles or digital displays.

For the Financial Years/Period Under Review, our revenue segmentation by services is depicted below:



7. BUSINESS OVERVIEW (Cont'd)

Note:

- (1) Comprise mainly the provision of bus repair and maintenance services and rental of advertising space on selected buses.

	FYE 2022		FYE 2023		FYE 2024		FPE 2025	
Revenue	RM'000	%	RM'000	%	RM'000	%	RM'000	%
Scheduled bus services	23,637	75.1	108,376	90.6	190,649	91.8	191,806	93.9
- Cross-border	4,036	12.8	63,601	53.2	122,352	58.9	122,351	59.9
- Intracity	19,564	62.2	43,193	36.1	65,920	31.8	66,335	32.5
- Intercity	37	0.1	1,582	1.3	2,377	1.1	3,120	1.5
Chartered bus services	5,712	18.2	8,126	6.8	13,525	6.5	10,750	5.3
Others ⁽¹⁾	2,119	6.7	3,130	2.6	3,539	1.7	1,711	0.8
Total revenue	31,468	100.0	119,632	100.0	207,713	100.0	204,267	100.0

Note:

- (1) Comprise mainly the provision of bus repair and maintenance services and rental of advertising space on selected buses.

For the FYE 2022, FYE 2023, FYE 2024 and FPE 2025, revenue from the provision of scheduled bus services accounted for 75.1%, 90.6%, 91.8% and 93.9% of our total revenue respectively. During the COVID-19 pandemic, our business was affected by various containment measures implemented including restricted movements and border closures in Malaysia. This was reflected in the low revenue contribution for the FYE 2022.

Following the relaxation of containment measures, revenue contribution from all our services improved. This was reflected in our revenue growth which increased by 280.2% to RM119.6 million in the FYE 2023 (FYE 2022: RM31.5 million) and continued to grow by 73.6% to RM207.7 million in the FYE 2024 (FYE 2023: RM119.6 million). The growth was mainly driven by higher revenue from JB-SG cross-border bus services arising from increased demand following the relaxation of containment measures. In addition, the higher revenue from our intracity bus service segment was contributed by the commencement of *myBAS* bus services under the SBST programme in Johor Bahru and surrounding areas in March 2022 (during the FYE 2023). Please refer to Section 7.15 of this Prospectus for further details on the impact of the COVID-19 pandemic on our business.

7.3.3 Principal market

Our principal markets are Peninsular Malaysia and Singapore. Our operations include our HQ and operational facilities in Johor Bahru, as well as various depots and operational facilities in Johor, Melaka, the Klang Valley and Singapore. Revenue is recognised based on the location where passengers purchase their tickets or tap-on using *ManjaLink* card, credit or bank card for payment when they board the buses. For avoidance of doubt, Touch 'n Go eWallet payments are currently not accepted on our buses.

7. BUSINESS OVERVIEW (Cont'd)

For the Financial Years/Period Under Review, the revenue contribution by operational locations is as follows:

Revenue	FYE 2022		FYE 2023		FYE 2024		FPE 2025	
	RM'000	%	RM'000	%	RM'000	%	RM'000	%
Malaysia	28,621	91.0	71,866	60.1	109,648	52.8	104,646	51.2
Singapore ⁽¹⁾	2,847	9.0	47,766	39.9	98,065	47.2	99,621	48.8
Total revenue	31,468	100.0	119,632	100.0	207,713	100.0	204,267	100.0

Note:

- (1) Revenue is derived from passengers boarding the buses from Singapore for the JB-SG cross-border bus services as well as the intercity bus services between Kuala Lumpur/Melaka and Singapore.

The details of our depots and fleet of buses by geographical locations as at the LPD are as follows:

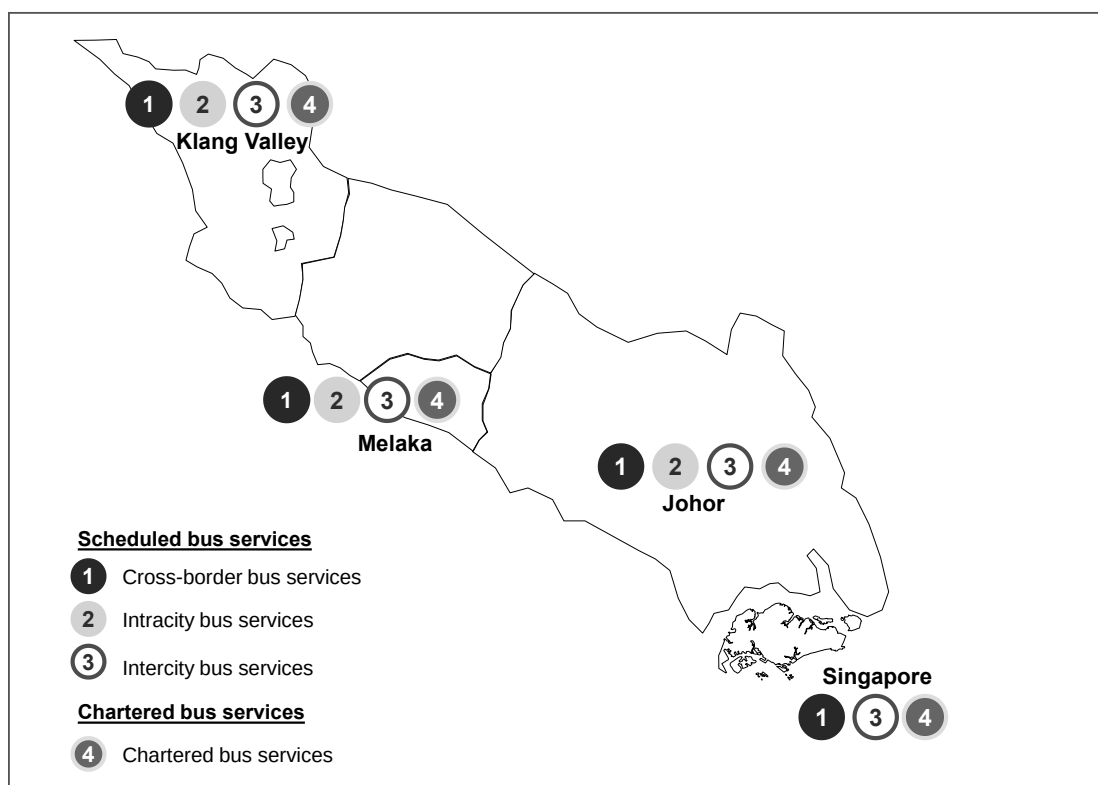
	Johor	Cross-border	Melaka	Klang Valley ⁽²⁾	TOTAL
Number of buses	235	⁽¹⁾ 155	35	258	683
Number of routes	58	9	17	40	124
Number of depots	⁽³⁾ 3	-	⁽⁴⁾ 1	-	4
Size of depot land area (sq. ft.)	602,230	-	43,560	-	645,790

Notes:

- (1) This refers to our 155 buses with approvals and omnibus licences including 150 buses for the operation of JB-SG cross-border bus services and 5 buses for intercity bus services between Kuala Lumpur/Melaka and Singapore.
- (2) Includes Kuala Lumpur and metropolitan Selangor.
- (3) Includes Mutiara ICE Bus Depot equipped with a workshop, Bika Bus Depot for ICE buses and EV Bus Depot for electric buses equipped with charging stations.
- (4) Including the operational office in Melaka.

7. BUSINESS OVERVIEW (Cont'd)

Our bus service operations in Johor, Melaka, the Klang Valley, and Singapore as at the LPD



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7. BUSINESS OVERVIEW (Cont'd)

7.3.4 Customer base

Our customer base includes the following:

- general public, referring to paying passengers;
- government bodies, which mainly contracts our services to provide intracity bus services to the general public; and
- corporations, that charter our buses for their specific use, use of our repair and maintenance services, and rental of advertising space on selected buses.

For the Financial Years/Period Under Review, our revenue by customer base is depicted as below:

	FYE 2022		FYE 2023		FYE 2024		FPE 2025	
Revenue	RM'000	%	RM'000	%	RM'000	%	RM'000	%
General public	4,634	14.7	72,924	61.0	133,248	64.2	135,831	66.5
Government bodies	18,119	57.6	35,552	29.7	57,575	27.7	56,019	27.4
Corporations	8,715	27.7	11,156	9.3	16,890	8.1	12,418	6.1
Total revenue	31,468	100.0	119,632	100.0	207,713	100.0	204,267	100.0

7.4 COMPETITIVE STRENGTHS

Our competitive advantages and key strengths will provide us with the platform to compete, and sustain and grow our business.

7.4.1 We have an established track record of 23 years in providing scheduled and chartered bus services

We have an established track record of 23 years in providing bus services since the commencement of our business in operating intracity bus services in Johor in 2002, and cross-border bus services between Johor Bahru and Singapore in 2003. Over the years, we expanded our geographical coverage to include Klang Valley and Melaka. As at the LPD, we have a fleet of 683 buses comprising:

- 155 buses for our cross-border bus services including 150 buses for JB-SG cross-border bus services and 5 buses for our intercity bus services between Kuala Lumpur/Melaka and Singapore;
- 235 buses for our operations in Johor for local intracity and intercity bus services;
- 258 buses for our operations in the Klang Valley for local intracity bus services; and
- 35 buses for our operations in Melaka for local intracity bus services.

Our customer base includes the general public in Malaysia and Singapore encompassing residents, tourists, business travellers as well as government bodies and corporations. Our established track record of 23 years in the provision of bus services will serve as a platform for us to continue to secure government and corporation-contracted bus services, and play a key role in enabling social mobility developments in Malaysia.

7. BUSINESS OVERVIEW (Cont'd)

7.4.2 We have two revenue streams which are derived from ticket sales to the public, and contracted and other services from government bodies and corporations

We have two revenue streams which are derived from ticket sales to the general public, and contracted and other services with government bodies and corporations. Our revenue which was derived from ticket sales accounted for 14.7% (RM4.6 million), 61.0% (RM72.9 million), 64.2% (RM133.2 million), and 66.5% (RM135.8 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. Our revenue derived from contracted and other services from government bodies and corporations accounted for 85.3% (RM26.8 million), 39.0% (RM46.7 million), 35.8% (RM74.5 million) and 33.5% (RM68.5 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

Our contracted services from government bodies and corporations provide the assurance of continuing revenue stream for at least up to the contracted period and at the same time moderate unforeseen negative operating conditions such as pandemics. Our business was affected by various containment measures implemented during COVID-19 pandemic due to restricted movement and border closures in Malaysia. During the border closure period, our cross-border bus services were suspended. This was demonstrated by our revenue contribution from low ticket sales at 14.7% in the FYE 2022. However, the low-ticket sales from our cross-border services during the border closure period was moderated by our revenue from contracted and other services with the government bodies and corporations. These operations including local intracity bus and chartered bus services, which were allowed after the relaxation of restrictions in Malaysia, contributed 85.3% of our total revenue in the FYE 2022. Overall, our revenue improved following the relaxation of containment measures as reflected in the growth of our revenue by 280.2% to RM119.6 million in the FYE 2023 (FYE 2022: RM31.5 million), and 73.6% to RM207.7 million in the FYE 2024 (FYE 2023: RM119.6 million). Please refer to Section 7.15 of this Prospectus for further details on the impact of the COVID-19 pandemic on our business.

The two revenue streams also provide us with two areas of potential business growth. Our revenue from the general public grew by 1,473.7% from RM4.6 million in the FYE 2022 to RM72.9 million in the FYE 2023 and further increased by 82.7% to RM133.2 million in the FYE 2024, while revenue from contracted and other services with government bodies and corporations grew by 74.1% from RM26.8 million in the FYE 2022 to RM46.7 million in the FYE 2023 and further increased by 59.4% to RM74.5 million in the FYE 2024.

7.4.3 We have recurrent revenue streams from contracted services to provide consistent income for our business

Our business model includes recurrent revenue from contracted services with government bodies and corporations. Contracted services from government bodies were mainly derived from the provision of intracity bus services in specific areas such as Johor Bahru, Melaka and the Klang Valley. The contract period for our subsisting contracts with government bodies range between 1 and 5 years. For the FYE 2022, FYE 2023 and FYE 2024, revenue from contracted services from government bodies accounted for 57.6% (RM18.1 million), 29.7% (RM35.6 million) and 27.7% (RM57.6 million) of our total revenue respectively, representing a CAGR of 78.3% between the FYE 2022 and FYE 2024.

In addition, we have recurrent revenue from corporations mainly for chartered bus services which are commonly for a period between 6 months and 7 years. For the FYE 2022, FYE 2023 and FYE 2024, revenue from chartered bus services from corporations accounted for 18.1% (RM5.7 million), 6.7% (RM8.0 million) and 6.4% (RM13.4 million) of our total revenue respectively, representing a CAGR of 53.3% between the FYE 2022 and FYE 2024.

Our recurring revenue stream provides some assurance of a consistent income throughout the contract period, offering resilience against unforeseen challenges such as the COVID-19 pandemic.

7. BUSINESS OVERVIEW (Cont'd)

7.4.4 We have the approvals and omnibus licences for 150 buses to provide JB-SG cross-border bus services

For our JB-SG cross-border bus services, we must obtain the relevant licences and approvals from LTA in Singapore. The approvals from LTA comprise, among other approved details, the route details, stopping places, operating hours and approved buses. The approved buses are required to have omnibus licenses that allow them to operate the specified routes. As at the LPD, we have 150 buses with the required omnibus licences and approvals to carry out our JB-SG cross-border bus services. Our JB-SG cross-border bus services cover 6 pick-up and drop-off points in Singapore. In Johor Bahru, our cross-border bus services cover 2 pick-up and drop-off points at Larkin Sentral Bus Terminal and Mall of Medini, which are also connected to our other intracity bus services in Johor Bahru, thus effectively enabling us to service a wide number of locations in Johor Bahru.

For the FYE 2022, FYE 2023, FYE 2024 and FPE 2025, revenue from our JB-SG cross-border bus services accounted for 12.8% (RM4.0 million), 53.1% (RM63.5 million), 58.8% (RM122.2 million), and 59.8% (RM122.2 million) of our total revenue respectively. For the FYE 2022, FYE 2023, FYE 2024 and FPE 2025, we recorded ridership of approximately 71,000, 5.9 million, 15.7 million and 15.9 million passengers for our JB-SG cross-border bus services.

The following factors will serve as the platform to sustain our business and drive our growth for our JB-SG cross-border bus services:

- Our JB-SG cross-border bus service serves large population catchment areas.

The populations of Johor Bahru and Singapore are approximately 1.8 million and 6.0 million respectively in 2024 (*Source: IMR Report*). The large population catchment areas with pick-up/drop-off locations at major population centres will sustain our JB-SG cross-border business, as well as provide growth as the population grows in Johor Bahru and Singapore.

- Our JB-SG cross-border bus services target the following groups of riders:
 - . Johor Bahru residents working in Singapore would use our services for their daily commute between their homes in Johor Bahru and their workplaces in Singapore;
 - . Singapore residents travelling to Johor Bahru to purchase goods and services, to take advantage of the favourable exchange rate of their currency, especially during weekends, and public and school holidays in Singapore; and
 - . Tourists in Johor Bahru and Singapore frequently cross the border, especially Singapore as it serves as a prominent airline hub for transit travellers and is renowned for its tourism, business and various social, business, exhibition and conference events.

These groups of commuters and travellers will potentially provide a regular source of revenue stream to sustain and grow our JB-SG cross-border business segment.

- The development of the Johor-Singapore Special Economic Zone (“**JS-SEZ**”) will facilitate increased cross-border travel between Johor Bahru and Singapore once it is established.

The upcoming JS-SEZ will provide us with the next platform for business sustainability and growth. As Singaporean businesses progressively establish their operations in the JS-SEZ, this will gradually increase the number of people travelling between Johor Bahru and Singapore.

7. BUSINESS OVERVIEW (Cont'd)

7.4.5 Our business is modular and scalable supported by our OCC and depot

Our business operates on a modular model, allowing us to efficiently serve designated areas with all necessary assets and services such as fleets of buses and depots that can function independently while remaining connected to our OCC. This model is also scalable, enabling us to add routes within our current service areas as well as expand into new regions. We can replicate our successful local intracity bus services in other cities, towns, and suburban areas to foster business growth.

We have been operating intracity bus services in Johor since our commencement of operations in 2002. As at the LPD, we are operating our intracity bus services in Johor under third-party *myBAS* and *Bas Muafakat Johor* brands. In 2024, we secured contracts for the operation of intracity bus services in Melaka under the *BAS.MY* brand as well as Klang Valley under the third party *Rapid KL brand*. In light of this, we have invested in new buses and gradually deployed buses for these intracity bus services.

As at the LPD, we provide local bus services in Johor, Melaka, and the Klang Valley. We can increase the number of routes within these regions and pursue contracts with government bodies in additional areas.

Our scalability is largely facilitated by our digital infrastructure, including the OCC, on-board information and communications technologies (“**ICT**”) systems installed in our buses, and various online applications such as our websites, mobile applications, and third-party digital systems. The OCC plays a critical role by providing centralised connectivity, management, and technical support for our buses, depots, drivers and ticketing operations.

Our modular and scalable business model serves as a robust platform to facilitate seamless business expansion and revenue growth.

7.4.6 We have a strong asset base and digital infrastructure to facilitate efficient, effective and safe operations

One of our core strengths lies in our strong asset base, which includes our fleet of buses, depots, and digital infrastructure which are connected to our OCC. Since the commencement of our business and up to the FPE 2025, we have invested a total of RM270.3 million for our buses, depots and OCC.

Our bus fleet consists of single-decker low-floor buses for easy access, double-decker buses and long-haul coaches. As at the LPD, we have 630 ICE buses and 53 electric buses. Our extensive fleet of buses enables us to offer wide route coverage across selected geographic areas and increased frequencies for scheduled bus services. Our extensive bus fleet will provide us with the platform to sustain and grow our business.

Our operational efficiency is supported by 4 depots of which 3 are located in Johor and 1 located in Melaka. The Mutiara ICE Bus Depot in Johor and the depot in Melaka are equipped with workshops for routine and ad hoc maintenance, repair and upkeep of buses. The Bika Bus Depot is equipped with fuelling stations for ICE buses, while the EV Bus Depot is equipped with charging stations which is dedicated to our electric buses. Increases in operational efficiencies will help us contain operational costs to improve our profit margin.

7. BUSINESS OVERVIEW (Cont'd)

Our operations are also supported by our digital infrastructure where all our buses are equipped with an on-board vehicle and driver monitoring system as well as a GPS linked to our OCC. This enables us to track our buses in real-time while data collected from our vehicle and driver monitoring system will enable us to perform data analytics. Our digital infrastructure also includes a fleet management system for route planning, real-time tracking and fare collection to improve operational efficiency and passenger convenience. Furthermore, we also have mobile applications incorporating e-wallet, cashless payment facilities as well as information on routes, bus stops and timetable. Our digital infrastructure facilitates operational efficiency to contain costs, driver safety and engagement with customers to create customer loyalty.

Our strong asset base comprising our bus fleet and depots supported by our digital infrastructure will serve as a platform to sustain and grow our business.

7.4.7 We have an order book to sustain our business and provide the platform for business sustainability

We have contracted services with government bodies and corporations for the provision of intracity and chartered bus services. As at the LPD, we hold 6 subsisting contracts with government bodies for the provision of intracity bus services in Johor, Melaka and the Klang Valley, as well as 12 subsisting agreements for the provision of chartered bus services.

As at the LPD, our unbilled order book of contracted services to government bodies and corporations amounted to RM174.6 million. Our order book will sustain our business at least in the short term where approximately 43.7% (RM76.3 million) and 32.5% (RM56.7 million) of the unbilled order book is expected to be recognised in the FYE 2026 and FYE 2027 respectively. This will provide us the platform to grow our business. Please refer to Section 12.2.19 of this Prospectus for further details on our unbilled order book.

7.4.8 We have an established brand for our non-contracted bus services which allows us to build on our brand equity, increase our brand awareness and foster customer loyalty

We have an established brand, namely *Causeway Link*, since the commencement of our JB-SG cross-border bus services in 2003. As for intercity bus services, we use the *Causeway Link Express* brand.

The success of our branding can be demonstrated by our revenue contribution for the JB-SG cross-border bus services which accounted for 12.8% (RM4.0 million), 53.1% (RM63.5 million), 58.8% (RM122.2 million) and 59.8% (RM122.2 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

To build on our brand equity, we have carried out various marketing activities and programmes including the following:

- focusing on aesthetics including colour to feature prominently in our buses to create high brand recognition and awareness;
- using digital marketing including our website and related party mobile application, LUGO, and third-party social media platforms such as Facebook and Instagram;
- conducting educational sessions on public transportation in private and government schools in Malaysia;
- selling our tickets on third-party online platforms such as BusOnlineTicket.com, redBus.my and Easybook.com; and
- participating in various exhibitions and events mainly in Johor as well as Melaka and Singapore.

7. BUSINESS OVERVIEW (Cont'd)

We also prioritise safety to uphold our brand image and market reputation. To achieve this, all our bus drivers undergo training in operational safety and customer courtesy. Additionally, we utilise ICT to monitor bus driver behaviour, issue alerts, and maintain two-way communication with our OCC to provide assistance as needed.

Since 2003, we have been building on our brand equity. Our branding aims to ensure that our name is easily recalled by riders, fostering brand awareness and portraying a positive brand image. This approach helps to nurture customer loyalty among existing patrons as well as cultivate new customers, thereby supporting the sustainability in our business.

7.4.9 Our addressable markets include Johor, Melaka, the Klang Valley and Singapore to provide us with geographic diversity and a large addressable market

We are a provider of bus services for riders in Malaysia particularly in Johor, Melaka, the Klang Valley, and Singapore. The diversity in rider markets will provide us with some mitigation against any localised unfavourable events in Malaysia or Singapore, or in certain states in Malaysia. In addition, the diversity in rider markets also serves as areas of potential growth for our business.

Our riders include residents, tourists and business travellers in the areas where we provide bus services. According to the IMR Report, the population of Johor, Melaka, Kuala Lumpur, Selangor, and Singapore was estimated at 20.7 million in 2024. In 2024, tourists visiting Singapore amounted to 16.5 million, excluding entry by land from Malaysia.

7.4.10 We have an experienced Executive Director and Key Senior Management backed by a skilled operation team and a large pool of experienced drivers to sustain and further develop our business

We have an experienced management team headed by our Executive Director cum Chief Executive Officer, Lim Chern Chuen who have contributed to the growth and development of our Group. He is supported by our Chief Marketing Office, Lim Chern Fang and Key Senior Management who have relevant experience ranging between 14 years and 45 years in their respective fields.

Furthermore, we manage and maintain a large workforce, which includes a total of 1,123 drivers (comprising 1,014 fully licensed drivers and 109 trainee drivers) constituting 65.9% of our total employee headcount as at the LPD. Effective management of this driver pool is crucial for maintaining consistent service schedules and minimising disruptions. Additionally, effective management can optimise various aspects such as driver performance impacting driver safety, fuel efficiency, adherence to routes and overall operational costs. In view of this, we have invested in digital innovation to monitor and manage our extensive personnel resources. This includes leveraging driver management software equipped with a fatigue detection system to monitor driver alertness, along with a communication platform that facilitates seamless interactions between drivers and management.

We have established documented driver management procedures aimed at attracting qualified candidates and retaining existing bus drivers through competitive wages and benefits packages, fostering a positive work environment, and offering comprehensive training and development programmes. As part of our efforts, we collaborated with government bodies such as Perbadanan Hal Ehwal Bekas Angkatan Tentera to recruit retired veterans into our workforce. Our development programmes focus on career advancement, offering growth opportunities that allow our employees, including our bus drivers as well as other workforce, to progress into senior or managerial roles. We also have recognition programmes in place to acknowledge their contributions, namely Quarterly Best Customer Service Award and Yearly Long Service Recognition. These initiatives cover defensive driving trainings, customer service skills, route familiarisation, emergency procedures, and bus technology usage.

7. BUSINESS OVERVIEW (Cont'd)

Additionally, we pair trainee drivers with experienced mentors to provide on-the-job training and support. In addition to providing competitive wages and benefits to retain our existing bus drivers, we have also implemented driver enhancement and training programmes, along with financial assistance to cover the cost of obtaining or renewing necessary bus driver licences.

By implementing these driver retention plans, we aim to cultivate a sustainable work environment that promotes long-term employee satisfaction and loyalty. This approach contributes to maintaining a stable experienced and skilled driver pool capable of delivering high-quality services. As at the LPD, the average tenure for our drivers is 3 years.

7.5 BUSINESS STRATEGIES AND PLANS

7.5.1 Overview of our strategies and plans

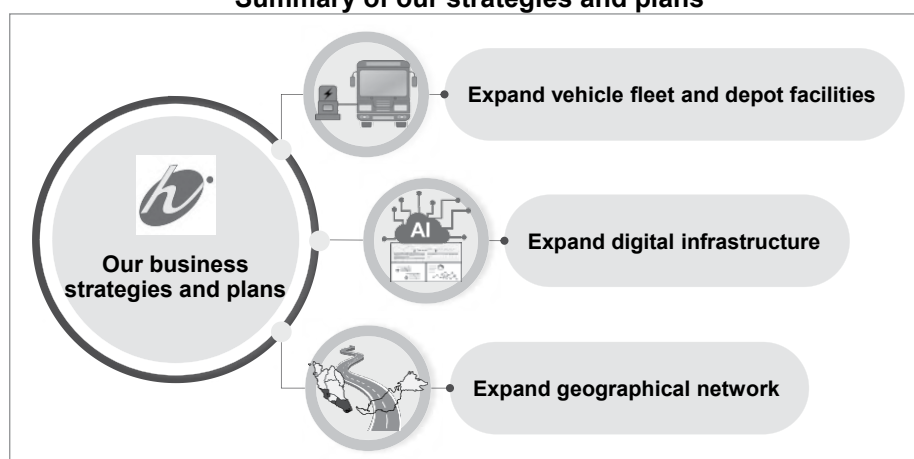
Part of our business strategies and plans are aligned with the Malaysia National Transport Policy 2019 - 2030 for future transport planning in an urban setting. The Malaysia National Transport Policy 2019 – 2030 is a framework developed by the Ministry of Transport Malaysia to develop an efficient, integrated and sustainable transportation system. This takes into account two factors:

- (i) public transport system that is efficient and accruable to encourage the population to adopt it as a primary means of transport; and
- (ii) a transportation grid that utilises technology such as the Internet-of-Things or intelligent transport system to manage the vehicle effectively.

Accessible and sustainable transportation is crucial for future demographic trends coupled with increases in number of trips. The population of Malaysia is projected to reach 41.5 million by 2040. Coupled with increasing affluence and mobility trends, it is estimated that Malaysians will make approximately 131 million daily trips in 2030 compared to 40 million trips in 2010. (*Source: IMR Report*)

We plan to capitalise on our core competencies in the provision of cross-border and local bus services supported by our vehicle fleet, depots and digital infrastructure to seize potential business expansion and growth opportunities in Malaysia.

Summary of our strategies and plans



7. BUSINESS OVERVIEW (Cont'd)

7.5.2 Expand vehicle fleet and depot facilities

(i) Vehicle fleet

As at the LPD, our fleet of 683 buses have an average age of 7 years. Our fleet comprises various types and sizes, including single-decker and double-decker buses, low-floor buses for ease of access, and long-haul coaches. As at the LPD, we operate 630 ICE buses and 53 electric buses.

Our fleet of buses



We recently commenced two new contracts with government bodies to provide intracity bus services in Melaka and the Klang Valley in May 2024 and June 2024 respectively for 5 and 2 years respectively. The combined value of these contracts is up to RM167.3 million, with revenue expected to be recognised between the FYE 2025 and FYE 2030.

We are contractually committed to gradually deploy a total of 215 buses, comprising 51 buses in Melaka and 164 buses in the Klang Valley. Depending on the contract requirements, the deployed buses must be no older than 3 years. As part of our strategies, we aim to expand our bus fleets to support our business growth and to replace ageing buses. The buses which have exceeded the fleet age requirements for the contracted bus services will be deployed to our other bus services such as cross-border and chartered bus services. Generally, our buses have a useful life of 15 years.

Malaysia's National Energy Policy 2022-2040 aims to increase the share of electric vehicles to 38% by 2040, while the National Energy Transition Roadmap (NETR) targets a 40% public transport modal share by 2040 and 60% by 2050. (Source: IMR Report)

In light of these developments, we are actively embracing sustainable bus transportation by incorporating electric buses into our fleet. In 2023, we initiated electric bus operations, including JB-SG cross-border services via Tuas Second Link and intracity routes in Johor. Subsequently, in April 2024, we achieved recognition in the Malaysia Book of Records as the first Malaysian bus operator to operate cross-border electric bus services.

One of our electric buses



7. BUSINESS OVERVIEW (Cont'd)

Our investment plans for our vehicle fleet expansion include the following:

- procure new buses, which include electric buses and ICE buses. As at the LPD, we have confirmed orders for the purchase of 55 buses which include 10 electric buses and 45 ICE buses, which is estimated to be delivered progressively by May 2025. The total cost for the purchase of these 55 buses is estimated at RM32.9 million which will be funded using internally generated funds and/or borrowings. As at the LPD, RM26.0 million has been paid.

We will continue to expand our vehicle fleet to support our business growth and to replace ageing buses. In addition, part of our Group's initiative is to transition our operations to be more environmentally sustainable by expanding our fleet of electric buses. As at the LPD, we have 53 units of electric buses. In this respect, we have allocated RM70.0 million of the IPO proceeds from our Public Issue for our fleet expansion. The type and number of buses to be procured is subject to us securing contracts by way of tenders within 24 months from the date of our Listing. Depending on the size and passenger capacity, the price for an electric bus could range from RM0.7 million to RM1.2 million, while the price for an ICE bus could range from RM0.4 million to RM0.6 million. Notwithstanding this, our Company expects the maintenance cost of electric buses to be generally lower than ICE buses, as electric buses have fewer mechanical components, higher uptime, and more predictive maintenance capabilities.

(ii) Depot and workshop facilities

Our operational infrastructure is supported by multiple depots located in Johor and Melaka. As at the LPD, we operate 4 depots, equipped with in-house workshop facilities for routine maintenance, repairs, and upkeep of buses, as well as fuelling stations for our ICE buses. In Johor Bahru, our depot also features charging stations specifically for our electric buses. As part of our ongoing fleet expansion strategy, we plan to enhance our depot facilities by establishing additional DC charging stations to accommodate the growth of our electric bus fleet. As at the LPD, we have 20 charging stations at our depot and workshop, featuring 40 DC charging points.

In this respect, we have allocated RM15.0 million of the IPO proceeds from our Public Issue for setting up additional charging stations. The number of charging stations to be set up is dependent on the number of electric buses we will procure within 24 months from the date of our Listing.

7.5.3 Expand digital infrastructure

We remain committed to leveraging digital innovation and continually upgrading our digital infrastructure at our HQ in Johor as well as in all our buses. This includes installing and integrating a "tap-and-go" contactless ticketing system and upgrading our OCC with a data integration platform. These advancements will enable us to monitor and manage our buses in real time and conduct data analytics.

7. BUSINESS OVERVIEW (Cont'd)

Our Operations Control Centre (OCC)



We plan to expand our digital infrastructure to optimise fleet management through the use of AI. Our digital infrastructure expansion plan includes:

- Purchasing and installing hardware such as network equipment, cameras, sensors (both inside and outside the buses), and lighting to ensure optimal video quality.
- Integrating AI with custom software applications to enhance vehicle monitoring and driver management:
 - Utilising machine learning for vehicle tracking and monitoring to analyse traffic patterns using data and video footage, and identifying optimal routes to reduce travel time and fuel consumption. This approach also involves analysing sensor data to predict equipment faults or failures, enabling proactive maintenance. Real-time detection and alert features promptly identify anomalies like leaks or unusual vibrations for swift maintenance or repair. These data, analyses and predictions will enable us to proactively carry out the necessary maintenance and repair to minimise downtime and extend vehicle lifespan.
 - Implementing AI-powered driver monitoring to analyse real-time facial features, postures, and eye movements. This capability detects predefined unsafe driving behaviours, encourages drivers to self-regulate, and manages fatigue. It also provides immediate alerts to drivers when unsafe behaviour is detected, improving overall safety and performance. Data on driver behaviour and adherence to routes will be used to create performance metrics and identify areas for improvement.
- Expanding our digital infrastructure will facilitate data collection for analytics, enabling us to identify trends, understand driver behaviour patterns, and implement data-driven training to enhance driver performance, well-being, and safety.

7. BUSINESS OVERVIEW (Cont'd)

The estimated investment cost for this digital infrastructure expansion is RM5.0 million, which will be funded through proceeds from the IPO. We plan to commence the digital infrastructure expansion within 24 months from our listing date.

7.5.4 Expand geographical network

Part of our strategies involve expanding our geographical network to capitalise on new business opportunities. This includes securing new routes within the states and federal territories where we currently operate, as well as exploring opportunities in other states to diversify our market and drive business growth.

For the Financial Years/Period Under Review, our revenue largely came from JB-SG cross-border bus services and intracity bus services in Johor. Additionally, we have launched intracity bus services in Melaka and the Klang Valley Region in 2024. We continue to engage with government bodies to emphasise the importance of investing in bus networks and policies that optimise the public transport industry.

Our investment plans mainly encompass purchasing buses. Please refer to Section 7.5.2(i) of this Prospectus for further details. In addition, as part of our geographical expansion plans, we will also expand our human resources, particularly by growing our driver pool and hiring operational and support personnel. The expansion of resources will be contingent upon securing contracts through tenders within 24 months from our listing date and this will be funded through proceeds allocated for working capital and/or internally generated funds.

7.6 MODE OF OPERATIONS

7.6.1 Scheduled bus services segment

- **Sources of revenue**

Our revenue for scheduled bus services segment is derived from customers comprising the general paying public passengers from Malaysia and Singapore, and government bodies in Malaysia.

	Scheduled bus services		
	Cross-border	Intracity	Intercity
Ticket sales to general public passengers	√	√	√
Contracted revenue from Malaysian government bodies		√	

(i) Ticket sales to general public passengers

In Malaysia, ticket sales are made to the general public for cross-border, intracity and intercity bus services. For Singapore, it covers only cross-border bus services.

In Malaysia, the scheduled bus fares are based on guidelines issued by APAD. Any fare, route or timetable revision will also need approval from APAD. This applies to cross-border, intracity and intercity bus services in Malaysia.

7. BUSINESS OVERVIEW (Cont'd)

In Singapore, scheduled bus fares and routes, and any revision are governed by the Public Transport Council and the LTA, and service providers and buses must hold the requisite licenses and approvals to be issued by the LTA. This refers to our cross-border bus services including the JB-SG cross-border bus services and the Kuala Lumpur/Melaka and Singapore cross-border bus services.

(ii) Contracted revenue from government bodies in Malaysia

Under the scheduled bus services segment, we are contracted by various government bodies to provide intracity bus services as follows:

- SBST Programme

The Government implemented the SBST programme to enhance local intracity bus services across Malaysia. We have been appointed as one of the bus service providers to operate the *myBAS* bus services for Johor Bahru and Melaka under the SBST programme in 2022 and 2024 respectively for 3 and 5 years respectively. The *myBas* brand was subsequently rebranded as *BAS.MY* in 2024.

We operate the *myBAS* bus services based on the designated routes and frequency as stipulated in the agreements with APAD and may be revised from time to time. We are paid by the respective government bodies based on the gross cost model where we will be paid a fixed fee per vehicle per km mileage of services rendered. We will also collect fares from all passengers on behalf of the government bodies.

We will need to provide a monthly report of, among others, the number of buses and their respective mileage in running all the prescribed routes for the month, as well as certain service parameters such as trip efficiency, punctuality and fleet age. We will submit the billing to the government bodies on a monthly basis based on the total mileage operated. Penalties are imposed if we fail to meet certain service parameters. In this respect, any payments from the government bodies will be after the deduction of any penalties.

Prior to the commencement of *myBAS* services in Johor Bahru under the SBST programme in 2022, we were operating the intracity bus services in Johor Bahru under the ISBSF initiative since 2013. The ISBSF initiative was introduced in 2012 by the Government to help intracity bus operators to ensure continuity of service particularly in the underserved areas. Please refer to Section 7.7.1.1(ii) of this Prospectus for further details of our ongoing contracts with APAD.

- Bas MUAFKAT Johor

This is a free bus service funded by the Johor State Government and the Johor Local Authorities. It was introduced in 2016 and now covers all districts in Johor. Our agreement is with PAJ, a Johor state-owned company. We are one of several service providers under this programme. We started providing Bas MUAFKAT Johor in 2017 when we were awarded 2 contracts by PAJ. As at the LPD, we have 2 ongoing contracts with PAJ for the operation of Bas MUAFKAT Johor in Johor Bahru, Iskandar Puteri, Kulai and Mersing, as well as Pengerang, which are valid until March 2025, where we have submitted the tender for new contract.

7. BUSINESS OVERVIEW (Cont'd)

Please refer to Section 7.7.1.1(ii) of this Prospectus for further details of our ongoing contracts with PAJ.

The designated routes are as stipulated in our agreements, and may be revised from time to time. The mode of operation is similar to the SBST programme where we are paid a fixed fee per vehicle per km mileage of services rendered and subject to penalties where applicable.

- Smart Selangor Bus

Smart Selangor Bus is a free public bus transportation programme covering Kuala Lumpur, metropolitan Selangor and selected districts in Selangor. It has been operational since 2015. We are one of several contracted bus service providers under this programme. We started providing Smart Selangor Bus in 2021 when we secured a contract from Majlis Perbandaran Sepang. As at the LPD, we have 1 ongoing contract with Majlis Perbandaran Sepang for the operation of Smart Selangor Bus in Sepang, which is valid until March 2025. Please refer to Section 7.7.1.1(ii) of this Prospectus for further details of our ongoing contract with Majlis Perbandaran Sepang.

Our subsisting contract is for designated routes in Majlis Perbandaran Sepang and may be revised from time to time. The contracted revenue for this bus service is based on a fixed fee per day of services rendered. We will submit monthly invoices detailing the number of days operated. In this respect, any payments from the government bodies will be after the deduction of any penalties.

- Rapid KL

It is a public transportation system owned by Prasarana Malaysia Berhad, a wholly owned government entity, and through its subsidiaries, it operates Rapid Rail and Rapid Bus. We are one of the contracted service providers for their bus services in the Greater Kuala Lumpur and Selangor areas. In 2024, we secured a 2-year contract from Rapid Bus Sdn Bhd for the operation of intracity bus services within Klang Valley, which is valid from June 2024 to 2026. Please refer to Section 7.7.1.1(ii) of this Prospectus for further details of our ongoing contract with Rapid Bus Sdn Bhd.

The designated routes and fares are fixed as stipulated in the agreement with Rapid Bus Sdn Bhd and may be revised from time to time. The mode of operation is similar to the SBST programme where we are paid a fixed fee per vehicle per km mileage of services rendered, less any penalties.

• Performance bond

Under the contracted revenue from various government bodies, we are required to provide performance bonds in the form of bank guarantees to the respective contract awarding parties. Performance bonds serve as security for the proper and due performance of services in accordance with the terms and conditions stipulated in the contracts. As at the LPD, the total performance bonds provided was RM7.6 million in relation to 4 contracted bus services out of a total of 6 contracted bus services. There are no special clauses or covenants provided by our Company in the performance bonds. The remaining 2 contracted bus services do not require performance bonds.

7. BUSINESS OVERVIEW (Cont'd)

• Penalties

Under the contracted revenue from various government bodies, we are subject to penalties if we are unable to meet service level requirements as stipulated in the respective contracts. Depending on the contracts, some of the service level requirements include trip efficiency, punctuality, bus reliability, fleet age compliance, availability on service frequency, availability of systems such as cashless payment system, journey planner application, daily operation compliance, comfort such as bus housekeeping and cleanliness, safety and customer services.

A sample of service level requirements and penalties of a contract is as follows:

Service Parameters	Minimum Requirement	Under-performance	Penalty from monthly payment
Trip efficiency ⁽¹⁾	95%	80% - < 95%	Total non-performing mileage x fixed fee per km
		< 80%	(Total non-performing mileage x fixed fee per km) x 2
Punctuality ⁽²⁾	95%	85% - < 95%	(Total non-performing operated mileage x fixed fee per km) x 0.5
		75% - < 85%	Total non-performing operated mileage x fixed fee per km
		< 75%	(Total non-performing operated mileage x fixed fee per km) x 2
Fleet age	New or less than 3 years old	4 years old ⁽³⁾	Deduct 40% from the fixed fee
		5 years old ⁽³⁾	Deduct 50% from the fixed fee
		6 years old ⁽³⁾	Deduct 60% from the fixed fee
		7 years old ⁽³⁾	Deduct 70% from the fixed fee

Notes:

(1) Adherence to timetable.

(2) Adherence to scheduled departure time.

(3) This refers only to buses used to temporarily replace the assigned buses. All assigned buses including ICE and electric buses are required to be less than 3 years old except under certain circumstances such as the use of replacement bus in the event of breakdown.

Payments from the government bodies will be after the deduction of any penalties.

7.6.2 Chartered bus services segment

We also provide chartered bus services which are based on ad hoc purchase orders and long-term contracts commonly between 6 months to 7 years for designated routes and agreed timetable.

7. BUSINESS OVERVIEW (Cont'd)

Our long-term contract commonly outlines the following:

- trip details comprising service frequency, routes, pick-up and drop-off points;
- agreed fixed monthly charges;
- payment terms commonly include an upfront deposit before the commencement of services, and we submit monthly invoices after services have been rendered;
- mutually agreed penalty clauses, if applicable; and
- other conditions imposed on us include insurance coverage and performance expectations include punctuality and bus condition.

Our ad hoc purchase orders commonly outline the following:

- trip details comprising service frequency, routes, pick-up and drop-off points;
- agreed charges for the total duration of the purchase order;
- payment terms commonly include an upfront deposit before the commencement of services, and we submit the final invoice after services have been rendered;
- no penalty clauses; and
- other conditions imposed on us include insurance coverage.

7.6.3 Other services segment

Other services include:

- Provision of bus repair and maintenance services to customers, which are on an ad hoc basis. We issue invoices to customers based on services rendered, and parts, components, consumables and products sold. We also commonly grant credit terms of 30 days to customers.
- We also provide rental of advertising spaces on selected buses. This is based on customers' needs on an ad hoc basis and we will issue invoices on a monthly basis. Our customers would be charged for all the initial set-up expenses such as the design and printing of decals as well as provide advance payment equivalent to 1 month of rental.

7. BUSINESS OVERVIEW *(Cont'd)*

7.7 PRODUCTS AND SERVICES

7.7.1 Cross-border and local bus services

We are a private sector operator of cross-border and local bus services where we provide scheduled and chartered bus services. Our scheduled bus services comprised cross-border bus services between Malaysia and Singapore, as well as local intracity and intercity bus services in Johor, Melaka and the Klang Valley in Peninsular Malaysia.

Our HQ including our OCC is located in Johor Bahru and we are supported by 4 depots including 3 located in Johor and 1 in Melaka. As at the LPD, we have a fleet of 683 buses including 53 units of electric buses.

As an operator of bus services, we manage the entire bus operation process and our key functions are as follows:

- Route planning and scheduling taking into consideration demand, traffic pattern and accessibility to provide convenience to the general public;
- Fleet management including tracking and dispatch of buses for different services and routes, scheduling of bus maintenance and ensuring that all buses are in optimal condition for safe and efficient operation. All our buses are equipped with GPS and is linked to our OCC;
- Driver management including recruitment and training of drivers, and managing driving behaviour to ensure adherence to safety standards and schedules while maintaining customer service standards;
- Ticketing and fare collection and ensuring fare compliance to government regulations, management of ticketing system including operating ticketing counters and implementation of electronic payment system;
- Safety and compliance where we conduct regular inspections and maintenance of our bus fleet, as well as obtain and renew all necessary permits and licences for our operations;
- Customer service where we attend to customers' inquiries, complaints and other feedback; and
- Data analytics where we analyse bus performance to identify areas for improvement in terms of efficiency and punctuality, route optimisation and customer service enhancement.

7.7.1.1 Scheduled bus services

Scheduled bus services refer to buses that operate on predefined routes with set stops, timings, and frequencies. Scheduled bus services are typically accessible to the public allowing passengers to pay the fare upon boarding or purchase tickets beforehand. We operate scheduled bus services that cover cross-border routes between Malaysia and Singapore, as well as intracity and intercity routes in certain states and territory in Peninsular Malaysia.

7. BUSINESS OVERVIEW (Cont'd)

(i) Cross-border bus services

We offer daily cross-border bus services between Malaysia and Singapore via the Johor-Singapore Causeway and Tuas Second Link. Revenue from our cross-border bus services accounted for 12.8% (RM4.0 million), 53.2% (RM63.6 million), 58.9% (RM122.4 million) and 59.9% (RM122.4 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

We operate two types of cross-border bus services comprising the following:

- Between Johor Bahru and Singapore; and
- Between Kuala Lumpur/Melaka and Singapore.

JB-SG cross-border bus services

Our JB-SG cross-border segment represents our largest revenue contributor after the reopening of borders from the FYE 2023 onwards. For the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 our JB-SG cross-border segment accounted for 12.8% (RM4.0 million), 53.1% (RM63.5 million), 58.8% (RM122.2 million) and 59.8% (RM122.2 million) of our total revenue respectively.

Our JB-SG cross-border buses operate under our brand 'Causeway Link'. Our cross-border bus services provide convenient connectivity for daily commuters, tourists and others travelling between Johor Bahru and Singapore.

Our JB-SG buses operate daily at frequent intervals throughout the day. We also operate one cross-border route (between Larkin Sentral Bus Terminal and Queen Street Terminal) which runs for 24 hours daily, with reduced frequencies between 11pm to 4am.



Some of the common groups of people that use our JB-SG cross-border bus services include the following:

- Johor Bahru residents working or studying in Singapore;
- business travellers between Johor Bahru and Singapore;
- tourists travelling between Johor Bahru and Singapore; and
- shoppers and diners from Singapore patronising JB's retail outlets.

We offer various routes connecting major locations in Johor Bahru and Singapore as follows:

7. BUSINESS OVERVIEW (Cont'd)

Pick-up and drop-off points			Frequency
Johor Bahru	via	Singapore	
Larkin Sentral Bus Terminal	Johor-Singapore Causeway	Kranji MRT Station	74 trips daily
Larkin Sentral Bus Terminal	Johor-Singapore Causeway	Queen Street Terminal	82 trips daily
Larkin Sentral Bus Terminal	Tuas Second Link	Jurong East	78 trips daily/ 4 trips daily ⁽¹⁾
Larkin Sentral Bus Terminal	Tuas Second Link	Jurong East	4 trips daily
Larkin Sentral Bus Terminal	Johor-Singapore Causeway	Newton Circus	57 trips daily
Larkin Sentral Bus Terminal	Tuas Second Link	Boon Lay MRT Station	42 trips daily
Mall of Medini	Tuas Second Link	Tuas Link MRT Station	73 trips daily

Note:

- (1) Refers to the frequency for two different routes with the same pick-up and drop-off points.

Our buses are air-conditioned to ensure comfort for our passengers and we also provide Wi-Fi as well as universal serial bus (USB) ports for charging. In addition, our buses are designed and equipped with wheelchair access and priority seating areas.

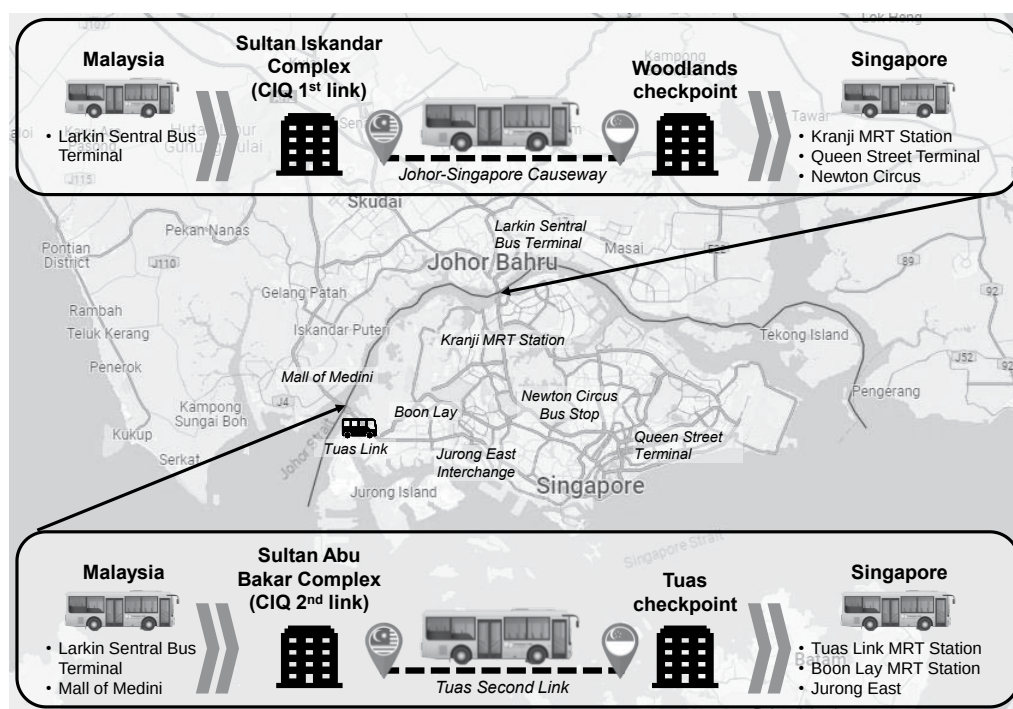
We offer various ticketing or payment options. Passengers can purchase tickets at our counters located in bus terminals or online via our website or mobile application. Additionally, passengers can pay their fare on board by using cash or a “tap-and-go” contactless system, tapping the *ManjaLink* card, credit or bank card. The *ManjaLink* card is provided by our related party.

Our “tap-and-go” contactless system



As at the LPD, we have a fleet of 150 buses for the JB-SG cross-border bus services. Our cross-border bus services from Johor Bahru operate daily according to schedule with 6 pick-up and drop-off points in Singapore as follows:

7. BUSINESS OVERVIEW (Cont'd)



Kuala Lumpur/Melaka and Singapore cross-border bus services

In addition to the JB-SG cross-border bus services, we also operate bus services between Kuala Lumpur/Melaka and Singapore. These routes run less frequently and travel only from point-to-point operating under our brand 'Causeway Link Express'. Passengers are required to pre-purchase their tickets on third-party centralised ticketing system at the bus terminals or online via our website or mobile application before boarding the bus.

Our Causeway Link Express bus



As at the LPD, we operate the following routes between Kuala Lumpur/Melaka and Singapore supported by our fleet of 5 buses:

Pick-up and drop-off points		Frequency
Kuala Lumpur	Singapore	
Terminal Bersepadu Selatan (TBS)	Harbour Front	7 times weekly
Melaka	Singapore	
Melaka Sentral	Harbour Front	7 times weekly

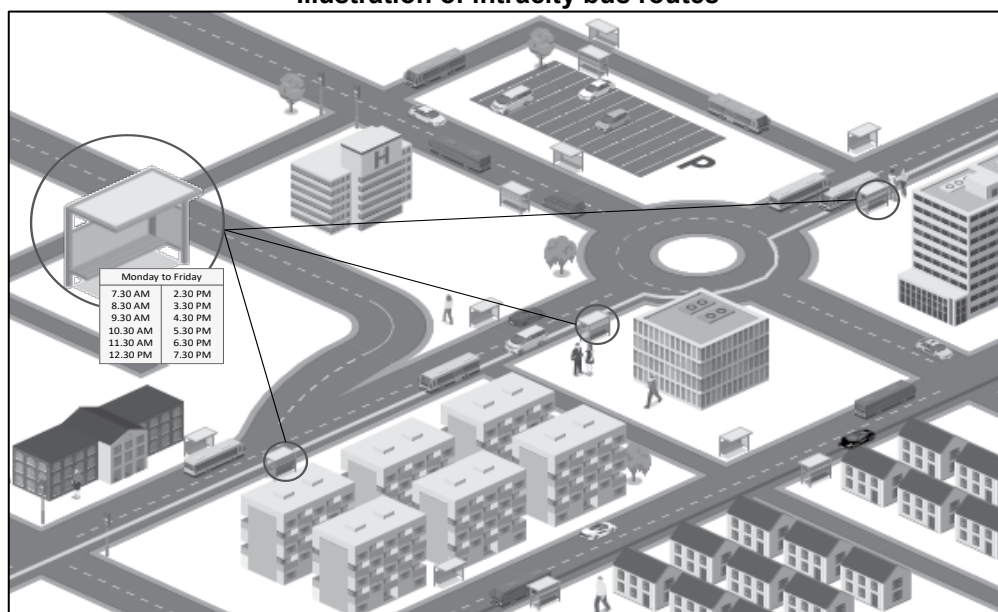
There are no contracts for our cross-border bus services as we provide the cross-border bus services based on ticket sales to general public passengers.

7. BUSINESS OVERVIEW (Cont'd)

(ii) Intracity bus services

Intracity bus services refer to buses which operate within a single city, town or suburban area connecting various locations, districts or neighbourhoods. It is designed to facilitate short trips with frequent stops along the way, offering accessible and affordable transit for residents or visitors. Our intracity bus services run at regular intervals based on schedules and may operate more frequently during peak hours to handle an increased number of passengers. As at the LPD, our intracity bus services are supported by a fleet of 320 buses serving approximately 76 routes in Johor, Melaka and the Klang Valley. Revenue from our intracity bus services accounted for 62.2% (RM19.6 million), 36.1% (RM43.2 million), 31.8% (RM65.9 million) and 32.5% (RM66.3 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

Illustration of intracity bus routes



Our intracity bus services are generally categorised as follows:

- Contracted bus services with government bodies and corporation** to provide intracity bus services to the general public in certain parts of Johor, Melaka and the Klang Valley in Peninsular Malaysia. The operations of these bus services are based on routes and schedules stipulated in our agreements with the respective government bodies. As at the LPD, we operate contracted bus services under the respective government brands such as 'myBAS', 'BAS.MY', 'Bas Muafakat Johor', 'Rapid KL' and 'SmartSelangor'. Please refer below for our ongoing contracts for contracted bus services with government bodies.
- Other intracity bus routes** for the general public in suburban areas within Johor, are operated under our brand name '*Causeway Link*'. As at the LPD, we operate the following intracity routes in Johor:

Area	Route
Johor Bahru	Johor Bahru Sentral to Bayu Puteri
Johor Bahru	Various locations within Johor Bahru
Johor Bahru and Kulai	Johor Bahru Sentral to Johor Premium Outlets

7. BUSINESS OVERVIEW (Cont'd)

Ongoing and secured contracts for intracity bus services

As at the LPD, we have 6 ongoing contracts with customers who are government bodies for the contracted intracity bus services in the respective locations and the details are as follows:

Description	State	Customer	Contract period ⁽¹⁾	Contract value ⁽²⁾ (RM million)	Unbilled order book as at the LPD (RM million)
Stage bus operation (SBST) in Johor Bahru	Johor	APAD	March 2022 to March 2025 ⁽⁴⁾	⁽³⁾ 147.6	8.3
Stage bus operation (SBST) in Melaka	Melaka	APAD	May 2024 to April 2029	⁽³⁾ 83.8	71.2
Operation of 'Bas Muafakat Johor' in Johor Bahru, Iskandar Puteri, Kulai and Mersing	Johor	PAJ	September 2019 to March 2025 ⁽⁵⁾	51.4	1.5
Operation of 'Bas Muafakat Johor' in Pengerang	Johor	PAJ	May 2020 to March 2025 ⁽⁶⁾	6.7	*
Rapid Bus Route Outsourcing Program	Klang Valley	Rapid Bus Sdn Bhd	June 2024 to March 2027 ⁽⁷⁾	⁽³⁾ 83.5	76.9
Operation of 'Smart Selangor' bus services in Sepang	Selangor	Majlis Perbandaran Sepang	March 2021 to March 2025 ⁽⁸⁾	10.0	0.4

* Less than RM0.1 million.

Notes:

- (1) Based on the period stipulated in the contract including the extension of contract or new contract secured relating to the extension of service.
- (2) Including the contract value from the extension of contract or new contract secured relating to the extension of service.
- (3) This contract value refers to the total amount we can invoice our customer for the services rendered on the designated routes and frequencies as stipulated in the contract.
- (4) As at the LPD, we are in the midst of discussion with our customer in respect of the extension of contract or new contract relating to the extension of service.
- (5) We received the letter of award in August 2019 and the contract was formalised in February 2020 for the operation of the said services between September 2019 to August 2022. Subsequently we received a new letter of award in May 2022 and the contract was formalised in July 2023 for the extension of service for the period between September 2022 to August 2024. In August 2024, we secured a new contract for the extension of service for the period between September 2024 to March 2025. As at the LPD, we have submitted the tender for new contract and the outcome of the tender is still pending.
- (6) The contract was first entered in 2020 for the operation of the said services between May 2020 to October 2022, and subsequently we secured a new letter of award in May 2022 for the extension of service for the period between November 2022 to October 2024. In August 2024, we secured a new contract for the extension of service for the period between November 2024 to March 2025. As at the LPD, we have submitted the tender for new contract and the outcome of the tender is still pending.
- (7) This is based on the 2-year contract period upon the deployment of buses. The buses will be gradually deployed by March 2025 under the Rapid Bus Route Outsourcing Program.

7. BUSINESS OVERVIEW (Cont'd)

- (8) *The contract was first entered in 2021 for the operation of 2 routes between March 2021 to December 2021, and subsequently we secured a new contract in the same year for the extension of service up to February 2022. In February 2022, we received a new contract for the operation of 4 routes under the same service for the period between March 2022 to February 2023, and we secured new contracts in April 2023 and March 2024 for the extension of service between April 2023 to March 2024, and April 2024 to March 2025 respectively. We will submit the tender bid for new contract subject to opening of tender.*

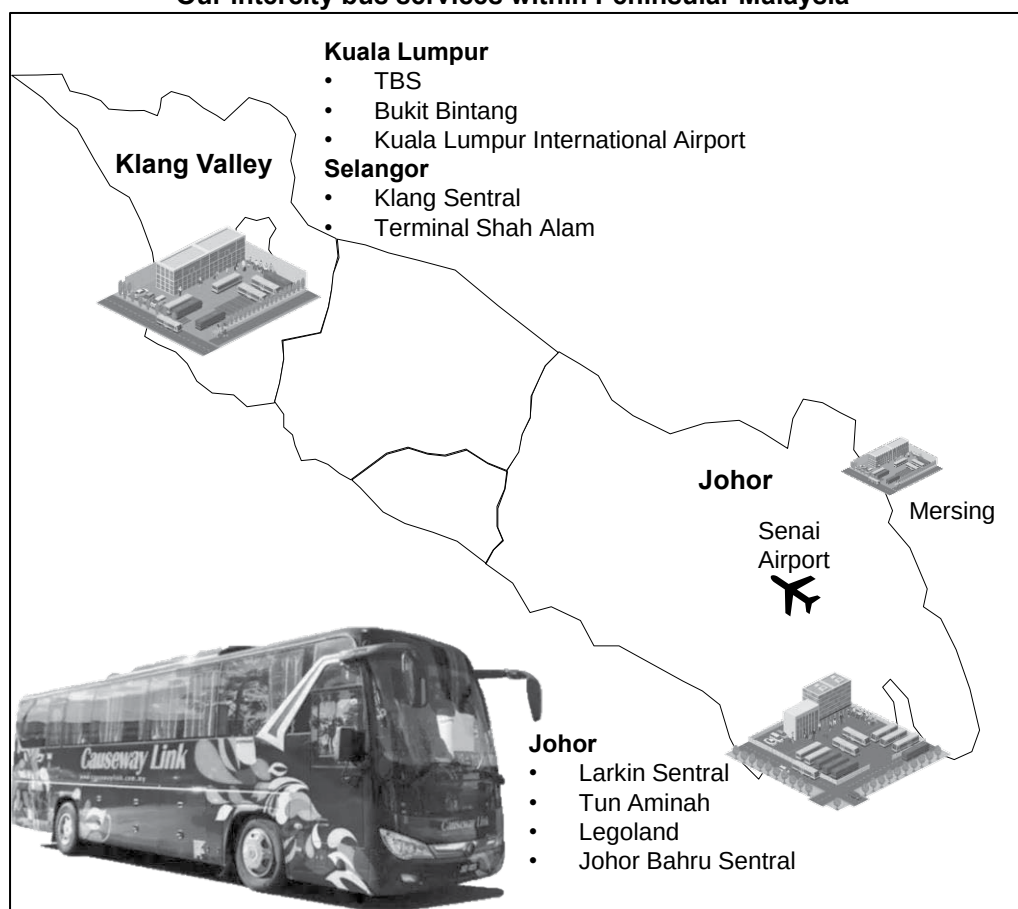
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7. BUSINESS OVERVIEW (Cont'd)

(iii) Intercity bus services

Intercity bus services refer to buses which travel for longer distances between cities, towns or states. These types of bus services run less frequently and travel on fixed routes between specific points with fewer stops or one stop commonly at bus terminals or designated points in each city or town. Passengers must purchase their tickets in advance on the third-party centralised ticketing system at the bus terminals or online through our website or mobile application before boarding the bus. Revenue from our intercity bus services accounted for 0.1% (less than RM0.1 million), 1.3% (RM1.6 million), 1.1% (RM2.4 million) and 1.5% (RM3.1 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

Our intercity bus services within Peninsular Malaysia



7. BUSINESS OVERVIEW (Cont'd)

We operate our intercity bus services under our brand '*Causeway Link Express*' supported by our fleet of 11 buses as at the LPD and we operate the following intercity bus routes within Peninsular Malaysia:

Route	Frequency
Between Johor and Kuala Lumpur	
Larkin Sentral and TBS	28 times weekly
Tun Aminah and TBS	28 times weekly
Larkin Sentral and Kuala Lumpur International Airport	7 times weekly
Legoland and Bukit Bintang	7 times weekly
Between Johor and Selangor	
Larkin Sentral and Terminal Shah Alam	7 times weekly
Larkin Sentral and Klang Sentral	7 times weekly
Within Johor	
Johor Bahru Sentral to Senai Airport	105 times weekly
Larkin Sentral to Mersing	14 times weekly

There are no contracts for our intercity bus services as we provide the intercity bus services based on ticket sales to general public passengers.

7.7.1.2 Chartered bus services

Chartered bus services refer to buses hired for a specific group or purpose. Unlike the public bus services which adhere to schedules and routes, chartered bus services are flexible and are customised to cater to the needs of our customers. Revenue from our chartered bus services accounted for 18.2% (RM5.7 million), 6.8% (RM8.1 million), 6.5% (RM13.5 million) and 5.3% (RM10.8 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

We have an array of buses with various seating capacities to accommodate various group sizes. We offer customised services where the routes, schedules, stops and frequencies are tailored according to the needs of the group hiring the service. Our chartered bus services are commonly used for corporate transportation facilitating daily staff commutes to and from work, tourism purposes such as airport transfers and sightseeing tours, shuttle services within designated community areas, as well as chartered by external bus operators for their specific use. We provide chartered bus services on a daily, weekly or monthly basis, and the rental rates depend on the type and number of buses hired, pick-up and drop-off locations and rental durations.

Our chartered bus for corporate transportation



As at the LPD, we have 12 ongoing contracts for the provision of chartered bus services, and the contract period ranges from 6 months up to 7 years. The unbilled order book for these ongoing contracts are RM16.3 million as at the LPD. Please refer to Section 12.2.19 for further details.

7. BUSINESS OVERVIEW (Cont'd)

The summary of the 12 ongoing contracts for the provision of chartered bus services is as follows:

States	Number of ongoing contracts	Number of customers/ customer types	Contract period	Contract value (RM million)	Unbilled order book as at LPD (RM million)
Johor and Klang Valley, Malaysia	10	10 customers/ corporations and government body	6 months to 7 years	29.8	8.1
Singapore	2	1 customer/ corporation	3 years and 4 years	12.9	8.2
Total	12	11 customers/ corporations	6 months to 7 years	42.7	16.3

7.7.2 Other services

During the Financial Years/Period Under Review, a proportion of our revenue was derived from other services which accounted for 6.7% (RM2.1 million), 2.6% (RM3.1 million), 1.7% (RM3.5 million) and 0.8% (RM1.7 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

Our other services comprise the following:

- While our bus repair and maintenance services are primarily to support our bus service operations, we also provide them to third-party and related party bus service providers during the Financial Years/Period Under Review. As at the LPD, we have ceased the service for our related party bus service providers.

These services are carried out at our depot in Johor Bahru. Our repair and maintenance services generally involve the upkeep, maintenance and repair of buses including the following:

- routine maintenance including checking fluid levels, tyres, brake inspection, oil change, and other preventive maintenance checks to ensure that the bus is functioning properly;
- repair services including diagnosis of mechanical, electrical or technical issues, and carrying out repairs or replacements; and
- bodywork and refurbishment including repainting, refurbishing the interior, upgrading or replacing worn-out or damaged parts such as hand grips and seats.
- Rental of bus advertising space which involves the exterior and interior of our buses. Exterior advertising includes posters on panels or wraps that cover most of the bus, while interior advertising includes posters on seatbacks, interior glass panels, bus handles and digital displays.

7. BUSINESS OVERVIEW (Cont'd)

7.7.3 Our facilities and supporting infrastructure

7.7.3.1 Our Operations Control Centre (OCC)

As a bus service provider, we prioritise the safety and efficiency of our operations. We are committed to investing in digital innovation to enhance and improve our services. One of our key digital infrastructures is our OCC located at our HQ in Johor Bahru. This centre enables us to monitor, coordinate, manage and communicate with our buses, and collect data and conduct analytics. All our buses are equipped with GPS and communication systems that are integrated into our OCC.

Our OCC at our HQ in Johor Bahru



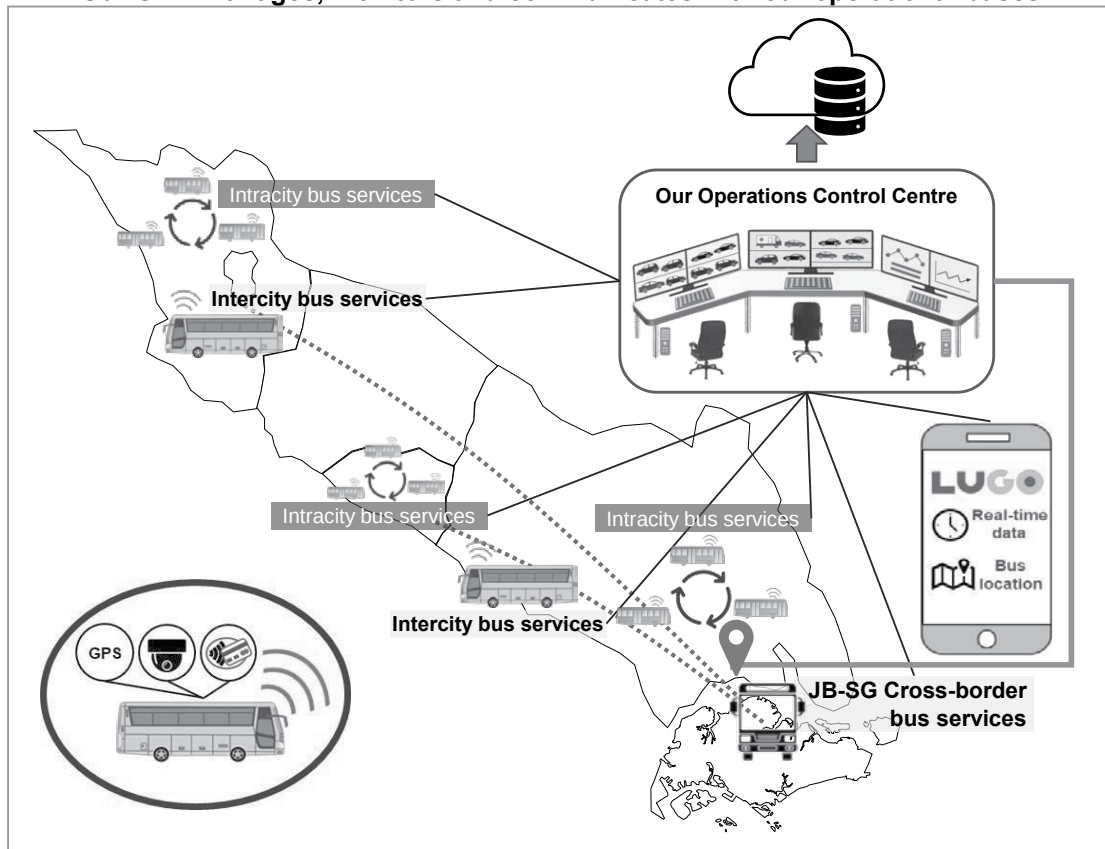
Our OCC is equipped with the following key functions and features:

- real-time monitoring of our fleet of buses enabling us to track the location and status of each bus in operation, ensuring adherence to schedules and routes. This capability also allows us to identify potential delays and implement necessary measures such as rerouting or dispatching additional buses to minimise disruptions. This also enables us to monitor service performance parameters such as trip efficiency and punctuality for our contracted intracity bus services with government bodies. Our customers, including APAD and PAJ, are granted access to the real-time monitoring of the buses operating under *myBAS* and Bas MUAFAKAT Johor bus services;
- traffic monitoring involving tracking real-time traffic conditions, including the Johor-Singapore Causeway and Tuas Second Link, using traffic cameras as well as driver reports. This enables us to anticipate delays and adjust bus schedules or routes accordingly;
- real-time updates of bus arrival and departure information on our mobile application, *LUGO*, allowing passengers to plan their trips efficiently;
- incident management system to identify events and issue alerts about incidents such as traffic congestions or deviation from routes, with protocols for responding to various incidents;

7. BUSINESS OVERVIEW (Cont'd)

- two-way communication with our bus drivers where drivers can provide traffic updates, and inform us of any accidents, breakdowns, emergencies or incidents on the bus, and we will be able to provide assistance and make necessary arrangements;
- electric bus monitoring system where we can track the state of the electric buses including electricity consumption, battery level and charging status; and
- on-board data integration platform to collect data on bus performance, fuel consumption as well as performs data analytics to monitor data on bus performance, route efficiency, passenger load, and electricity consumption, efficiency and driver-behaviour analytics for electric buses.

Our OCC manages, monitors and communicates with our operational buses



7. BUSINESS OVERVIEW (Cont'd)

7.7.3.2 Bus fleet

As at the LPD, we have a fleet of 683 buses and the average age of our bus fleet is 7 years. The specifications of some of our buses are as follows:

ICE buses



Yutong

Number of buses: 268 units
 Number of seats: 29 to 45
 Maximum passengers: 33 to 94
 Overall length: 12m
 Average age: 6 years



Scania

Number of buses: 45 units
 Number of seats: 30 to 45
 Maximum passengers: 44 to 66
 Overall length: 12m
 Average age: 10 years



Scania Double-decker

Number of buses: 9 units
 Number of seats: 45
 Maximum passengers: 66
 Overall length: 12m
 Average age: 14 years



UD Trucks

Number of buses: 15 units
 Number of seats: 40
 Maximum passengers: 40 to 66
 Overall length: 12m
 Average age: 9 years

7. BUSINESS OVERVIEW (Cont'd)



Silverbus

Number of buses: 5 units
 Number of seats: 37 to 40
 Maximum passengers: 57 to 60
 Overall length: 12m
 Average age: 6 years



SKS

Number of buses: 159 units
 Number of seats: 24 to 43
 Maximum passengers: 30 to 95
 Overall length: 12m
 Average age: 10 years



Hino

Number of buses: 12 units
 Number of seats: 27 to 32
 Maximum passengers: 34 to 39
 Overall length: 8.7m - 8.9m
 Average age: 6 years



Cam

Number of buses: 17 units
 Number of seats: 16 to 19
 Maximum passengers: 17 to 23
 Overall length: 5.9m
 Average age: 5 years



TMS

Number of buses: 25 units
 Number of seats: 20
 Maximum passengers: 30
 Overall length: 8.7m
 Average age: 1 year

7. BUSINESS OVERVIEW (Cont'd)

Electric buses



EV Foton 12m

Number of buses: 6 units
Number of seats: 37
Maximum passengers: 68
Overall length: 12m
Average age: 2 years



EV Foton 10.5m

Number of buses: 34 units
Number of seats: 27 to 29
Maximum passengers: 29 to 66
Overall length: 10.5m
Average age: 1 year



EV Foton 8.5m

Number of buses: 6 units
Number of seats: 22
Maximum passengers: 37
Overall length: 8.5m
Average age: 2 years



King Long

Number of buses: 1 unit
Number of seats: 13
Maximum passengers: 27
Overall length: 6.5m
Average age: 3 years



EV Asia Star 7.2m

Number of buses: 6 units
Number of seats: 15 to 20
Maximum passengers: 30 to 31
Overall length: 7.2m
Average age: 2 years

7. BUSINESS OVERVIEW (Cont'd)

7.7.3.3 Bus depots

As at the LPD, we have 4 depots including 3 in Johor and 1 in Melaka to support our bus service operations. The key functions of our bus depots are as follows:

- parking and storage for our buses when they are not in service. All our buses will return to their allotted bus depots at the end of the operational day;
- pre-trip inspection where our technicians and drivers perform safety checks before departure, and upkeep of buses where the exterior and interior of the buses are cleaned daily after service operations to maintain cleanliness;
- covered workshops in our Johor Bahru depot to carry our bus repair and maintenance services including routine maintenance, repair services, bodywork and refurbishment; and
- fuelling facilities for our ICE buses as well as charging stations for our electric buses.

Charging stations for our electric buses



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7. BUSINESS OVERVIEW (Cont'd)

7.8 OPERATIONAL FACILITIES

As at the LPD, the details of our operational facilities are as follows:

Main functions	Approximate land/built-up area	Location of facilities
HQ including OCC	Land area: 77,263 sq. ft. Built-up area: 42,935 sq. ft.	No. 23, Jalan Firma 2, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor, Malaysia
Singapore branch office	Built-up area: 300 sq. ft.	28, Kranji Loop, Kranji Green #05-07/08, 739571 Singapore
Melaka office and depot	Land area: 43,560 sq. ft.	Lot 1-11A, Kawasan Perindustrian Cheng, Fasa 1, 75250 Melaka, Malaysia
KL office	Built-up area: 500 sq. ft.	Level 16, Menara South Point, Mid Valley City, Medan Syed Putra Selatan, 59200 Kuala Lumpur, Malaysia
EV Bus Depot	Land area: 163,009 sq. ft. Built-up area: 5,103 sq. ft.	PLO297, Jalan Firma 2, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor, Malaysia
Mutiara ICE Bus Depot	Land area: 264,631 sq. ft. Built-up area: 22,935 sq. ft.	PTD83701, Jalan Firma 3/1, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor, Malaysia
Bika Bus Depot	Land area: 174,591 sq. ft. Built-up area: 21,906 sq. ft.	PLO 285, Jalan Firma 3, Taman Perindustrian Tebrau IV, 81100 Johor Bahru, Johor, Malaysia

7.9 MACHINERY AND EQUIPMENT

Our main machinery and equipment for our bus service operations as at 31 October 2024 are as follows:

Major machinery and equipment	Quantity (units)	Net book value as at 31 October 2024 (RM'000)	Average age (years)	Useful life (years)
Diesel buses	584	135,664	5	15
Electric buses	53	40,694	1	15
Ticketing machines	440	2,169	1	5
Cash sorting machine	12	72	6	10
Electric bus chargers	22	6,784	1	10
Bus wash system	2	159	1	10
Generator	5	40	8	10
Wheel alignment machine (for workshop)	2	42	9	10
Tyre changer machine	1	5	8	10
Overhead crane (depot)	1	217	1	10

7. BUSINESS OVERVIEW (Cont'd)

7.10 OPERATING CAPACITY AND UTILISATION

We have a fleet of buses to carry out the respective bus services in accordance with the licenses and vehicle permits secured. For the Financial Years/Period Under Review, our revenue were mainly contributed by our JB-SG cross-border bus services which accounted for 12.8% (RM4.0 million), 53.1% (RM63.5 million), 58.8% (RM122.2 million) and 59.8% (RM122.2 million) of the total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively, as well as contracted intracity bus services with government bodies which accounted for 57.5% (RM18.1 million), 29.6% (RM35.5 million), 27.7% (RM57.4 million) and 27.4% (RM56.0 million) of the total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively, and the information on operating capacity and utilisation are as follows:

(i) JB-SG cross-border bus services

For the Financial Years/Period Under Review, the capacity, actual ridership and utilisation rate for our JB-SG cross-border bus services are as follows:

	Number of permitted buses ⁽¹⁾	Annual capacity ⁽²⁾ (‘000 number of passengers)	Actual ridership ⁽³⁾ (‘000 number of passengers)	Utilisation rate ⁽⁴⁾ (%)
FYE 2022	150	3,660	71	2
FYE 2023	150	29,799	5,890 ⁽⁵⁾	20
FYE 2024	150	29,799	15,672 ⁽⁵⁾	53
FPE 2025	150	22,288	15,919	71

Notes:

- (1) Refers to the number of buses permitted for JB-SG cross-border bus services.
- (2) $(\text{Total number of seats for all permitted buses}) \times (\text{the maximum number of trips per 24-hour day for all permitted buses}) \times (365 \text{ days (or prorated) per year}) \times (90\% - \text{to cater for 10\% downtime for repair and maintenance})$.
- (3) Total number of tickets sold for each respective FYE and FPE.
- (4) $(\text{Actual ridership divided by annual capacity}) \times 100\%$.
- (5) The increase in ridership in FYE 2023 and FYE 2024 was because of the increase in demand for our JB-SG bus services on the back of increased service frequencies post COVID-19 pandemic period as we gradually recommenced our JB-SG cross-border bus services after the reopening of borders in April 2022.

(ii) Intracity bus services

Our intracity bus services for Johor, Melaka and the Klang Valley are mainly government-contracted bus services with predetermined routes and schedules, which may be revised from time to time. In this respect, our buses are dedicated to the scheduled bus services under the respective programme including SBST, Bas MUAFAKAT Johor and Smart Selangor Bus. We are provided with a fixed fee for services rendered less any penalty based on among others, the number of buses deployed or the number of kilometres travelled. As such, bus capacity, ridership and utilisation rate are not part of our operational parameters in terms of utilisation of assets.

7. BUSINESS OVERVIEW (Cont'd)

For the Financial Years/Period Under Review and as at the LPD, the number of buses deployed for our government-contracted bus services are as follows:

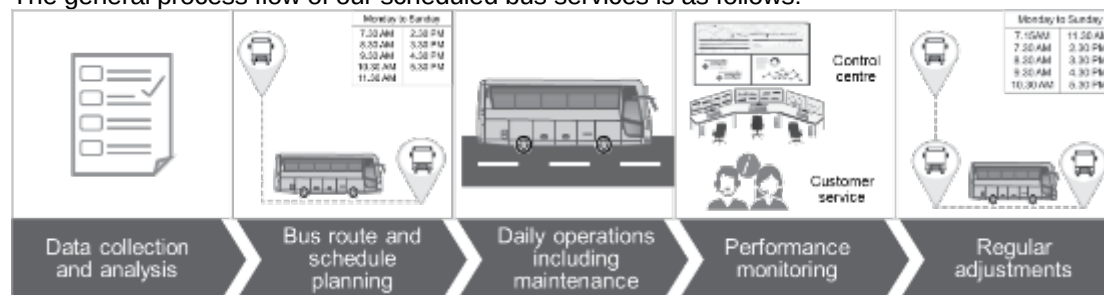
	FYE 2022	FYE 2023	FYE 2024	FPE 2025	As at the LPD
Johor					
SBST-myBAS	-	65	80	92	92
Bas MUAFKAT	33	33	33	42	42
Klang Valley					
Smart Selangor (Sepang)	18	18	18	18	18
Smart Selangor (Klang)	-	-	8	-	-
PJ City Bus	12	-	-	-	-
Rapid KL	-	-	-	61	148
Melaka					
SBST-BAS.MY	-	-	-	35	35

7.11 PROCESS FLOW

7.11.1 Bus services for the general public

We provide cross-border, intracity and intercity scheduled bus services, for the general public in Peninsular Malaysia and Singapore. We run our buses based on schedules of daily timetables of pick-up/drop-off points for all our routes. These timetables are published on our website, the *LUGO* mobile application, as well as printed copies for *myBAS* bus services which are available at the bus terminals, to enable passengers to plan their journeys.

The general process flow of our scheduled bus services is as follows:



Data collection and analysis

We continuously gather data through our fleet management system, which transmits real-time information to our OCC. Our analysis primarily focuses on ridership and travel time data. Ridership data includes boarding and alighting patterns at different stops, allowing us to identify peak hours, popular routes, and underutilised sections. Travel time data tracks the journey duration of each bus along different routes, helping us evaluate efficiency and identify potential delays or bottlenecks.

In addition to the data collected at our OCC, we also take into account feedback from the general public and relevant authorities concerning their needs, preferences for bus service frequency, and desired stop locations.

7. BUSINESS OVERVIEW (Cont'd)

Bus route and schedule planning

Using our analysis tools, we develop bus routes that strike a balance between passenger needs and operational efficiency. Key considerations include the following:

- minimising travel time and maximising route coverage to accommodate rider pick-up and drop-off locations;
- connecting major destinations and densely populated areas;
- connecting other public transportation modes such as rail systems and major bus terminals;
- ensuring optimal spacing between stops to minimise wait time and rider convenience; and
- accounting for road conditions, traffic patterns, and turn restrictions that impact traffic flow.

Once routes are established, we create bus schedules that dictate bus frequency, and departure and arrival times at each stop. During peak hours, our buses operate more frequently.

Subsequently, we apply for the necessary approvals, licenses and permits from relevant authorities. Intracity and intercity bus services require licenses and permits from Malaysian authorities, while cross-border services require licenses and approvals from both Malaysian and Singaporean authorities.

Our bus route and schedule planning are based on continuous data collection and analytics to enable us to optimise our routes and schedules. Where relevant, we may modify our routes and schedule to provide better coverage and convenience to riders.

Daily operations

Following final adjustments, we will commence our daily operations. Each driver and bus are assigned to specific routes according to a pre-determined schedule. This schedule information is readily accessible across multiple platforms including our website, the *LUGO* mobile application, and printed copies for at the bus terminals for passenger convenience. Real-time arrival and departure updates can be accessed through our company website, mobile application, and third-party platforms like Google Maps.

Our buses incorporate several safety features including the following:

- all buses are equipped with our routing management and tracking system featuring the following:
 - automatic vehicle location technology using Global Positioning System (GPS) for real-time tracking of bus location and speed. Data is transmitted via cellular network to our OCC; and
 - voice communication system enabling direct communication between dispatchers and drivers for real-time updates, addressing concerns, or coordinating service adjustments.
- all buses are designed with multiple exits including doors and breakable windows for rapid exit during emergencies;
- all buses are equipped with on-board fire extinguishers for immediate use in case of fire; and

7. BUSINESS OVERVIEW (Cont'd)

- new buses are outfitted with closed-circuit television (CCTV) systems to monitor passenger activity and deter potential crime on-board our buses. Authorised personnel can review footage upon request to address concerns or incidents. We may install CCTV systems on old buses if required depending on contract requirements.

Passengers have a variety of fare payment methods to choose from for their convenience, including cash, passes, contactless payment like *ManjaLink* card, credit and debit cards, as well as mobile payment including *ManjaPay*, *Apple Pay*, *Google Pay* and *Samsung Pay*.

Routine maintenance

We conduct routine maintenance, including daily and periodic tasks, for our buses. The frequency of these tasks adheres to the bus manufacturers' specifications and is adjusted as necessary based on operational needs.

Some regular maintenance tasks performed by our drivers include:

- Conducting visual inspection of the bus to identify leaks, loose parts, tyre conditions, and any damage to lights, windows, doors, and wiper blades;
- Checking engine oil and coolant before starting the bus;
- Performing a basic operational check of the brakes to ensure proper engagement and detect any unusual sounds or vibrations; and
- Cleaning the interior and exterior of the bus at the end of each day.

Periodic maintenance carried out in the bus workshop includes:

- Cleaning and replacing air filter, engine oil and oil filter elements to maintain optimal engine performance and longevity;
- Tyre inspection including checking of tread condition, wear and tear, as well as pressure check, wheel alignment and balancing;
- Checking of air conditioning system to ensure an efficient, reliable and well-functioned system to provide comfort for passengers;
- Lubricating all designated grease points on the chassis and suspension components to minimise friction and wear;
- Conducting a comprehensive inspection of the entire brake system, and replacing any worn or damaged components including battery; and
- Performing a thorough inspection of all major systems, including the engine, transmission, brake, steering, suspension, axles, wheels, and electrical system.

Performance monitoring

Operations Control Centre

All our buses are connected to our OCC via fleet management system including routing management and tracking systems, electronic ticketing system and sensors using a third-party mobile cellular system. Through this system, we gather a variety of data including the following:

- Ridership data: Tracks the number of passengers using our bus services;
- Trip-related data: Monitors the completion status of trips and identifies any missed trips; and

7. BUSINESS OVERVIEW (Cont'd)

- Punctuality data: Measures driver adherence to the schedules, specifically focusing on on-time arrivals at designated stops.

We collect this data internally to conduct reviews and identify areas for improvement.

Customer service

Additionally, we monitor our performance through customer service channels to gather feedback from passengers. We handle passenger inquiries and address complaints received via phone, email, or in-person support.

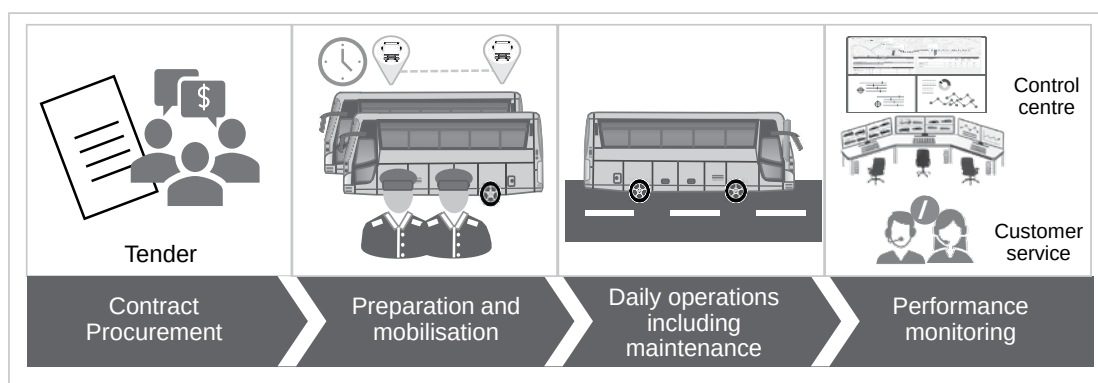
Regular adjustment

We routinely review our bus route and schedule every six months to ensure ongoing optimisation in response to evolving needs and data.

7.11.2 Government-contracted intracity bus services

We provide government-contracted intracity bus services in selected areas in Johor, Melaka and the Klang Valley. The routes and schedules are outlined in our contracts with the respective government bodies.

The general process flow for the provision of government-contracted intracity bus services are as follows:



Contract procurement

Our government-contracted bus services are secured through tendering processes with various government bodies. Contracts are mainly for 1 to 5 years, after which new tenders are called or subsisting contracts are renewed for subsequent years.

Our decision to participate in the tendering process is based on preliminary assessments conducted by our team to evaluate, among others, contract terms, customer requirements, and alignment with our service capabilities. Once we have decided to bid, we will commence the preparation of our tender documents which include a commercial proposal focusing on pricing, payment terms and other relevant commercial aspects, and a technical proposal focusing on our deployment of buses, bus specifications, bus routes, schedules, operational performance history, company experience profile, and bus maintenance records. During the course of preparation for the tender documents, we also carry out the following which form part of the proposal for the tender:

- Designing bus routes based on resident and transient population density, travel patterns, and existing infrastructure and facilities including schools, railway stations, shopping centres, community amenities and workplaces; and

7. BUSINESS OVERVIEW (Cont'd)

- Developing schedules tailored to passenger demand, traffic conditions, and desired service frequency.

We will then submit our tender together with a tender bond or deposit if required.

Preparation and mobilisation

The contract is considered secured upon receipt of the letter of award, at which point we proceed to prepare for bus operations. Some of the procedures involved include the following:

- Procuring new buses or ensuring regular inspection, maintenance, and cleaning of existing buses to ensure safety and reliability.
- Providing training for new drivers in safe driving practices, route familiarity, customer service, emergency protocols, and the use of on-board technologies.

In some situations, when we face a shortage of buses to meet our contractual obligations, we will rent buses from third-party to continue our operations.

Daily operations and maintenance

This process is similar to daily operations and routine maintenance described in Section 7.11.1 of this Prospectus.

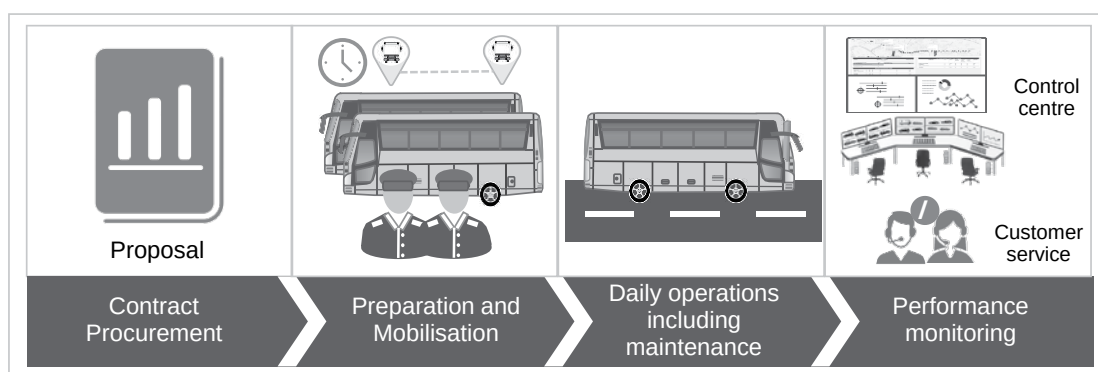
Performance monitoring

This process is similar to performance monitoring described in Section 7.11.1 of this Prospectus, except that the data that we collect will be regularly reported to our customers. Our performance is measured against agreed targets as specified in the contract, and failure to meet these targets will result in penalties as specified in our contracts.

7.11.3 Corporation-chartered bus services

We typically offer chartered bus services to corporations through contractual agreements. The routes and schedules are determined based on customers' specifications and outlined in the contract or purchase orders.

The general process flow for the provision of corporation-chartered bus services is as follows:



This process is similar to government-contracted bus services described in Section 7.11.2, except for the following:

- Our contracts are secured through submission of proposals to prospective customers;
- Bus routes and schedules are determined by the customers; and

7. BUSINESS OVERVIEW (Cont'd)

- Failure to meet the agreed targets will result in written warnings, show cause letters, contractual deductions, driver replacement, or contract termination depending on the severity and frequency of the issue.

7.12 R&D

We do not carry out any research and development activity as it is not relevant to our business, and as such, we have not recognised any research and development expenditure during the Financial Years/Period Under Review.

7.13 TECHNOLOGIES USED

The main technologies that we use in our operations are ICT. They are mainly used in the following areas:

- Our Operations Control Centre;
- Onboard our buses; and
- Online facilities.

Operations Control Centre

Our OCC uses the following ICT to facilitate the effective, efficient and safe operations of our bus services, and effective management and administration. They incorporate the following technologies:

- hardware such as servers, network equipment, storage devices and display monitors;
- application software incorporating the following systems:
 - . real-time tracking and monitoring of our fleet of buses using GPS;
 - . traffic monitoring involving tracking real-time traffic conditions;
 - . real-time updates of bus arrival and departure information;
 - . incident management system to identify events and issue alerts;
 - . electric bus monitoring system; and
 - . data integration platform to collect data and perform data analytics;
- mobile cellular communication system between the OCC and drivers, transmission of real-time tracking and monitoring data from buses (including ICE and electric buses) to the OCC, and connection to the internet; and
- data analytics and reporting system where data collected are aggregated and analysed to provide insights to improve operation efficiency and driver safety, as well as for reporting and management purposes.

7. BUSINESS OVERVIEW (Cont'd)

Our buses

Our buses including ICE and electric buses are also equipped with ICT facilities as follows:

- hardware such as computers, networking equipment, sensors, CCTV and GPS equipment;
- application software including tracking and monitoring system, payment system, ridership and bus information system; and
- communications system between the OCC and drivers, transmission of real-time tracking and monitoring data from buses to the OCC, and connection to the internet for the provision of Wi-Fi services on-board the bus and to link to our online facilities.

Online facilities

We operate the following online facilities:

- our website to provide, among others:
 - . bus routes and timetable information;
 - . real-time information on all deployed buses (including ICE and electric buses);
 - . purchases of tickets;
 - . payment system via our bank transfer, and partner's gateway facilities;
 - . our contactless payment and ticketing including *ManjaLink* card;
 - . loyalty programme;
 - . application to our various programmes and our partners' programmes; and
 - . other general information.
- mobile phone application, *LUGO*, to access our website.

7.14 SEASONALITY

We generally experience higher revenue in the second half of the financial year mainly attributed to various festive and holiday seasons including school holidays in Malaysia and Singapore. This was reflected in our financial performance as follows:

	First half (H1) - February to July RM'000	Second half (H2) - August to January RM'000
FYE 2023	43,264	76,368
FYE 2024	92,271	115,442

7.15 MATERIAL INTERRUPTIONS IN OUR BUSINESS

The World Health Organisation declared COVID-19 a pandemic on 11 March 2020. As a result, we experienced some temporary interruptions to our business operations due to the MCO imposed by the Government and Circuit Breaker Measures by the Singapore government to contain the COVID-19 pandemic.

Apart from the impact of the COVID-19 pandemic, we have not experienced any material interruptions in our business during the Financial Years/Period Under Review.

7. BUSINESS OVERVIEW (Cont'd)

7.15.1 COVID-19 conditions in Malaysia

The Government implemented several measures to contain the spread of COVID-19 in the country commencing on 18 March 2020. These measures include restrictions on the movement of people within Malaysia and internationally, and restrictions on business, economic and social activities.

The first phase of the MCO was implemented from 18 March 2020 to 3 May 2020 which saw the closure of all businesses except for those classified as "essential services" during that period, or those that have received written approval from MITI. Subsequently, as the number of daily and active COVID-19 cases came down, the Government relaxed the country's restrictions and allowed the nation's economy to reopen in a controlled manner. From 18 March 2020 up to June 2021, the MCO went through various phases throughout the country where restrictions were either relaxed and/or tightened for certain states, districts and/or locations based on the number of daily and active COVID-19 cases in the respective areas. On 15 June 2021, the Government announced the National Recovery Plan, a phased exit strategy from the COVID-19 crisis consisting of 4 phases where the restrictions gradually eased in each phase.

Malaysia's borders including the land borders with all neighbouring countries such as Singapore were closed since 18 March 2020 and only fully reopened from 1 April 2022 onwards. Before the reopening of borders, the Malaysia and Singapore governments launched the VTL by land on 29 November 2021, allowing fully vaccinated individuals to travel across the borders on designated VTL buses, subject to pre-departure requirements and procedures such as valid vaccination certificate, vaccinated travel pass application as well as pre-departure negative test result.

7.15.2 Impact on our business operations and financial performance

Since the commencement of MCO on 18 March 2020, our business operation has been impacted as our cross-border bus services were temporarily suspended due to the closure of the land borders between Singapore and Malaysia. In addition, our intercity and intracity bus services were impacted due to the containment measures implemented including interstate and inter-district travel restrictions during the various MCO periods.

Following the relaxation of restrictions in Malaysia, we gradually recommenced our operations including scheduled and chartered bus services within Malaysia. Our cross-border services remained suspended as the land borders were still closed throughout 2020 and 2021.

In November 2021, we recommenced our cross-border bus services as we were one of the two bus operators to provide the bus services under the land VTL scheme. Subsequently, in April 2022, the border fully reopened and we resumed our cross-border bus services for all fully vaccinated individuals.

7.15.3 Impact on our financial performance

As our business operations were affected due to various COVID-19 pandemic containment measures as mentioned above, this has impacted our financial performance as reflected in the low revenue contribution and GL condition for the FYE 2022. This has also affected our operating cash flow position where we recorded a negative operating cash flow of RM1.6 million in the FYE 2022. This was because our operation of cross-border and intracity bus services was affected by the border closure between Malaysia and Singapore as well as low ridership for the intracity bus services due to the containment measures implemented during the period.

7. BUSINESS OVERVIEW (Cont'd)

To help investors better understand the impact of the MCO on our Group's financial condition and result of operations, the chronology of events is set out below:

- a) The imposed lockdown measures (including movement restriction orders to mitigate the spread of the COVID-19 virus) effectively limited public travel. This led to a sharp decline in ridership for bus services, as evidenced by the ridership data for the JB-SG cross-border bus services set out below:

Ridership volume ('000)	Pre COVID-19 pandemic period		COVID-19 pandemic period		Post COVID-19 pandemic period	
	FYE 2019	FYE 2020	FYE 2021	FYE 2022	FYE 2023	FYE 2024
JB-SG cross-border	7,131	9,229	1,188	71	5,890	15,672

The decline in ridership had a direct impact on our Group's financial performance. In particular, the scheduled bus services, being the largest revenue contributor and accounting for over 90.0% of total revenue for the FYE 2023 and FYE 2024. Within this segment, the Causeway Link servicing the JB-SG cross-border bus services predominates other routes in terms of revenue contribution.

During the MCO period commencing on 16 March 2020, cross-border buses were not allowed to operate due to the closure of the MY-SG land borders. Following the launch of the MY-SG VTL, our Group was permitted to operate the JB-SG cross-border bus services for just 64 days (from 29 November 2021 to 31 January 2022) during the FYE 2022. However, this was at a scaled-down capacity, with only one out of 7 routes were allowed to operate before fully resuming operations on 1 May 2022 after the re-opening of the MY-SG land borders.

Accordingly, the contribution from the JB-SG cross-border bus services was significantly lower in the FYE 2022, as our Group only recognised revenue of RM4.0 million, compared to the revenue recognised in the FYE 2023 and FYE 2024 (post COVID-19 pandemic period) of RM63.6 million and RM122.4 million, respectively, from our cross-border operations. The ridership from our JB-SG cross-border bus services in FYE 2024 was approximately 15.7 million passengers, which were higher compared to 7.1 million and 9.2 million passengers in FYE 2019 and FYE 2020 (pre COVID-19 pandemic period). This was mainly due to the increase in demand for our JB-SG cross-border bus services on the back of increased service frequencies post COVID-19 pandemic period.

- b) The sharp decline in revenue stream arising from the lockdown measures consequently led to us recording a GL of RM4.7 million in the FYE 2022, as shown below:

RM'million	FYE 2022*	FYE 2023	FYE 2024
Revenue	31.5	119.6	207.7
Cost of sales	(36.2)	(86.6)	(144.3)
(GL) / GP	(4.7)	33.0	63.4
(GL) / GP margin (%)	(14.9)	27.5	30.5

* MCO period

Despite the low ridership due to travel restrictions imposed to curb the COVID-19 pandemic, our Group continued to incur fixed operating costs, mainly comprising depreciation, amortisation, direct labour costs, rental, insurance, utility and security expenses, which aggregated to a total of RM22.6 million. This constituted 62.7% of the total RM36.2 million costs incurred for the FYE 2022, while the remaining 37.3% (i.e. fuel, spare parts and consumables, toll and related expenses, and performance-based incentives) were mainly incurred in relation to the chartered bus services, which were allowed to operate during the MCO period.

7. BUSINESS OVERVIEW (Cont'd)

During the FYE 2023 and FYE 2024, we had been consistently recording GP margin of at least 20.0% (pre-COVID normal), except for the FYE 2022, where cost of sales exceeded total revenue, thereby setting the underlying cause for the LAT recorded in the FYE 2022.

- c) For the FYE 2022, our Group recorded negative operating cash flow of RM1.6 million, which comprised:

RM'million	FYE 2022
LBT from operations	(34.8)
Adjustment for non-cash and non-operating items	37.1
Operating profit before changes in working capital	2.3
Adjustment for working capital changes	(1.8)
Net cash generated from operations	0.5
Tax paid	(2.1)
Net cash (used in) operating activities	(1.6)

As depicted above, despite registering a LBT of RM34.8 million for the FYE 2022, our Group generated net cash of approximately RM0.5 million from our operations after adjusting for non-cash items and working capital changes. Nevertheless, we paid total tax expenses of RM2.1 million in the current year, resulting in a net cash used in operating activities.

The total taxes paid in the FYE 2022 were brought forward from prior years. Under usual circumstances, our Group is required to pay taxes in Singapore for bus fares collected in SGD, to be settled in the respective year in which they arise. However, as part of its support measures to help businesses alleviate their cash flow issues during the pandemic, the Inland Revenue Authority of Singapore ("IRAS") allowed for longer instalment plans for tax payments.

Our Group took advantage of the flexibility provided by the IRAS to pay taxes in longer instalments, which impacted the operating cash flow for the FYE 2022. The said RM2.1 million comprised SGD0.2 million (approximately RM0.6 million) and SGD0.5 million (approximately RM1.5 million) paid for taxes incurred during the FYE 2019 and FYE 2020, respectively.

Following the relaxation of containment measures, revenue contribution from our scheduled bus service operations improved. This was reflected in the increase in revenue since the 4th quarter of the FYE 2022 following the recommencement of cross-border bus services under the land VTL scheme and further increased in the FYE 2023 as we gradually resumed our cross-border bus services in April 2022 after the border fully reopened. In addition, the increase in our revenue in the FYE 2023 was contributed by the commencement of *myBAS* bus services under the SBST programme in Johor Bahru and surrounding areas in March 2022.

	1 st quarter (Q1) FYE 2022 (Feb 2021 – Apr 2021)	2 nd quarter (Q2) FYE 2022 (May 2021 – July 2021)	3 rd quarter (Q3) FYE 2022 (Aug 2021 – Oct 2021)	4 th quarter (Q4) FYE 2022 (Nov 2021 – Jan 2022)
Revenue (RM'000)	5,772	5,231	5,039	15,426
Quarter-on-quarter change (%)	-	(9.4%)	(3.7%)	206.1%

	Q1 FYE 2023 (Feb 2022 – Apr 2022)	Q2 FYE 2023 (May 2022 – July 2022)	Q3 FYE 2023 (Aug 2022 – Oct 2022)	Q4 FYE 2023 (Nov 2022 – Jan 2023)
Revenue (RM'000)	17,547	25,717	34,840	41,528
Quarter-on-quarter change (%)	13.8%	46.6%	35.5%	19.2%

7. BUSINESS OVERVIEW (Cont'd)

Overall, our revenue increased by 280.2% to RM119.6 million in the FYE 2023 (FYE 2022: RM31.5 million) and continued to grow by 73.6% to RM207.7 million in the FYE 2024 (FYE 2023: RM119.6 million). Our operating cash flow position improved to RM35.7 million in the FYE 2023 and RM73.3 million in the FYE 2024.

7.16 SALES AND MARKETING ACTIVITIES

We are an operator of cross-border, intracity, intercity and chartered bus services, and our market positioning and strategies are focused on the following:

- **Brand equity**

Our cross-border and intercity bus services, as well as certain intracity bus services, operate under our main brand '*Causeway Link*'. Our branding is supported by our distinct yellow-coloured buses for our JB-SG cross-border services, and multi-coloured design for our intercity services to create high brand visibility.

We have been operating under our brand name since the commencement of our JB-SG cross-border bus services in 2003, giving us brand visibility for at least 20 years. Our high brand visibility is further supported by our ridership of approximately 15.7 million passengers and 150,000 trips for our JB-SG cross-border service in the FYE 2024.

Our brand equity is further supported by our marketing programmes and activities including the following:

- Digital marketing

We utilise digital media including our website and mobile application, *LUGO*, as well as third-party social media platforms such as Facebook and Instagram to promote our brand, announce new routes, provide travel tips, engage with our customers and respond to customers' inquiries.

- Educational programme

We conduct educational sessions on public transportation where the students will be taken on a tour of our buses. As part of this programme, the students will be taught how to ride a bus safely, precautions to be taken when using public transportation, as well as basic information about road safety. In addition, we organise competitions such as art competition and video competition centred around the theme of public transportation. These initiatives are mainly to create awareness and educate students about the importance of public transportation.

- Third-party online platforms

We also use third-party platforms to sell our tickets including BusOnlineTicket.com, redBus.my and Easybook.com, which provide us with brand visibility to potential customers.

- Participation in exhibitions/events

For the Financial Years/Period Under Review, we have participated in the following exhibitions and events:

7. BUSINESS OVERVIEW (Cont'd)

Events	Date	Location
"Safe Centro" Exhibition in Iskandar Puteri	11 August 2022	Iskandar Puteri, Johor
Exhibiting Net Zero Carbon Initiative in Medini Iskandar with various players in the industry	26 June 2023	Iskandar Puteri, Johor
Asia Pacific Climate Change Week Conference by United Nations	13 – 17 November 2023	Johor Bahru, Johor
CFS Open Day in Pengerang	23 November 2023	Pengerang, Johor
Temasya Bandaraya Pasir Gudang Event organised by Majlis Bandaraya Pasir Gudang	24 – 26 November 2023	Pasir Gudang, Johor
APAC on Clean Buses Conference around Asia Pacific Market	21 – 22 March 2024	Singapore
Academic Carnival at Taman Tasek School Event	19 May 2024	Johor Bahru, Johor
Cashless Payments Solution Exhibition to support SBST Melaka Operation	18 – 24 June 2024	Melaka

- **Route coverage and frequency**

Our sales and market activities also include increasing accessibility of our services, as well as providing convenience to use our services. This is particularly pertinent for our JB-SG cross-border services which represented our largest revenue contribution segment for the FYE 2023, FYE 2024 and FPE 2025. As such, as at the LPD, our JB-SG cross-border bus services cover 6 pick-up and drop-off points in Singapore, and 2 pick-up and drop-off points at Larkin Sentral Bus Terminal and Mall of Medini, which are also connected to our other intracity bus services in Johor Bahru. Our JB-SG cross-border bus services are supported by a fleet of 150 buses. We increase our frequencies to cater to peak hours and also operate one 24-hour route to cater to commuters who need to travel past midnight.

Our routes and timetables are designed to provide convenience to the following target customer groups for our JB-SG cross-border services:

- Johor Bahru residents working or studying in Singapore;
- business travellers between Johor Bahru and Singapore;
- tourists travelling between Johor Bahru and Singapore; and
- shoppers and diners from Singapore patronising JB's retail outlets.

Our service accessibility and convenience to target customers will help to create brand loyalty to obtain repeat business to sustain our business.

- **Safety and reliability**

We prioritise the safety and reliability of our bus services, ensuring efficient transportation of passengers to their destinations within scheduled timetables. Emphasising safety and reliability not only enhances our brand image and fosters customer loyalty but also generates positive word-of-mouth, attracting new customers to our services.

7. BUSINESS OVERVIEW (Cont'd)

Our dedication to safety and reliability is underscored by our repair and maintenance services, encompassing both scheduled and on-demand repair and maintenance to ensure uninterrupted and safe operations for all our buses. Additionally, we offer comprehensive driver training and enforce stringent safety protocols. Throughout operations, all buses remain connected to our OCC, enabling us to monitor trips and driving behaviours closely to uphold safety standards. Furthermore, we facilitate real-time, two-way communication between drivers, dispatchers and OCC. This ensures drivers receive up-to-date information about route conditions and enables prompt reporting of emergencies, allowing dispatchers or the OCC to take immediate action when required.

- **Creating a positive passenger experience**

Our buses are designed to offer a clean and comfortable environment, enhancing the passenger experience. They feature air-conditioning, along with Wi-Fi and USB ports for charging convenience. We uphold cleanliness standards by regularly cleaning both the bus interior and exterior, ensuring a comfortable journey for all our passengers.

The positive passenger experience will enhance our brand image to encourage repeat business and create customer loyalty.

- **Customer service**

We emphasise customer service to ensure end-to-end customer satisfaction to encourage repeat business and promote word-of-mouth recommendations. Our customer services include the following:

- ease of customer enquiries through our website and general service phone line available for 24 hours daily;
- ticketing and travel information through our physical ticketing counters, our website, and third-party and related party online platforms;
- ease of payment including cash, passes, contactless payment including *ManjaLink* card provided by our related party, credit and debit cards, as well as mobile payment including *ManjaPay*, *Apple Pay*, *Google Pay* and *Samsung Pay*;
- available channel for handling customers' complaints and feedback through our ticketing counters, bus drivers as well as on our online website; and
- courteous and helpful drivers to assist passengers reach their destination comfortably and safely.

7. BUSINESS OVERVIEW (Cont'd)**7.17 MAJOR CUSTOMERS**

As an operator of bus services, our customers are mainly the general public who are paying passengers for our cross-border, intracity and intercity bus services. The revenue derived from the general public accounted for 14.7% (RM4.6 million), 61.0% (RM72.9 million), 64.2% (RM133.2 million) and 66.5% (RM135.8 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

In addition, we serve other customers including government bodies that contract our services to provide intracity bus services to the general public, as well as corporations that charter our buses and use our other services.

Our top 5 major customers and their contribution to our revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 are as follows:

FYE 2022

Customer name	Location	Main services	RM'000	%	Length of relationship ⁽¹⁾ (years)
PAJ	Malaysia	Contracted intracity bus services	9,569	30.4	7
APAD	Malaysia	Contracted intracity bus services	6,332	20.1	11
Seagate	Malaysia	Chartered bus services	1,838	5.8	4
Petronas Refinery	Malaysia	Chartered bus services	1,733	5.5	7
Majlis Perbandaran Sepang	Malaysia	Contracted intracity bus services	1,514	4.8	3
Subtotal of top 5			20,986	66.6	
Group Revenue			31,468		

FYE 2023

Customer name	Location	Main services	RM'000	%	Length of relationship ⁽¹⁾ (years)
APAD	Malaysia	Contracted intracity bus services	22,330	18.7	11
PAJ	Malaysia	Contracted intracity bus services	10,561	8.8	7
Majlis Perbandaran Sepang	Malaysia	Contracted intracity bus services	2,561	2.1	3
Petronas Refinery	Malaysia	Chartered bus services	1,731	1.4	7
Seagate	Malaysia	Chartered bus services	1,669	1.4	4
Subtotal of top 5			38,852	32.4	
Group Revenue			119,632		

7. BUSINESS OVERVIEW (Cont'd)**FYE 2024**

Customer name	Location	Main services	RM'000	%	Length of relationship ⁽¹⁾ (years)
APAD	Malaysia	Contracted intracity bus services	43,111	20.8	11
PAJ	Malaysia	Contracted intracity bus services	10,698	5.2	7
Customer A	Singapore	Chartered bus services	3,613	1.7	5
Majlis Perbandaran Sepang	Malaysia	Contracted intracity bus services	2,760	1.3	3
Seagate	Malaysia	Chartered bus services	1,807	0.9	4
Subtotal of top 5			61,989	29.9	
Group Revenue			207,713		

FPE 2025

Customer name	Location	Main services	RM'000	%	Length of relationship ⁽¹⁾ (years)
APAD	Malaysia	Contracted intracity bus services	42,127	20.6	11
PAJ	Malaysia	Contracted intracity bus services	8,192	4.0	7
Customer A	Singapore	Chartered bus services	3,284	1.6	5
Rapid Bus Sdn Bhd	Malaysia	Contracted intracity bus services	2,661	1.3	Less than 1 year
Majlis Perbandaran Sepang	Malaysia	Contracted intracity bus services	2,091	1.0	3
Subtotal of top 5			58,355	28.5	
Group Revenue			204,267		

Note:

(1) Length of relationship as at the LPD.

Our top 5 major customers, in aggregate, contributed between 28.5% to 66.6% of our total revenue during the Financial Years/Period Under Review. However, there is no concentration risk in respect of our major customers as our customers mainly comprised the general public who are paying passengers for the cross-border, intracity and intercity bus services.

We are dependent on APAD as the revenue from APAD accounted for RM6.3 million (20.1%), RM22.3 million (18.7%), RM43.1 million (20.8%) and RM42.1 million (20.6%) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. As at the LPD, we have two ongoing contracts with APAD as follows:

7. BUSINESS OVERVIEW (Cont'd)

	Contract period	Contract value (RM million)	Unbilled order book as at the LPD (RM million)
Intracity bus services (SBST) in Johor Bahru	March 2022 to March 2025 ⁽¹⁾	147.6	8.2
Intracity bus services (SBST) in Melaka	May 2024 to April 2029	83.8	71.2
Total		231.4	79.4

Note:

(1) As at the LPD, we are in the midst of discussion with our customer for the extension of service.

Nevertheless, the nature of our business as a stage bus operator necessitates contracting with APAD because for the provision of the public bus transportation in Malaysia, APAD is the sole authority that awards contracts. We have been dealing with the Land Public Transport Commission Malaysia (the predecessor of APAD) since 2013. Our dependence on APAD is mitigated due to the following factors:

- (i) Our customers mainly comprised the general public who are paying passengers for the cross-border, intracity and intercity bus services. The revenue derived from the general public accounted for 14.7% (RM4.6 million), 61.0% (RM72.9 million), 64.1% (RM133.2 million) and 66.5% (RM135.8 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025, respectively;
- (ii) The APAD contracts were awarded through a tender process. As at the LPD, our Group has two on-going contracts with APAD for intracity bus services in Johor and Melaka, respectively. These contracts are not conditional upon each other as they have different tenures, contract sums, service levels and obligations. The renewal of these contracts is contingent upon fulfilling the various service performance criteria set by APAD; and
- (iii) The contribution from APAD will reduce in the FYE 2025 because subsequent to FYE 2024, our Group was awarded with a RM83.5 million contract by Rapid Bus Sdn Bhd to serve as the bus operator for selected routes in Kuala Lumpur for a period of two years commencing in June 2024, with an option for Rapid Bus Sdn Bhd to extend the contract by an additional year. Furthermore, the GP contribution from the SBST programme accounted for less than 10.0% of our GP for the FPE 2025.

Moving forward, we will continue to submit tenders for intracity bus services in other states, cities or towns, or extend/renew our subsisting contracts with APAD.

Below are some of our key strengths and advantages that not only demonstrate our reliability, capabilities, and financial stability, but also help mitigate our dependency on APAD. These factors will further increase APAD's confidence in our ability to consistently perform and meet their requirements.

- (i) Providing operational stability is critical for bus services operations where our operational stability is backed by our established track record of 23 years in providing bus services since the commencement of our business in operating intracity bus services in Johor in 2002;
- (ii) Our investment in technology including fleet management systems to improve efficiency and customer satisfaction as well as to ensure compliance with relevant regulatory requirements, safety and documentation. This will help in our efforts to meet key performance indicators set by APAD;

7. BUSINESS OVERVIEW (Cont'd)

- (iii) We can easily scale our operations to provide bus services where required, either to bid for new routes or to take over from other bus services providers. Our scalability is largely facilitated by our digital infrastructure, including the OCC, on-board ICT systems installed in our buses, and various online applications such as our websites, mobile applications, and third-party digital systems. The OCC plays a critical role by providing centralised connectivity, management, and technical support for our buses, depots, drivers and ticketing operations.
- (iv) One of our core strengths lies in our strong asset base, which includes our fleet of buses, depots, and digital infrastructure which are connected to our OCC. Since the commencement of our business and up to the FPE 2025, we have invested a total of RM270.3 million for our buses, depots and OCC.

As at the LPD, we have 630 ICE buses and 53 electric buses. Our extensive fleet of buses enables us to offer wide route coverage across selected geographic areas and increased frequencies for scheduled bus services. Our extensive bus fleet will provide us with the platform to providing operational stability.

- (v) Our operational efficiency and stability are supported by depots that are equipped with workshops for routine and ad hoc maintenance, repair and upkeep of buses. Furthermore, our Bika Bus Depot is equipped with fueling stations for ICE buses, while our EV Bus Depot is equipped with charging stations which is dedicated to our electric buses.

While the revenue contribution from PAJ accounted for 30.4% of our total revenue for the FYE 2022, we are not dependent on them as the revenue contribution of more than 10.0% was only for one of the Financial Years/Period Under Review. For the FYE 2023, FYE 2024 and FPE 2025, revenue contribution from PAJ accounted for RM10.6 million (8.8%), RM10.7 million (5.2%) and RM8.2 million (4.0%) of our total revenue respectively. The higher revenue contribution of 30.4% from this customer in the FYE 2022 was mainly due to the low base where our revenue for the FYE 2022 was affected by various containment measures implemented due to the COVID-19 pandemic.

We are not dependent on the remaining top 5 customers for the Financial Years/Period Under Review as each of them accounted for less than 10.0% of our total revenue in each financial year/period.

7. BUSINESS OVERVIEW (Cont'd)

7.18 TYPES AND SOURCES OF INPUT MATERIALS AND SERVICES

The following are the major types of input materials and services that we purchased for the Financial Years/Period Under Review:

	FYE 2022		FYE 2023		FYE 2024		FPE 2025	
	RM '000	%	RM '000	%	RM '000	%	RM '000	%
Fuel	9,069	59.4	15,516	42.9	21,683	39.7	25,169	43.4
Subcontracted bus services	-	-	5,308	14.7	9,550	17.5	11,339	19.5
Spare parts and consumables	2,255	14.8	5,018	13.9	6,423	11.7	6,602	11.4
Rental of buses	621	4.1	4,036	11.2	5,823	10.7	2,117	3.6
Repair and maintenance services	1,889	12.4	1,879	5.2	3,812	7.0	3,245	5.6
Others ⁽¹⁾	1,421	9.3	4,402	12.1	7,334	13.4	9,574	16.5
TOTAL PURCHASES	15,255	100.0	36,159	100.0	54,625	100.0	58,046	100.0

Note:

- (1) *Mainly consist of insurance, IT related services such as the contactless payment system including ManjaLink card, ManjaPay and LUGO mobile application provided by our related parties, purchases of cellular network plans for the transmission of data from buses to OCC, as well as toll expenses.*

For our bus service operations, fuel represents the largest proportion of our total purchases which accounted for 59.4%, 42.9%, 39.7% and 43.4% of our total purchases for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. For our bus service operations, we are eligible for subsidised diesel under the subsidised diesel control system (SKDS) 1.0 scheme for land public transport to purchase diesel at a subsidised rate. In the respect, our business is subject to changes in government policy relating to removing or reducing subsidies for fuel prices for public land transportation. Please refer to Section 9.1.8 of this Prospectus for further details on the risk relating to the movements in fuel prices.

We engage third party bus service operators for some of our intracity bus service routes under the SBST programme in Johor. During the Financial Years/Period Under Review, we had 5 route operators including our related parties, operating 9 routes. The subcontracted bus services accounted for 14.7%, 17.5% and 19.5% of our total purchases for the FYE 2023, FYE 2024 and FPE 2025 respectively.

The purchases of spare parts and consumables accounted for 14.8%, 13.9%, 11.7% and 11.4% of our total purchases for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. The spare parts and consumables are mainly for the repair and maintenance of our buses which are carried out at our workshop located at the Mutiara ICE Bus Depot.

We also engage third parties to carry out the repair and maintenance services of our buses and this accounted for 12.4%, 5.2%, 7.0% and 5.6% of our total purchases for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

During the Financial Years/Period Under Review, we rent buses from related parties, namely Handal Ceria Sdn Bhd and Causeway Link Holidays Sdn Bhd, and third-parties for our bus service operations. This accounted for 4.1%, 11.2%, 10.7% and 3.6% of our total purchases for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

7. BUSINESS OVERVIEW (Cont'd)

Our other purchases accounted for 9.3%, 12.1%, 13.4% and 16.5% of our total purchases for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. The other purchases mainly consist of insurance for the buses, IT related services such as the contactless payment system including *ManjaLink* card, *ManjaPay* and *LUGO* mobile application provided by our related parties, purchases of cellular network plans for the transmission of data from buses to OCC, as well as toll expenses.

During the Financial Years/Period Under Review, our purchases of materials and services were mainly sourced from suppliers in Malaysia which accounted for 99.8%, 99.1%, 99.0% and 99.0% of our total purchases for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. The remaining 0.2%, 0.9%, 1.0% and 1.0% of our total purchases for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively were sourced from suppliers in other countries, and these were mainly relating to the IT related services provided by our related parties in Singapore.

7.19 MAJOR SUPPLIERS

Our top 5 major suppliers for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 are as follows:

FYE 2022

Supplier name	Location	Main input materials/services purchased	RM'000	%	Length of relationship ⁽¹⁾ (years)
Chevron Malaysia Limited	Malaysia	Fuel supply	5,276	34.6	9
Shell Malaysia Trading Sdn Bhd	Malaysia	Fuel supply	2,297	15.1	9
Desa Milenia Sdn Bhd	Malaysia	Repair and maintenance service	1,560	10.2	7
Petronas Dagangan Berhad	Malaysia	Fuel supply	741	4.9	9
Policies Aegis Sdn Bhd ⁽³⁾	Malaysia	Insurance	673	4.4	1
Subtotal of top 5			10,547	69.2	
Group purchases			15,255		

FYE 2023

Supplier name	Location	Main input materials/services purchased	RM'000	%	Length of relationship ⁽¹⁾ (years)
Chevron Malaysia Limited	Malaysia	Fuel supply	7,810	21.6	9
Shell Malaysia Trading Sdn Bhd	Malaysia	Fuel supply	6,066	16.8	9
Handal Ceria Sdn Bhd ⁽²⁾	Malaysia	Subcontracted bus services and rental of buses	3,060	8.5	9
Syarikat Pengangkutan Maju Berhad	Malaysia	Subcontracted bus services	2,828	7.8	6
Transit Link (Johor Bahru) Sdn Bhd	Malaysia	Subcontracted bus services and rental of buses	2,522	7.0	5
Subtotal of top 5			22,286	61.7	
Group purchases			36,159		

7. BUSINESS OVERVIEW (Cont'd)**FYE 2024**

Supplier name	Location	Main input materials/services purchased	RM'000	%	Length of relationship ⁽¹⁾ (years)
Chevron Malaysia Limited	Malaysia	Fuel supply	9,739	17.8	9
Shell Malaysia Trading Sdn Bhd	Malaysia	Fuel supply	8,361	15.3	9
Transit Link (Johor Bahru) Sdn Bhd	Malaysia	Subcontracted bus services and rental of buses	5,446	10.0	5
Handal Ceria Sdn Bhd ⁽²⁾	Malaysia	Subcontracted bus services and rental of buses	3,600	6.6	9
Syarikat Pengangkutan Maju Berhad	Malaysia	Subcontracted bus services	3,408	6.2	6
Subtotal of top 5			30,554	55.9	
Group purchases			54,625		

FPE 2025

Supplier name	Location	Main input materials/services purchased	RM'000	%	Length of relationship ⁽¹⁾ (years)
Chevron Malaysia Limited	Malaysia	Fuel supply	16,040	27.6	9
Transit Link (Johor Bahru) Sdn Bhd	Malaysia	Subcontracted bus services and rental of buses	5,886	10.1	5
Shell Malaysia Trading Sdn Bhd	Malaysia	Fuel supply	5,553	9.6	9
TBB Enterprise Sdn Bhd	Malaysia	Insurance	4,820	8.3	2
Petronas Dagangan Berhad	Malaysia	Fuel supply	2,492	4.3	9
Subtotal of top 5			34,791	59.9	
Group purchases			58,046		

Notes:

- (1) Length of relationship as at the LPD.
- (2) Handal Ceria Sdn Bhd is a related party and was previously involved in the provision of bus transportation services, which ceased on 1 May 2024.
- (3) There were winding-up petitions filed in August 2024 against Policies Aegis Sdn Bhd ("Policies Aegis") who was our insurance broker in the FYE 2022. However, this has no material adverse impact to our Group as our Group is not dependent on Policies Aegis and is able to source for similar services from alternative insurance brokers. As at the LPD, our Group has no subsisting insurance policies with Policies Aegis and has ceased renewing our insurance policies with Policies Aegis for the FYE 2023 onwards. Our Group currently procures our insurance policies from alternative insurance brokers such as TBB Enterprise Sdn Bhd.

During the Financial Years/Period Under Review, the suppliers that accounted for 10.0% or more of our total purchases of materials and services in any one or more financial year/period were Chevron Malaysia Limited and Shell Malaysia Trading Sdn Bhd for the purchases of fuels, Transit Link (Johor Bahru) Sdn Bhd mainly for the subcontracted bus services, and Desa Milenia Sdn Bhd for repair and maintenance services.

7. BUSINESS OVERVIEW (Cont'd)

We are not dependent on any of the major suppliers as we are able to source for these materials or services from alternative suppliers. For the Financial Years/Period Under Review, we purchased fuel from 5 suppliers including Chevron Malaysia Limited and Shell Malaysia Trading Sdn Bhd and we engaged 5 bus operators for the subcontracted bus services including Transit Link (Johor Bahru) Sdn Bhd. As for repair and maintenance services, we have engaged 15 suppliers including Desa Milenia Sdn Bhd during the Financial Years/Period Under Review.

7.20 EMPLOYEES

As at the LPD, we employ a total of 1,705 employees, out of which permanent employees accounted for 86.3% of our total workforce while the remaining 13.7% were contractual employees. The breakdown of our employees by division is as follows:

Designation / Department	As at the LPD		Total
	Permanent employee	Contract employee	
Executive Director	1	-	1
Key Senior Management	8	2	10
Corporate Services	4	1	5
Admin, Human Resource, Finance and IT	79	5	84
Operations	1,208	195	1,403
Technical and Supervisory	149	29	178
Sales and Marketing	23	1	24
Total	1,472	233	1,705

As at the LPD, local employees of each respective country accounted for 92.7% of our total workforce while the remaining 7.3% are foreign employees. The breakdown of our employees by country is as follows:

Country	As at the LPD				Total
	Permanent employee		Contract employee		
	Local	Foreign	Local	Foreign	
Malaysia	1,292	101	223	2	1,618
Singapore	58	21	8	-	87
Total	1,350	122	231	2	1,705

All of our foreign employees possess valid working permits and/or documentations. As at the LPD, none of our employees in Malaysia and Singapore belong to any trade union and are not parties to any collective agreements.

During the Financial Years/Period Under Review and up to the LPD, there was no major industrial dispute involving our employees. During the same period, we did not face any labour shortage that led to any disruption to our business operations.

7. BUSINESS OVERVIEW (Cont'd)**7.21 MATERIAL DEPENDENCY ON COMMERCIAL CONTRACTS, AGREEMENTS AND OTHER ARRANGEMENTS**

As at the LPD, there are no commercial contracts, agreements, other arrangements or other matters entered into by or issued to us which we are materially dependent on, and which are material to our business and profitability.

In this respect, we wish to highlight that although we are (as disclosed in Sections 7.17 and 9.1.3 of this Prospectus) dependent on a major government customer, namely APAD, by virtue of historical revenue contribution recorded with such major customer, we do not deem any particular contract that we have entered into with such major customer (in particular, for intracity bus services (SBST) in Johor Bahru, which expires in March 2025, and intracity bus services (SBST) in Melaka, which expires in April 2029) to be a contract on which we are materially dependent.

As explained in Section 7.17 of this Prospectus, the nature of our business as a stage bus operator necessitates us contracting with APAD as the umbrella entity with the authority to award bus service contracts in Peninsular Malaysia, as the function of APAD is to coordinate, plan and regulate land transportation services in Peninsular Malaysia. However, while revenue derived from our bus services is recorded under the abovementioned contracts with APAD, our customers actually mainly comprise of the general public who are paying passengers for our cross-border, intracity and intercity bus services. Furthermore, the contracts that we enter into with APAD (i) are not conditional upon one another, (ii) have different tenures, contract sums and service levels and (iii) are subject to various service performance criteria applicable to their renewals. In addition to this, as further explained in Section 7.17 of this Prospectus, the percentage contribution from APAD and each of the bus services contracts that we have entered into with APAD will reduce going forward in FYE 2025 due to award of a contract by Rapid Bus Sdn Bhd to serve as the bus operator for selected routes in Kuala Lumpur. The GP contribution from the SBST programme under APAD also accounted for less than 10.0% of our GP for the FPE 2025. As such, we do not deem that we are materially dependent on any particular contract with APAD.

7.22 GOVERNING LAWS AND REGULATIONS RELATING TO OUR INDUSTRY

Our Group's business is regulated by, and in some instances required to be licensed under specific laws of Malaysia and Singapore. The relevant laws and regulations governing our Group and which are material to our operations are summarised in Annexure A of this Prospectus.

The relevant governing laws and regulations set out in Annexure A of this Prospectus do not purport to be an exhaustive description of all relevant laws and regulations of which our business is subject to and are only intended to provide general information to investors. It is not intended to be a substitute for independent professional advice.

7. BUSINESS OVERVIEW (Cont'd)

7.23 NON-COMPLIANCES WITH THE RELEVANT LAWS, REGULATIONS, RULES AND REQUIREMENTS GOVERNING THE CONDUCT OF THE OPERATIONS OF OUR GROUP

Save for the non-compliances as disclosed below which do not have a material impact to the business operations and financial condition of our Group, as at the date of this Prospectus, our Group is in compliance with the relevant laws, regulations, rules and requirements governing the conduct of the business of our Group:

7.23.1 Non-compliances in respect of land and buildings utilised for our Group's operations

(a) Erection of structures without temporary permits

Section 79 of the Street, Drainage and Building Act 1974 (“**SDBA**”) provides that any person who erects or causes or permits to be erected in any building any partition, compartment, gallery, loft, roof, ceiling or other structure without having the prior written permission of the local authority shall be liable on conviction to a fine not exceeding RM500 and shall also be liable for a further fine not exceeding RM100 for every day during which the offence is continued after conviction.

In addition, Section 80 of the SDBA provides that any person who erects or causes or permits to be erected, keeps or permits to be kept on his land or the land which he occupies any movable shed or movable structure intended to act as a roof without prior written permission of the local authority shall be guilty of an offence and shall on conviction be liable to a fine of RM1,000 and the Magistrate Court shall on application of the local authority, make a mandatory order requiring such person to remove such movable shed or structure.

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
1.	EV Bus Depot As at the LPD, our Group has erected or installed the following structures at the EV Bus Depot, which require temporary permit to be issued by MBJB: (a) Guard house (b) Diesel tank shed (collectively, “ EV Bus Depot's Structures ”)	As a temporary permit is required for the EV Bus Depot's Structures, our Group had on 27 September 2024, through IPM Professional Services Sdn Bhd (“ IPM ”) submitted an application to the relevant authorities to obtain the temporary permit.	We expect to obtain the temporary permit for the EV Bus Depot's Structures by March 2025.	Approximately RM20,000, including professional fees and application fees.	The potential maximum financial penalty which may be imposed, on conviction, for this non-compliance is approximately RM2,000, representing approximately 0.01% of our Group's PAT for the FYE 2024.	The impact to the business operations or financial condition of our Group is not expected to have a material adverse impact due to the following:

7. BUSINESS OVERVIEW (Cont'd)

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
		The temporary permit application for the EV Bus Depot's Structures were approved with prescribed conditions on 28 November 2024 ("Conditional Approval Letter"). According to the Conditional Approval Letter, our Group is required to pay the prescribed fees and comply with the requirements determined by the technical departments. We are currently awaiting notification from MBBJ on the payment instructions for the prescribed fees and any requirements that may be imposed by the technical departments, if applicable.	Should the temporary permit not be obtained by March 2025, our Group will actively engage with the relevant authorities and address any requirements imposed by the relevant authorities to ensure compliance for the issuance of the temporary permit.			(i) the estimated rectification cost and the potential maximum financial penalty applicable are not material as compared to our Group's PAT; (ii) steps are being taken by our Group towards obtaining the temporary permit for the EV Bus Depot's Structures; and (iii) our Group has not received any notices, penalties, or compounds from the relevant authorities for the absence of the temporary permit.

7. BUSINESS OVERVIEW (Cont'd)

(b) Occupation of buildings without CCC

Section 70(27)(f) of the SDBA provides that any person who occupies or permits to be occupied any building or any part thereof without a CCC shall be liable, on conviction, to a fine not exceeding RM250,000 or to imprisonment for a term not exceeding 10 years or to both. In addition, the relevant local authority may also order for any such buildings without CCC to be demolished pursuant to Section 72 of the SDBA.

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
1.	HQ A CF dated 14 September 2005 was issued by MBBJ for the office building and bus workshop building, as stipulated in the approved building plan no. PL/PB 58/2003 and PL/PB 58/2003(1) on 28 November 2002 and 3 February 2005, respectively. Subsequent to the issuance of the abovementioned CF, our Group carried out extension works to the office building at the HQ by erecting a three-storey office building at the front of the office building and a two-storey office building at the back of the office building (collectively, “Extension Building” or “Extension Works”), and erected the following additional structures at the HQ: (a) guard house; (b) rest shelter; (c) awning for the drop-off bay; (d) awning for the workshop area;	As the new CCC is required for the Extension Works, the Proposed Staircase and the HQ's Additional Structures (“New CCC”), the process to obtain the New CCC are summarised as follows: (i) Our Group has appointed IPM to make the necessary applications to the relevant authorities to revise the New Building Plan and for the issuance of the New CCC;	We expect to obtain the New CCC, by December 2025.	Professional fees and application costs of approximately RM15,000 (excluding any cost to be incurred for any rectification/repair works in order to comply with any condition or requirement that may be imposed by the relevant authorities in obtaining the New CCC, which could not be determined at this juncture).	The potential maximum financial penalty which may be imposed, on conviction, for this non-compliance is approximately RM250,000, representing approximately 0.75% of our Group's PAT for the FYE 2024.	The impact to the business operations or financial condition of our Group is not expected to have a material adverse impact due to the following: (i) the estimated rectification cost and the potential maximum financial penalty applicable are not material as compared to our Group's PAT; (ii) remedial steps are being taken by our Group to obtain the New CCC;

7. BUSINESS OVERVIEW (Cont'd)

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
	(e) additional trench at the existing warehouse building; (f) storage shed; (g) awning for the storage area; and (h) awning for the bus charging station (collectively, "HQ's Additional Structures", without obtaining prior approval from the relevant authorities. On 27 May 2024, our Group, through IPM, submitted a revised building plan to MBBJ for the Extension Works, which included (i) the proposed construction of a new lobby and discussion room at the front of the office building ("Proposed New Lobby") and (ii) an emergency exit staircase at the side of the office building ("Proposed Staircase") (the "New Building Plan"). The New Building Plan was approved by the relevant authority on 16 July 2024. For illustrative purposes only, the Extension Works are circled below and the Proposed New Lobby and Proposed Staircase are indicated in black below on the New Building Plan below:	(ii) The application for the removal of the Proposed New Lobby from the New Building Plan was submitted to MBBJ on 2 October 2024 for approval. The approval is expected to be obtained from the relevant authorities by March 2025. (iii) Following the issuance of the temporary permit for the HQ's Additional Structures, the application to incorporate the HQ's Additional Structures into the New Building Plan is expected to be submitted to the relevant authorities for approval, which is tentatively set by June 2025.				(iii) our Group has not received any notices, penalties, or compounds from the relevant authorities for the absence of the New CCC; and (iv) if any notices, penalties or compounds are issued by the relevant authorities requiring the cessation of occupancy of the affected structures due to the absence of the New CCC, our Group will either demolish the affected structures and continue to operate in the unaffected areas of the HQ or to relocate to an alternative location.

7. BUSINESS OVERVIEW (Cont'd)

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
	 On 14 August 2024, our Group, through IPM, submitted an application to the relevant authorities to obtain the temporary permit for the HQ's Additional Structures. The new CCC can be issued upon (i) the completion of inspections of the Extension Works by the relevant authorities; and (ii) the obtainment of the temporary permit for the HQ's Additional Structures. However, as our Group does not intend to proceed with the construction of the Proposed New Lobby, it will submit an application to revise the New Building Plan by (i) removing the Proposed New Lobby and (ii) including the HQ's Additional Structures in the New Building Plan.	(iv) In the event that rectification/repair works are required by the relevant authorities to obtain approval for the revised New Building Plan, these works are expected to commence in September 2025. (v) Upon completion of the relevant rectification/ repair works and inspection by the relevant authorities, we expect to obtain the necessary letter of clearance for the issuance of the New CCC by October 2025. (vi) Pending the issuance of the New CCC, our Group intends to continue operating at the Extension Building.				For avoidance of doubt, the unaffected areas of the HQ have been issued with a CF dated 14 September 2005 by MBJB. (v) In view of the above, Maybank IB is of the view that continued occupation of the Extension Building is not expected to have a material adverse impact on our Group's business operations and financial condition as there is a clear action plan and timeframe to remedy the non-compliance, and it is to a large extent an administrative process before our Group obtains the New CCC by progressively implementing the identified rectification measures.

7. BUSINESS OVERVIEW (Cont'd)

(c) Building without fire certificate

Pursuant to Section 28 of the Fire Services Act 1988 (“FSA”), every designated premises (as stipulated in the Fire Services (Designated Premises) (Amendment) Order 2020) shall require a fire certificate. Pursuant to Section 33 of the FSA, the owner of the designated premises shall be guilty of an offence and shall on conviction, be liable to a fine not exceeding RM50,000 or imprisonment for a term not exceeding 5 years, or to both.

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
1.	HQ Handal Indah commenced business operations at the HQ in September 2005, and the fire certificate for the HQ has not yet been obtained from September 2005 up to the LPD.	Upon obtainment of the New CCC by December 2025, our Group will submit an application for the fire certificate to the Fire Rescue Department of Malaysia by the fourth quarter of 2025.	We expect to obtain the fire certificate by first quarter of 2026. Should the fire certificate not be obtained by first quarter of 2026, our Group will actively engage with the relevant authorities and address any requirements imposed by the relevant authorities to ensure compliance for the issuance of the fire certificate.	Professional fees and application costs of approximately RM30,000. Although the HQ currently has some fire infrastructure in place, additional costs could be incurred for any rectification/repair works necessary to comply with any conditions or requirements imposed by the relevant authorities to obtain the fire certificate. These additional costs could not be determined at this juncture.	The potential maximum financial penalty which may be imposed, on conviction, for this non-compliance is RM50,000, representing approximately 0.15% of our Group's PAT for the FYE 2024.	The impact to the business operations or financial condition of our Group is not expected to have a material adverse impact due to the following: (i) the estimated rectification cost and the potential maximum financial penalty applicable are not material as compared to our Group's PAT; (ii) remedial action has been identified to rectify this non-compliance;

7. BUSINESS OVERVIEW *(Cont'd)*

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
						(iii) our Group has not received any notices, penalties, or compounds from the relevant authorities for the absence of the fire certificate; and
						(iv) in addition, our Group has obtained fire insurance for the HQ with coverage extending to, among others, all building (excluding foundation), fixtures, fittings, improvement, renovations and electrical installations. The claim amount will be determined based on the adjuster's assessment of the situation.

7. BUSINESS OVERVIEW *(Cont'd)*

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
						(v) In view of the above, Maybank IB is of the view that continued occupation of the HQ without fire certificate is not expected to have a material adverse impact on our Group's business operations and financial condition as there is a clear action plan and timeframe to remedy the non-compliance, and it is to a large extent an administrative process before our Group obtains the fire certificate by progressively implementing the identified rectification measures.

7. BUSINESS OVERVIEW (Cont'd)

(d) Breach of the condition of land use

Pursuant to the National Land Code (Revised 2020) (“**NLC**”), all land must be used in accordance with the category of land use and express condition stipulated in the issue document of title, failing which:

- (i) the proprietor may be liable under Section 127(1A) of the NLC to show cause why a fine should not be imposed and upon failure by the proprietor to show cause to the satisfaction of the land administrator, the land administrator may make an order for the payment of a fine of not less than RM500, and in the case of a continuing breach, a further fine of not less than RM100 for each day during which the breach continues; or
- (ii) the proprietor may be served a notice under Section 128(1) of the NLC to remedy the breach within the time therein specified; or
- (iii) the land may become liable to forfeiture to the state authority under Section 129(1) of the NLC.

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
1.	Mutiara ICE Bus Depot Perbadanan Johor, the registered owner of the Mutiara ICE Bus Depot land, has leased a land held under title no. HSD 281312, PTD 83701, Mukim Tebrau, Daerah Johor Bahru, Negeri Johor (“ Affected Land ”) to us for 60 years, commencing from 1 February 2012 until 31 January 2072.	Our Group has identified a double storey detached factory annexed with a double storey office building with a mezzanine floor held under title no. HS(D) 177877, PTD No. 53701, Mukim of Tebrau, District of Johor Bahru, Negeri Johor (“ Tebrau Property ”). The sale and purchase agreement (“ SPA ”) was executed on 27 September 2024.	The SPA is expected to be completed by March 2025.	Approximately RM27.5 million, including costs arising from the acquisition of the Tebrau Property, renovation works and relocation expenses.	The Affected Land may be subject to forfeiture by the state authority, or our Group may be liable to a fine of not less than RM500 for the Affected Land. In the case of continuing breach, a further fine of not less than RM100 for each day during which the breach continues for the Affected Land.	The impact to the business operations or financial condition of our Group is not expected to have a material adverse impact due to the following: (i) the acquisition cost, renovation works and relocation expenses are not expected to have any material impact on our Group’s earnings, as they will be capitalised as PPE; (ii) the potential maximum financial penalty is not material as compared to our Group’s PAT for the FYE 2024;

7. BUSINESS OVERVIEW (Cont'd)

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition				
	The Affected Land was used by Handal Indah for the temporary lay-up of buses (which did not contravene the land use condition) prior to May 2023 until we began occupying and operating our business at the Mutiara ICE Bus Depot in May 2023. As at the LPD, the current use of the Affected Land by our Group (as a bus depot and workshop) does not comply with the land use category and express condition set out in the issue document of title of the Affected Land, which states:	Upon completion of the SPA, we will relocate our operations at the Mutiara ICE Bus Depot to the Tebrau Property. Our Group intends to continue occupying the Mutiara ICE Bus Depot until the Tebrau Property is available for relocation.	Upon completion of the SPA, we are required to obtain approvals from the relevant authorities, such as the local authority, for the building plan approval, renovation permits and other approvals related to the renovation works to be carried out at the Tebrau Property. We expect to obtain the necessary approvals from the relevant authorities for the renovation works by the second quarter of 2025 and to commence and complete the renovation of the Tebrau Property by fourth quarter of 2025.	For avoidance of doubt, our Group has secured the necessary funding to finance the acquisition of the Tebrau Property.	The potential maximum financial penalty which may be imposed for this non-compliance is approximately RM500, representing less than 0.01% of our Group's PAT for the FYE 2024.	(iii) remedial actions have been identified to rectify these non-compliances; (iv) in the event the relevant authority were to seek forfeiture of the Affected Land or otherwise required to vacate the Affected Land, our Group will shut down the Mutiara ICE Bus Depot and relocate part or all of the limited operations being carried out on the Affected Land back to the HQ and/or to other alternative location on a short-term rental basis, pending the availability of the Tebrau Property. For information, prior to our Group using the Affected Land for the present limited operations, the relevant operational activities were carried out at the HQ. We anticipate that the HQ will be able to accommodate the relocation of the activities back to the HQ without materially adversely affecting our ongoing operations;				
	<table><tr><td>Category of land use</td><td>Agriculture</td></tr><tr><td>Express condition</td><td>(i) The land should be planted with rubber / orchard.</td></tr></table>	Category of land use	Agriculture	Express condition	(i) The land should be planted with rubber / orchard.					
Category of land use	Agriculture									
Express condition	(i) The land should be planted with rubber / orchard.									

7. BUSINESS OVERVIEW (Cont'd)

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
	(ii) The land owner must at all times take steps pursuant to the order of the land administrator to protect this land from erosion.		We aim to relocate its operation from the Mutiara ICE Bus Depot to the Tebrau Property by second quarter of 2026.			(v) given the limited nature of operations carried out at the Mutiara ICE Bus Depot, which do not require equipment or machinery affixed to the property, our Group does not anticipate facing any unsurmountable issues in relocating its operations to an alternative location on a short-term basis; (vi) our Group does not currently have any plans for the Affected Land following completion of the relocation to the Tebrau Property by the second quarter of 2026 and we anticipate at this juncture that the Affected Land will be left vacant; and

7. BUSINESS OVERVIEW *(Cont'd)*

No.	Nature of non-compliance	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
						(vii) In view of the above, Maybank IB is of the view that continued occupation of the Mutiara ICE Bus Depot is not expected to have a material adverse impact on our Group's business operations and financial condition as there is a clear action plan and timeframe to remedy the non-compliance. In addition, the relocation of part or all of the limited operations being carried out on the Affected Land back to the HQ is not expected to have a material adverse impact on our ongoing operations as the bus workshop at the HQ has been issued with a CF in September 2005.

7. BUSINESS OVERVIEW (Cont'd)

7.23.2 Non-compliance in respect of operational licences

Operational facilities without business licence

By-Law 3 of the Licensing of Trades, Business and Industries (Johor Bahru City Council) By-Laws 2016 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 MBBJ for any activity of trade, business and industry without a licence issued by the MBBJ, shall on conviction be liable to a fine not exceeding RM2,000 or to imprisonment for a term not exceeding one year or to both.

No.	Nature of non-compliances	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
1.	Bika Bus Depot Handal Indah has rented the Bika Bus Depot from PAJ and commenced business operations since May 2019. Handal Indah has operated its business at the Bika Bus Depot without a business licence since May 2019.	Following the obtainment of the temporary permit for structures erected at the Bika Bus Depot on 4 December 2024, our Group submitted an application to MBBJ for a temporary business licence for the Bika Bus Depot on 6 February 2025.	We expect to obtain the temporary business licence by March 2025. ⁽¹⁾ Should the temporary business licence not be obtained by March 2025, our Group will actively engage with the relevant authorities and address any requirements imposed by the relevant authorities to ensure compliance for the issuance of the temporary business licence.	The application fee for the business licence is approximately RM1,000.	The potential maximum financial penalty which may be imposed, on conviction, for this non-compliance is approximately RM2,000, representing approximately 0.01% of our Group's PAT for the FYE 2024.	The impact to the business operations or financial condition of our Group is not expected to have a material adverse impact due to the following: (i) the estimated cost to rectify and the potential maximum financial penalty are not material as compared to our Group's PAT for the FYE 2024; (ii) remedial actions have been identified to rectify these non-compliances; and

7. BUSINESS OVERVIEW (Cont'd)

No.	Nature of non-compliances	Current status and rectification measures taken or to be taken	Estimated time for rectification	Estimated cost of rectification	Potential maximum penalty	Impact to business operations or financial condition
2.	Mutiara ICE Bus Depot					(iii) our Group has not received any notices, penalties, or compounds from the relevant authorities for the absence of the business licences.
	Handal Indah has leased the Mutiara ICE Bus Depot from Perbadanan Johor and commenced business operations since May 2023.	Following the obtainment of the temporary permit for structures erected at the Mutiara ICE Bus Depot on 4 December 2024, our Group submitted an application to MBBJ for a temporary business licence for the Mutiara ICE Bus Depot on 6 February 2025.	We expect to obtain the temporary business licence by March 2025. ⁽¹⁾ Should the temporary business licence not be obtained by March 2025, our Group will actively engage with the relevant authorities and address any requirements imposed by the relevant authorities to ensure compliance for the issuance of the temporary business licence.	The application fee for the business licence is approximately RM1,000.	The potential maximum financial penalty which may be imposed, on conviction, for this non-compliance is approximately RM2,000, representing approximately 0.01% of our Group's PAT for the FYE 2024.	
	Handal Indah has operated its business at the Mutiara ICE Bus Depot without a business licence since May 2023.					

Note:

- (1) Upon obtaining the temporary business licence, we will proceed with the application for a permanent business licence. We anticipate to obtain the permanent business licence by the third quarter of 2025, subject, among others, to receiving the letters of support from the relevant authorities.

7. BUSINESS OVERVIEW (Cont'd)

The table below summarises the total estimated costs (being the estimated rectification costs and potential maximum penalties applicable) relating to the abovementioned non-compliances that are pending rectification as at the date of this Prospectus:

Summary description of non-compliances	Estimated cost to rectify non-compliances (A) (RM'000)	Potential maximum penalty (B) (RM'000)	Total estimated costs (A+B) (RM'000)	% of our Group's PAT for the FYE 2024 (%)
Non-compliances in respect of:				
(1) land and buildings utilised for our Group's operations	65.0*	302.5	367.5	1.1
(2) operational licences	2.0	4.0	6.0	neg.
Total	67.0	306.5	373.5	1.1

Note:

* *Exclusive of RM27.5 million pertaining to costs associated with the acquisition of the Tebrau Property, renovation works and relocation expenses as they are not expected to have any material impact to our Group's earnings, as they will be capitalised as PPE.*

Notwithstanding that the outstanding non-compliances may remain unresolved at the time of our Listing, we will continue to make the necessary applications and/or engage with the relevant authorities even after our Listing to resolve and address the outstanding non-compliance incidents in accordance with the directions of the relevant authorities. Our management is following up closely and liaising with relevant authorities to resolve the said non-compliances in the best interest of our Company. We will update our shareholders on the status of the outstanding non-compliance incidents in our annual reports.

To mitigate the recurrence of such non-compliances, we have taken the following measures to enhance our internal control system:

- (a) established a centralised compliance/legal register to monitor our Group's compliance with the relevant laws and regulations by the respective stakeholders/departments. The register outlines various laws and regulations, including but not limited to the NLC, FSA and Local Government Act 1976 ("**LGA**"), in addition to Quality Environment Health and Safety manual procedures; and
- (b) sought professional advice and assistance from independent internal control consultants regarding our Group's internal controls and compliance, as well as for updates on applicable laws related to the business operations of our Group, as and when required.

7. BUSINESS OVERVIEW (Cont'd)

7.24 MAJOR LICENSES, PERMITS AND APPROVALS

We have various licences and permits for our operations in Malaysia and Singapore. Details of our major licences, permits and approvals are set out in Annexure B of this Prospectus.

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

Details of our material brand names, trademarks, patents and other intellectual property rights, as at the LPD, are set out in Annexure C of this Prospectus.

7.26 MATERIAL PROPERTIES

Details of our material properties, whether owned or leased or tenanted, are set out in Annexure D of this Prospectus.

7.27 ENVIRONMENTAL, SOCIAL AND GOVERNANCE PRACTICES

We are committed to adopting a high standard of environmental, social and governance practices within our business. The roles and responsibilities of our governance structure for environmental sustainability matters are as below:

Board

- (i) Oversees environmental policies and strategies;
- (ii) Reviews environmental performance metrics on a quarterly basis;
- (iii) Sets the tone for corporate culture and social responsibility;
- (iv) Reviews community engagement strategies;
- (v) Reviews and approves governance policies; and
- (vi) Ensures board diversity and adoption of ethical standards.

Senior Management

- (i) Implements environmental initiatives;
- (ii) Monitors and reports on environmental performance;
- (iii) Executes social initiatives;
- (iv) Promotes a diverse and inclusive workplace;
- (v) Reports on social performance metrics;
- (vi) Manages compliance with regulations;
- (vii) Oversees governance training programs; and
- (viii) Reports governance metrics to our Board.

7. BUSINESS OVERVIEW (Cont'd)

7.27.1 Environmental

We recognise that our business activities have environmental impacts and thus, we are committed to reducing our carbon footprint and promoting sustainable transportation by implementing the following:

(i) Introducing electric buses

In 2023, we introduced 4 units of electric buses on our JB-SG cross border routes as part of our Group's initiative to transition our operations to be more environmentally sustainable. These electric buses operate with zero tailpipe emissions and offers a cleaner and more peaceful travel experience. As at the LPD, we operate 53 electric buses out of our total bus fleet of 683 buses. We intend to allocate RM15.0 million of the gross proceeds from our Public Issue for the expansion of our EV charging infrastructure to accommodate the growth of our electric bus fleet to advance our commitment to eco-friendly public transportation in our cross-border operations. Please refer to Section 4.6.2 of this Prospectus for further details.

In 2023, we earned ISO 14001:2015 certification for our Environmental Management System from Transpacific Certifications Limited. This certification confirms that our Group meets the standards for minimising the environmental impact of our business operations.

(ii) Introducing electronic tickets

In 2016, our Group introduced the *LUGO* mobile application, provided by a related party, as part of our digitalisation effort. Through *LUGO*, our customers can access various services such as planning their bus journey in Johor Bahru, checking the fixed bus timetable and estimating bus fares. Customers will also have the option to purchase bus tickets through *LUGO*, which provides convenience and enhances our business efficiency. Our Group aims to minimise the use of paper tickets by encouraging customers to purchase tickets through *LUGO*.

(iii) Reducing fuel consumption

In addition to introducing electric buses to reduce carbon emission, we are committed to implement a fleet management system via our OCC and on-board ICT systems installed in our buses to optimise routes and reduce fuel consumption. We aim towards achieving a 20% reduction in carbon emissions per passenger-kilometer by 2026.

Moving forward, our Group plans to continue investing in sustainable practices such as installing solar panels, establishing a recycling program across all operations and enhance our waste management practices.

(iv) Responsible disposal of emissions and environmental wastes

We adhere to the Environmental Quality (Scheduled Wastes) Regulations 2005, by controlling waste handling, ensuring proper storage, and designating specific areas for waste materials. Additionally, we have established a set of standard operating procedures that outline the proper practices for waste handling, storage, and disposal to ensure regulatory compliance.

For each type of scheduled waste, we engage licensed waste disposal contractors registered with the Department of Environment to ensure the safe handling and disposal of waste. Examples of scheduled waste handled by these licensed contractors include used batteries, used lubricant oil, oil residue, waste-contaminated containers, used oil filters, contaminated rags and gloves.

7. BUSINESS OVERVIEW (Cont'd)

(v) Battery repurposing

Generally, our electric buses have a useful life of 15 years. During the mid-life refurbishment of the electric buses, there will be a battery replacement. The replaced batteries will be repurposed for Battery Energy Storage Systems (“BESS”) – a technology already available and in use in Malaysia. These batteries will be used at charging stations and depots which currently rely on grid power supply, as part of our peak shaving strategy to counter rising energy demand and corresponding costs.

These batteries typically have enough capacity to be used for less-demanding applications, such as the BESS mentioned above, instead of being dismantled for recycling. As such, they will be repurposed to extend their lifespan beyond their original intended use, thus reducing our Group’s carbon footprint.

7.27.2 Social

Our Group acknowledge that our employees are valuable assets and the key to the success of our Group. As such, we are committed to empower our workforce by fostering a positive workplace culture that values inclusivity and promotes continuous improvement. We have initiated the following practices as part of our Group’s value:

(i) Providing and maintaining a safe and conducive workplace

The safety, health and welfare of our employees in our workplace is one of our Group’s top priorities. We recently launched an advanced training program, focusing on enhancing safety measures during battery handling and replacement procedures. The training was led by our safety and health team. The team provided comprehensive guidance on the correct procedures for inspecting and replacing batteries. With this initiative, our Group has taken a proactive approach to safeguard our employees against workplace hazards. Furthermore, in July 2024, our Group hosted a comprehensive emergency response team training programme aimed at equipping selected staff with the necessary skills to manage emergencies effectively. The programme includes briefing on the safe operating of a fire extinguisher, fire hydrant and hose reel. The training is aimed to ensure a well-prepared team is ready to handle various types of emergencies and disasters, thereby enhancing the overall safety and reducing the risk of injuries or casualties of our employees.

As at the LPD, approximately RM143,900 has been incurred as training cost. We plan to launch more trainings focusing on technical knowledge, leadership and management, soft skills, safety, customer service, and sustainability practices in the future for continuous improvement of our employees.

In 2023, we achieved ISO 45001:2018 certification for our Occupational Health and Safety Management System from Transpacific Certifications Limited. This certification confirms that our Group effectively assesses hazards and implements risk control measures, resulting in fewer workplace injuries, illnesses, and incidents.

(ii) Embracing diversity

As at the LPD, our workforce comprises of 91.0% male employees and 9.0% female employees, which 92.7% are local employees and 7.3% are foreign employees. Due to the physically demanding nature of their work, most of our bus drivers are men. However, we remain committed to encouraging more female bus drivers to join our Group. Our Group’s recruitment, development and advancement are based solely on an individual’s qualifications, job performance, and their skills and experience. This approach allows all employees, regardless of their background, to have equal opportunities within our Group. Furthermore, we have special benefits such as maternity leaves and child-care leaves for the wellbeing of our female employees. We have a goal to increase the representation of women and underrepresented groups in managerial positions to 35% by 2025.

7. BUSINESS OVERVIEW (Cont'd)

In addition, our Group believes in supporting and giving back to our surrounding communities by partnering with local charities and investing at least RM100,000 annually in community projects, with a goal to invest up to RM250,000 annually by 2026. Our Group has taken various corporate social responsibility initiatives, as set out as below:

(i) Supporting orphanage with transportation services for buka puasa celebration

In conjunction with the ramadan season of 2023, our Group participated to the advocacy of 1Third Media Movement, a Singapore-based non-government organisation, as they organise a buka puasa event at Persada International Convention Center for two homes in Johor Bahru. Our Group provided transportation for a total of 66 underprivileged children aged 5 to 17, along with their guardians from Rumah Anak Yatim Baitul Maghfirah and Pertubuhan Kebajikan & Rumah Anak Yatim Shafar.

(ii) Supporting “Back to School 2023 Programme”

In February 2023, our Group rendered free bus ride to a total of 192 underprivileged students under the “Back to School 2023 Programme” of Sunway City Iskandar Puteri held at Sunway Iskandar, Iskandar Puteri, Johor. Our Group has been with this programme since 2019 where we also rendered free shuttle service to children and their parents to get to the event.

(iii) Educating public safety on public transport

In August 2022, our Group showcased the importance of safety in public transport during the “Safe Centro” Handover Ceremony at Iskandar Puteri. Safety elements in public transport were shared by Our Group’s safety committee team to strengthen public awareness about the different safety equipment available in the bus. We also shared some basic demonstrations on how the equipment is used to ensure the public understand their functions.

(iv) My BASKonsesi programme

Our Group is part of the myBASKonsesi programme introduced by the Transportation Department of Malaysia in August 2023. The aim of this programme is to provide additional assistance to individuals who may require extra support. Complimentary bus rides are given to students age 7-17, disabled individuals, and senior citizens aged 60 or older. Through this programme, these individuals can travel on myBAS buses in Johor Bahru at no cost.

7.27.3 Governance

Our Group is dedicated to attaining and maintaining a high standard of corporate governance. We believe that a strong and effective corporate governance helps to cultivate a company culture of integrity, leading to positive performance and a sustainable business. To achieve this goal, we have adopted the recommendations under the MCCG, focusing on enhancing board leadership and effectiveness, strengthening audit and risk management practices, ensuring integrity in corporate reporting, and fostering meaningful engagement with our stakeholders. As at the LPD, 3 out of 6 of our Board members are women, achieving the MCCG’s recommendation to have at least 30% women directors.

To ensure strong governance and effective practices, we have implemented the following policies:

- (i) **Fit and proper policy.** This policy ensures that individuals appointed to key positions within our Group are both fit and proper to direct and manage our core business activities and functions.

7. BUSINESS OVERVIEW (Cont'd)

- (ii) Related party transaction policy. This policy is to ensure that all related party transactions and recurring related party transactions in the course of business are made at on arm's length and at a normal commercial term which are not more favorable to the related party. Additionally, this policy safeguards the interests of other shareholders by preventing any potential conflicts of interest or harm resulting from these transactions. Please refer to Section 10.2.2 of this Prospectus for further details of our related party transaction policy.
- (iii) Whistleblowing policy. This policy ensures adherence to the Whistleblower Protection Act 2010 and allows stakeholders to report any credible suspicious or allegations of fraud, unethical behavior, or improper business practices within our Group.
- (iv) Anti-bribery and corruption policy. This policy ensures compliance with the Malaysian Anti-Corruption Commission Act 2009. We have also established fundamental standards and a framework aimed at preventing and detecting bribery and corruption within our Group's operations.
- (v) Data Protection Policy. This policy complies with the Personal Data Protection Act 2010, ensuring that data is handled, stored, transmitted and accessed in a way that maintains its confidentiality, integrity, and availability.

We have a goal to achieve 100% compliance rate with all regulatory requirements with quarterly internal audits and annual disclosures of audit results as well as to increase shareholder engagement activities by 50% over the next two years, including regular feedback sessions and transparent communication channels.

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8. INDUSTRY OVERVIEW

15 February 2025

The Board of Directors
HI Mobility Berhad
No. 23, Jalan Firma 2
Kawasan Perindustrian Tebrau IV
81100 Johor Bahru
Johor

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Dear Sirs and Madams

Independent Assessment of the Bus Service Industry in Malaysia

We are an independent business consulting and market research company based in Malaysia. Established in 1993, we offer services such as business plans, opportunity evaluations, commercial due diligence, feasibility studies, financial and industry assessments, and market research. Since 1996, we have been involved in corporate exercises, including initial public offerings, reverse takeovers, chain listings, transfers to the Main Market, and business regularisations for public listed companies on Bursa Malaysia Securities Berhad (Bursa Securities). Our corporate exercise services include business overviews, independent industry assessments, management discussions and analyses, and business and industry risk assessments for incorporation into prospectuses and shareholders' circulars.

We have been engaged to provide an independent assessment of the industry for inclusion in the prospectus of HI Mobility Berhad for its listing on the Main Market of Bursa Securities. This report has been prepared independently and objectively, with all reasonable care taken to ensure its accuracy and completeness.

In our opinion, the report provides a true and fair assessment of the industry, considering the limitations of timely information and analyses based on secondary and primary market research as of the report date. Please note that our assessment pertains to the overall industry and may not reflect the performance of any specific company.

We accept no responsibility for the decisions or actions of the readers of this document. This report should not be interpreted as a recommendation to buy or not buy the securities of any company.

Our report may contain information, assessments, opinions, and forward-looking statements subject to uncertainties and contingencies. These statements are based on secondary information and primary market research, and, despite careful analysis, the industry is influenced by various known and unforeseen factors that could cause actual events and future results to differ materially.

Yours sincerely

Wooi Tan
Managing Director

Wooi Tan has a degree in Bachelor of Science from the University of New South Wales, Australia and a degree in Master of Business Administration from the New South Wales Institute of Technology (now known as the University of Technology, Sydney), Australia. He is a Fellow of the Australian Marketing Institute and the Institute of Managers and Leaders. He has more than 20 years of experience in business consulting and market research, as well as assisting companies in their initial public offerings and listing of their shares on Bursa Malaysia Securities Berhad.

8. INDUSTRY OVERVIEW (Cont'd)



Date of Report: 15 February 2025

INDEPENDENT ASSESSMENT OF THE BUS SERVICE INDUSTRY IN MALAYSIA

1. OVERVIEW OF HI MOBILITY GROUP'S BUSINESS AND REPORT PARAMETERS

- HI Mobility Berhad together with its subsidiary (HI Mobility Group) is a private sector operator of cross-border and local bus services. HI Mobility Group's largest revenue contribution comes from providing Johor Bahru-Singapore (JB-SG) cross border followed by intracity bus services mainly in Johor, which shall form the focus of this report. As HI Mobility Group also operates in Singapore and the Klang Valley comprising Kuala Lumpur and some areas of metropolitan Selangor, this report will also include some discussions on these markets.
- In the context of this report, gross domestic product (GDP) is nominal GDP unless stated otherwise. Public transportation refers to the carriage of passengers by rewards. Intracity buses are also referred to as stage buses, and intercity buses are also referred to as express buses. All information relates to Malaysia unless stated otherwise.

2. OVERVIEW OF THE BUS SERVICE INDUSTRY

- Bus services are classified as part of mass transit and are broadly categorised into scheduled and non-scheduled bus services.
- Scheduled bus services operate on fixed time schedules and routes with specific stops. These services cater to the general public and encompass the following categories:
 - Intracity**, also known as stage bus services, operates within specific areas such as cities, towns, or suburbs. It typically includes multiple stops along designated routes.
 - Intercity**, also known as express bus services, facilitates long-distance travel between cities or towns with fewer intermediate stops, often only stopping at the destinations.
 - Cross-border**, which offers bus services between two countries.
 - Shuttle**, providing short-distance bus services typically between major points such as airport terminals, hotels, parking lots, and shopping centres.
 - Feeder**, which serves to connect passengers with other modes of transportation such as trains.
- Non-scheduled bus services offer flexibility and do not adhere to fixed routes. Examples include:
 - Chartered**, which are private coach services hired to transport specific groups to destinations determined by the passengers or the group organisers.
 - Employee**, provided by companies or in partnership with bus operators, to facilitate the daily commute of their employees.
 - School**, transporting students or school staff between homes and schools.
 - Tourism**, organised by travel agencies offering escorted sightseeing tours and other leisure activities.

Types of Bus Services	
Scheduled	Non-Scheduled
Intracity	Chartered
Intercity	Employee
Cross-border	School
Shuttle	Tourism
Feeder	
HI Mobility Group provides these bus services	

2.1 Classification and Operating Bus Licences

- In Malaysia, buses are differentiated into two main categories based on intended functions and licensing requirements:
 - Public service buses** are intended for general public transportation, typically transporting large numbers of passengers within cities and regions. Examples include stage buses, chartered buses, express buses, feeder buses, employee buses, school buses, and mini buses.

8. INDUSTRY OVERVIEW (Cont'd)



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- **Tourism buses** are exclusively used for transporting tourists for sightseeing and leisure purposes without charging fares to individual passengers. Examples include excursion buses, and applicants must hold a valid domestic tour operating business licence.

2.2 Regulations Relating to Permits and Licences

- In Peninsular Malaysia, the bus service industry is governed by the Land Public Transport Agency (Agensi Pengangkutan Awam Darat, APAD) except for excursion buses, which are also regulated by the Ministry of Tourism, Arts and Culture (MOTAC). Bus operators must secure operators' licences, route licences, and vehicle permits from APAD to operate bus services in Peninsular Malaysia. Additionally, buses must also be registered with the Road Transport Department (Jabatan Pengangkutan Jalan, JPJ) and undergo periodic inspections at the Computerised Vehicle Inspection Centre (Pusat Pemeriksaan Kenderaan Berkomputer, PUSPAKOM) or other licensed vehicle inspection service providers, as mandated by the Road Transport Act 1987.
- According to the Land Public Transport Act 2010, operators can renew their operating licences every 7 years at most, with the duration determined by the Director General of Land Public Transport. APAD's guidelines specify that stage (intracity), chartered, and feeder buses must be replaced after 15 years, while express (intercity) buses have a 10-year limit. School buses can operate for up to 30 years, and excursion buses have a limit of 12 years. Employee buses are exempt from these restrictions but must pass regular inspections from licensed vehicle inspection service providers. For bus journeys exceeding 300km or 4 hours, a second driver is required and a driving logbook must be maintained.
- According to the Road Transport Act 1987, a vocational driving licence is required to drive public service vehicles. To obtain this licence, drivers must pass the medical examination as required by JPJ, and renew their licence annually. Licences not renewed within 3 years of expiration are automatically terminated.
- Operators of JB-SG cross-border bus services must obtain omnibus licences, as well as permits and approvals from the Land Transport Authority (LTA) of Singapore.

3. OVERVIEW OF GOVERNMENT INITIATIVES AND PROGRAMMES

3.1 Federal Expenditures and Budget

- The government plays a crucial role in allocating resources for infrastructure that supports economic and social activities. In 2023, being the latest available statistics, Malaysia's government spent RM17.8 billion on the transport subsector, representing 18.5% of the total expenditure. Between 2021 and 2023, the federal government's actual development expenditure grew at a compound annual growth rate (CAGR) of 22.3%, with transport subsector spending increasing at a CAGR of 16.9%. (Source: Bank Negara Malaysia (BNM))
- In the revised Budget 2024, funding for the transport sector was reduced to RM16.3 billion. However, in Budget 2025, the government increased the allocation, projecting a growth of 8.0% to RM17.6 billion. This allocation constituted 20.4% of the total development expenditure, underscoring the government's commitment to enhancing and constructing infrastructure such as roads, highways, and public transportation services for the benefit of the community. (Source: Ministry of Finance (MOF))

3.2 Stage Bus Service Transformation (SBST) Programme

- The SBST programme was launched to improve the use of stage bus services and transition the business model towards financial self-sustainability. Since its inception in 2015, its myBas services have been introduced in Kangar, Ipoh, Seremban, Kuala Terengganu, Johor Bahru, and Malacca, expanding stage bus services to these regions, and were further rebranded as BAS.MY in 2024 (Source: Ministry of Transport (MOT)). In Budget 2024, RM150 million was allocated to further support the SBST programme by introducing stage bus services in new locations. (Source: MOF)

8. INDUSTRY OVERVIEW (Cont'd)



3.3 MyPSV Programme

- In Budget 2023, the MyPSV programme was launched, allocating RM2 million to cover the costs of obtaining a Vocational Public Service Vehicle (PSV) licence for the bottom 40% income earner (B40 group). This initiative supported 4,000 candidates, including 500 for public bus services, potentially creating opportunities for bus operators in the industry. (Source: JPJ)

3.4 Major Developments in Johor to Drive Demand

Some of the major developments in Johor that will drive demand for JB-SG cross-border, intercity, intracity and chartered bus services in Johor include the following:

- Johor-Singapore Special Economic Zone (JS-SEZ)** is a collaborative initiative between Malaysia and Singapore aimed at enhancing economic connectivity between both countries. The Memorandum of Understanding (MOU) was signed in January 2024 to facilitate cross-border economic activities such as labour and goods flow, thereby creating opportunities to strengthen the business ecosystem in the Iskandar Malaysia region and Singapore. Following the signing of the JS-SEZ agreement in January 2025, the initiative aims to attract high-value investments to key flagship areas in Johor, including regions served by HI Mobility Group, such as Johor Bahru, Iskandar Puteri, Kulai, and Desaru. (Source: Ministry of Economy Malaysia (MOE) and Ministry of Trade and Industry Singapore, and MOF)
- Forest City Special Financial Zone (FCSFZ)** was announced by the government in August 2023 to stimulate economic growth and regional competitiveness by attracting foreign investments and knowledge workers, focusing on establishing a financial hub leveraging Singapore's proximity. On 20 September 2024, a special tax incentive was announced to attract family offices, enhancing the zone's appeal to high-net-worth investors. (Source: MOF)
- Pengerang Integrated Petroleum Complex (PIPC)** is an industrial development launched in 2013 to promote the downstream oil and gas industry in Johor. Designed as a world-class integrated refinery and petrochemical hub, PIPC includes facilities such as refinery plants and deepwater terminals. A key component, the Pengerang Integrated Complex (PIC) by Petroliaam Nasional Berhad (PETRONAS), comprising refineries and petrochemical facilities, was completed in December 2019. (Source: Johor Petroleum Development Corporation)
- Rapid Transit System Link (RTS Link)** is a cross-border rail project aimed at significantly enhancing connectivity between Malaysia and Singapore. Scheduled for operation by the end of 2026 or early 2027, the RTS Link will feature two stations: one at Bukit Chagar, adjacent to Johor Bahru Sentral, and the other at Woodlands North in Singapore, integrated with the Thomson-East Coast MRT Line. This project is expected to catalyse regional economic growth by offering an alternative land transportation route through the causeway. (Source: MOT)
- Desaru Coast Destination Resort** is a rejuvenation project initiated by Khazanah Nasional Berhad (Khazanah) in 2015. With an investment of RM4.5 billion, Khazanah developed infrastructure and hospitality facilities which was completed between 2017 and 2022 to establish a premium integrated destination at Desaru Coast. (Source: Khazanah)

4. GOVERNMENT INCENTIVES FOR THE BUS SERVICE INDUSTRY

- Since January 2022, the federal government has started subsidising the monthly unlimited travel pass (My50) offered by RapidKL, a public transportation service in Klang Valley. My50 enables passengers to enjoy public transportation services, including RapidKL's bus and rail services. Budget 2025 allocated RM216 million to support the My50 programme (Source: MOF). For Penang, the unlimited travel pass for bus services is known as the My50 Mutiara Pass, which is subsidised by the state government (Source: Penang State Government).
- Bas Muafakat Johor (BMJ) is a free intracity bus service provided by the Johor State Government for Malaysian citizens since April 2016. In the Johor Budget 2025, RM28.5 million was allocated to fund

8. INDUSTRY OVERVIEW (Cont'd)



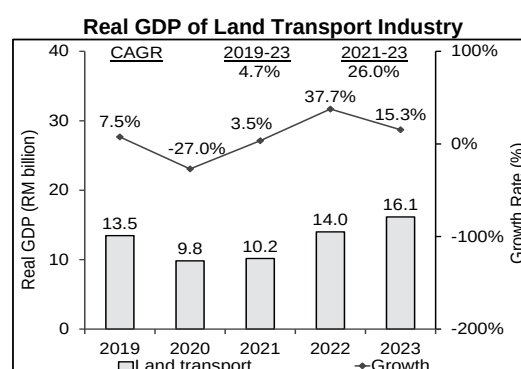
BMJ services (Source: Johor State Government). HI Mobility Group operates BMJ routes in Johor Bahru, Iskandar Puteri, Kulai, Pengerang, and Mersing. Similar free bus services in Malaysia include PJ City Bus, Smart Selangor Bus, Go KL City Bus in Kuala Lumpur, and Rapid Penang Central Area Transit (CAT), all managed by local authorities.

- The Interim Stage Bus Support Fund (ISBSF) was introduced to enhance bus service quality, increase bus ridership, and prevent termination of bus services, especially in unprofitable rural routes since January 2012 (Source: MOT). Budget 2024 allocated RM96 million to ISBSF to cover daily operating costs for operators. (Source: MOF)
- The Subsidised Diesel Control System (Sistem Kawalan Diesel Bersubsidi, SKDS) is a government initiative to regulate targeted diesel subsidies in Peninsular Malaysia. On 10 June 2024, the retail price of diesel under the SKDS was set at RM3.35 per litre, up from RM2.15 per litre on 9 June 2024. Despite this price adjustment, public bus transportation, including stage (intracity), express (intercity), school, mini and feeder buses, will continue to receive subsidised diesel priced at RM1.88 per litre under SKDS1.0. (Source: MOF) HI Mobility Group enjoys subsidised diesel for its bus services.

5. BUS SERVICE INDUSTRY'S PERFORMANCE

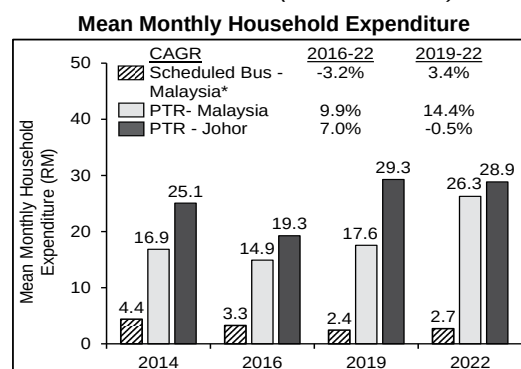
5.1 Real GDP of the Land Transport Industry

- GDP is an approach to measure the gross value added to the outputs of economic activities during a period, such as a year. Real GDP measures the value of goods and services by factoring out the impact of price inflation or deflation. Land transportation encompasses the carriage of people and goods.
- In 2023, the land transport industry grew by 15.3% to RM16.1 billion. Between 2021 and 2023, the sector's real GDP grew at a CAGR of 26.0%, reflecting the recovery of economic activities post-COVID-19 pandemic.
- For Johor, the real GDP of the utilities, transportation, storage, and information and communications sectors grew by 6.6% in 2023, with the transportation and storage subsector accounting for RM6.8 billion. Out of the total RM6.8 billion, the land transport industry contributed 26.8%, which amounted to RM1.8 billion. (Source: DOSM)



5.2 Household Expenditure

- Malaysia saw a CAGR of 14.4% in mean monthly household expenditure on passenger transport by road (such as buses, taxis, e-hailing, and car hire) between 2019 and 2022. In contrast, Johor experienced an average annual decline of 0.5% over the same period.
- Between 2019 and 2022, the mean monthly household expenditure on intracity and intercity bus services in Malaysia grew at a CAGR of 3.4%, rising from RM2.40 to RM2.70.



8. INDUSTRY OVERVIEW (Cont'd)



5.3 Gross Output Value

- Gross output value represents the total value of products or services produced or rendered within a specified period. Between 2015 and 2022, the gross output value of bus services in Malaysia and Johor recorded an average annual decline of 4.0% and 6.9%, respectively. This decline may be attributable to the negative impact of the COVID-19 pandemic from 2020 to 2022, which affected overall economic activities, including transportation.

Gross Output Value of Bus Services

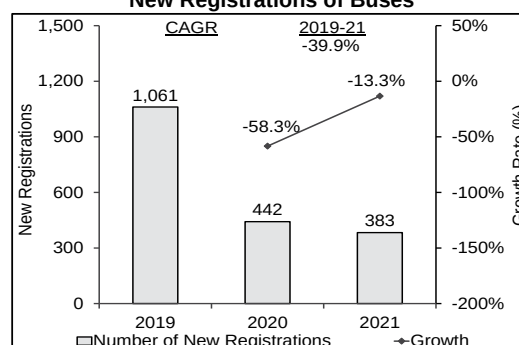
RM million	Malaysia	Johor
2010	2,074.7	285.3
2015	2,835.7	695.0
2022	2,124.1	422.4
CAGR 2010-22	0.2%	3.3%
CAGR 2015-22	-4.0%	-6.9%

Note: Latest available statistics. (Source: DOSM)

5.4 New Registrations of Buses in Malaysia

- Between 2019 and 2021, new bus registrations in Malaysia declined at an average annual rate of 39.9% from 1,061 in 2019 to 383 in 2021. This decline was attributed to the adverse impact of the COVID-19 pandemic on the nation's economy.
- As COVID-19 restrictions eased in 2022, Malaysia's economy began to recover, leading to a rise in new public transport registrations (such as buses, taxis as well as hire and drive cars). Based on the latest available statistics, the registrations increased from 3,793 in 2022 to 6,413 in 2023, highlighting the growing demand for public transportation. (Source: DOSM)

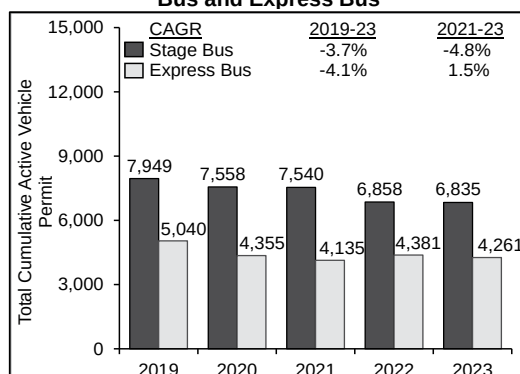
New Registrations of Buses



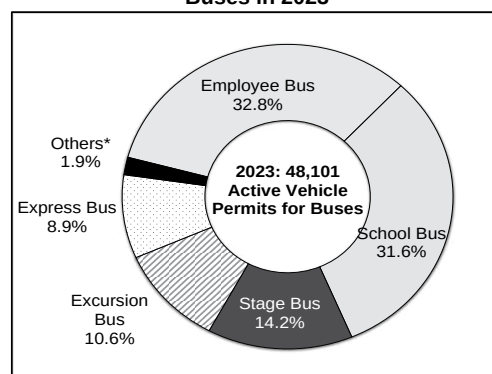
Note: Latest available statistics. (Source: MOT)

5.5 Bus Permits

Total Cumulative Active Vehicle Permit for Stage Bus and Express Bus



Total Cumulative Active Vehicle Permit for Buses in 2023



Note: Latest available statistics. * Include mini bus, feeder bus and chartered bus. (Source: MOT)

- In Peninsular Malaysia, APAD issues 7 types of bus permits. In 2023, the number of active vehicle permits for buses in Malaysia decreased by 0.6% to 48,101 permits, which is lower than pre-COVID-19 pandemic levels. Between 2021 and 2023, the total number of active vehicle permits for buses in Malaysia grew at a CAGR of 1.6%. For the same period, the total number of active vehicle permits for stage buses declined at an average annual rate of 4.8%, while permits for express buses grew by 1.5%. (Source: MOT)

6. DEMAND DEPENDENCIES

6.1 Tourism

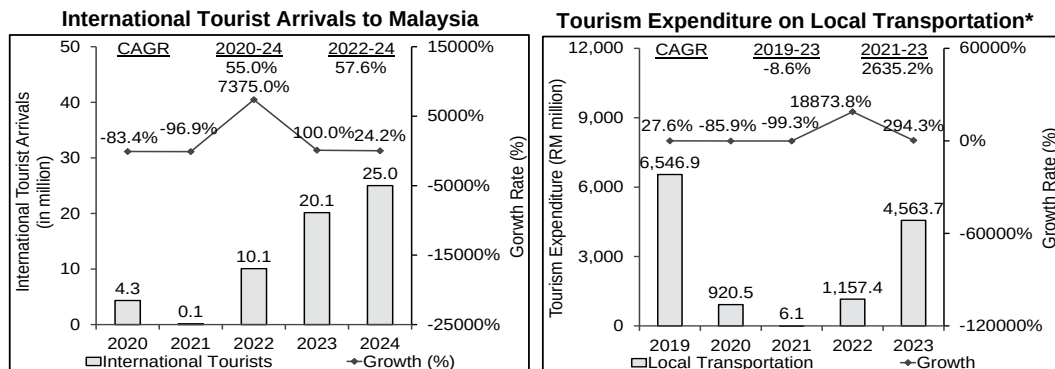
- The full reopening of Malaysia's international borders on 1st April 2022 resulted in an increase in tourism receipts from RM238.7 million in 2021 to RM28.2 billion in 2022. In 2024, tourism receipts

8. INDUSTRY OVERVIEW (Cont'd)



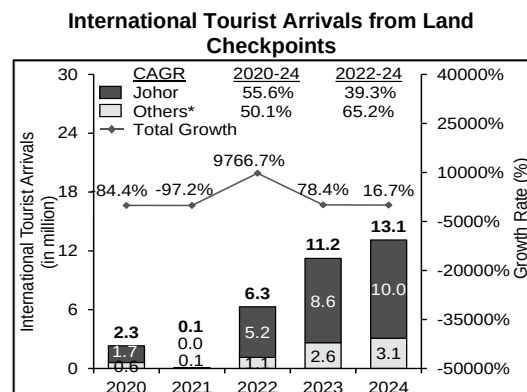
further grew by 43.3% to RM102.2 billion, and the number of international tourist arrivals to Malaysia increased to 25.0 million. (Source: Tourism Malaysia)

- Between 2021 and 2023, in line with the rise in international tourist arrivals, the tourism expenditure on local transportation grew at a CAGR of 2635.2%. The ongoing increase in tourist spending on local transportation could lead to increased demand for services such as bus transportation.



* Note: Latest available statistics. Local transportation excludes international and domestic airfares, and fuels. (Source: Tourism Malaysia)

- In 2024, 13.1 million tourists arrived in Malaysia by land. Between 2020 and 2024, the number of tourists arriving in Malaysia by land grew at a CAGR of 54.2%. This illustrates the recovery of Malaysia's tourism industry from the impact of the COVID-19 pandemic, but has yet to return to pre-pandemic level. (Source: Tourism Malaysia)
- Most international travellers from Singapore prefer to use land transportation via the Johor-Singapore Causeway and Tuas Second Link, while some may choose to enter by ferry or railway. The land checkpoints in Johor handled 10.0 million of the 13.1 million land travellers to Malaysia in 2024. This high volume of cross-border activity underscores the importance of cross-border bus services for foreign travellers transiting to Malaysia.



* Include other states' land checkpoints. (Source: Tourism Malaysia)

- In 2024, Singapore attracted 16.5 million international tourists, excluding those entering via land from Malaysia (Source: Singapore Department of Statistics (SDOS)). As a major airline hub, Singapore often serves as a transit point for international travellers. The Johor-Singapore Causeway and Tuas Second Link provide alternative routes for those heading to Malaysia. The Immigration and Checkpoints Authority of Singapore (ICA) recorded an average of 440,000 daily travellers crossing land checkpoints during school and public holidays in 2023, surpassing the pre-COVID-19 pandemic level of 400,000. In 2024, over 172.8 million travellers passed through the land checkpoints between Johor and Singapore. (Source: ICA)

6.2 Excursionist Arrivals in Malaysia

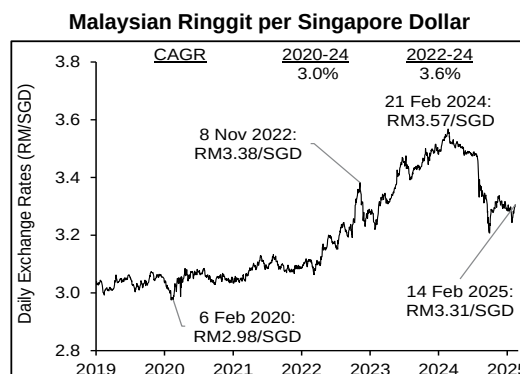
- Excursionists are temporary visitors who travel to a country for leisure purposes without staying overnight outside their usual residence. In 2024, excursionist arrivals reached 12.9 million, representing a 46.7% growth from 2023. Out of the total 12.9 million excursionists, those from Singapore, Thailand, Brunei and Indonesia represented 75.4%, 4.9%, 4.6%, and 3.8%, respectively. In 2024, there were a total of 9.8 million excursionists from Singapore. The substantial number of visitors from Singapore suggests a growing demand for cross-border bus services as these visitors often travel by private cars, taxis and public buses. (Source: Tourism Malaysia)

8. INDUSTRY OVERVIEW (Cont'd)



6.3 Appreciation of Singapore Dollar (SGD)

- Currency exchange rates play a pivotal role in shaping the demand for cross-border bus services between Singapore and Malaysia. A stronger SGD makes it more economical to spend on similar goods and services in Malaysia compared to Singapore. Between 2022 and 2024, the SGD appreciated against the Malaysian Ringgit (MYR) at a CAGR of 3.6%. However, on 14 February 2025, the SGD declined by 7.4% from its peak to RM3.31 per SGD.



- With the continued strengthening of the SGD, more Malaysians may seek employment in Singapore to benefit from the stronger currency, driving up demand for cross-border services and creating opportunities for bus operators.

7. COMPETITIVE LANDSCAPE

- The bus service industry is regulated and bus service operators in Peninsular Malaysia are required to obtain permits from APAD. As at January 2024, being the latest available statistics, 242 operators were providing intracity, intercity (including cross-border) and/or JB-SG cross-border bus services in Peninsular Malaysia, where some operators provided more than one type of bus service.

Number of Bus Operators	Total bus operators ⁽¹⁾	Intracity	Intercity ⁽²⁾	JB-SG cross-border
Peninsular Malaysia	242	86	181	1
- Johor	38	17	27	1
- Malacca	8	3	5	-
- Klang Valley ⁽³⁾	89	24	75	-
- Others ⁽⁴⁾	107	42	74	-

(1) Some operators provide more than one type of bus service; (2) Includes cross-border services between Peninsular Malaysia and Singapore/Thailand, but excluding JB-SG cross-border; (3) Includes Selangor and Kuala Lumpur; (4) All other states and territories in Peninsular Malaysia. (Source: APAD)

- As part of government initiatives, additional public bus transportation services were introduced, such as the Bus-on-Demand (BOD) services offered by the Selangor state government through Selangor Mobiliti. BOD services provide flexible public transportation solutions using minibuses, coasters, or vans. They offer dynamically adjusted routes and schedules based on real-time passenger demand, contrasting with conventional public bus services.
- Selected scheduled bus service operators in Malaysia are as follows (not exhaustive):

Scheduled bus operators [^]	FYE ⁽¹⁾	Rev ⁽²⁾ (RM mil)	Rev ⁽³⁾ Growth	Seg Rev ⁽⁴⁾ (RM mil)	GP ⁽²⁾ (RM mil)	GP ⁽³⁾ Growth	GP Margin	NP/(NL) ⁽²⁾ (RM mil)	NP/(NL) Margin
HI Mobility Group	Jan-24	207.7	73.6%	204.2	63.4	92.3%	30.5%	33.2	16.0%
Bus operators in Malaysia									
Rapid Bus S/B ⁽⁵⁾	Dec-23	162.0	25.7%	162.0	n.a.	n.a.	n.a.	(402.1)	(248.2%)
Combined Bus ⁽⁶⁾	Dec-23	136.5	1.3%	25.8	n.a.	n.a.	n.a.	60.6	44.4%
SKS Coachbuilders S/B ⁽⁷⁾	Dec-23	62.2	48.0%	33.7	12.8	2127.4%	20.5%	3.6	5.8%
Mara Liner S/B ⁽⁸⁾	Dec-23	56.2	29.4%	35.6	22.3	42.2%	39.7%	3.7	6.6%
Konsortium E-Mutiara ⁽⁹⁾	Dec-23	50.4	27.4%	49.9	24.7	28.3%	49.1%	0.7	1.4%
Tiara Pesona S/B ⁽¹⁰⁾	Dec-23	37.6	8.1%	37.6	14.1	9.3%	37.5%	0.3	0.7%
Weighted average: Malaysia operators			31.2%^(a)			68.7%^(b)	33.2%^(c)		(42.1%)^(d)
JB-SG cross-border bus operators in Singapore									
SBS Transit Ltd ^(11, 12)	Dec-23	5,186.0	0.8%	n.a.	n.a.	n.a.	n.a.	234.6	4.5%
SMRT Buses Ltd ⁽¹³⁾	Mar-24	853.7	(3.6%)	n.a.	n.a.	n.a.	n.a.	33.0	3.9%

8. INDUSTRY OVERVIEW (Cont'd)



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Scheduled bus operators [^]	FYE ⁽¹⁾	Rev ⁽²⁾ (RM mil)	Rev ⁽³⁾ Growth	Seg Rev ⁽⁴⁾ (RM mil)	GP ⁽²⁾ (RM mil)	GP ⁽³⁾ Growth	GP Margin	NP/(NL) ⁽²⁾ (RM mil)	NP/(NL) Margin
Transtar Travel ^(11, 14)	Dec-23	32.7	1.4%	n.a.	n.a.	n.a.	n.a.	0.9	2.7%
Weighted average: Singapore operators			0.1%^(e)			n.a.	n.a.		4.4%^(f)

(a) Growth of the sum of all Malaysia companies' revenue of their respective latest financial year compared to the sum of the previous financial year; (b) Growth of the sum of 5 companies' (with data) GP of their respective latest financial year compared to the sum of the previous financial year; (c) (Sum of 5 companies' (with data) GP divided by the sum of their revenue) x 100%; (d) (Sum of all Malaysia companies' NP/NL divided by the sum of their revenue) x 100%; (e) Growth of the sum of all Singapore companies' revenue of their respective latest financial year compared to the sum of the previous financial year; (f) (Sum of all Singapore companies' NP divided by the sum of their revenue) x 100%; ^ The list is sorted in descending order of revenue within their respective categories; FYE = financial year end; Rev = revenue; Seg Rev = segment revenue; GP = gross profit; GL = gross loss; NP = net profit after tax; NL = net loss after tax; mil = million; S/B = Sendirian Berhad; Pte = Private; Ltd = Limited; n.a. = information not available;

- (1) Latest available audited financial information from the Companies Commission of Malaysia, Accounting and Corporate Regulatory Authority (ACRA) of Singapore, annual reports and HI Mobility Group.
- (2) May include other business activities, products or services in addition to bus services.
- (3) Compared to the previous financial year in their respective domestic currency.
- (4) Mainly bus service revenue including government grants recognised as revenue where applicable.
- (5) A subsidiary of Prasarana Malaysia Berhad, wholly owned by the Malaysian government. It is principally involved in intracity bus services in Klang Valley, Penang and Kuantan.
- (6) The Combined Bus Services S/B. A subsidiary of Perak Transit Bhd, a listed entity on Bursa Securities. Principally involved as operators of bus terminal, petrol station, and public transportation including intracity bus services in Ipoh.
- (7) Principally involved in manufacturing, marketing and hiring of automotive, and transportation buses including intracity bus services in Kuala Lumpur, and general trading.
- (8) A subsidiary of Majlis Amanah Rakyat (MARA), a corporation under the Ministry of Rural and Regional Development. It is involved in intracity and intercity bus services as well as other services.
- (9) Konsortium E-Mutiara Berhad. It provides intercity bus services.
- (10) Provides intercity bus services.
- (11) Financial figures in SGD and converted to RM based on BNM's exchange rate of SGD = RM3.3959 for 2023.
- (12) Listed on Singapore Exchange Securities Trading Ltd. A subsidiary of ComfortDelGro Corporation Ltd, a listed entity on Singapore Exchange Securities Trading Ltd. It provides bus services including JB-SG cross-border, and rail services in Singapore.
- (13) Financial figures in SGD and converted to RM based on BNM's exchange rate of SGD = RM3.3959 for 2023 as the financial year covers 9 months of 2023. It provides bus services including intracity, chartered and JB-SG cross-border.
- (14) Transtar Travel Pte Ltd. It provides coach travel and tours, JB-SG cross-border and other bus services.

- **Appraisal of HI Mobility Group compared to the industry:** Based on the above comparative list of companies, HI Mobility Group's revenue growth, GP growth and NP margin are higher than Malaysia and Singapore operators' weighted average. In contrast, the GP margin of HI Mobility Group is lower than Malaysia operators' weighted average.
- The type of bus services provided by the selected operators above are as follows:

Scheduled bus operators	Intracity	Intercity	JB-SG cross-border	Operating own brand	Operating third-party brands
HI Mobility Group	√	√	√	Causeway Link	BMJ, BAS.MY, Smart Selangor Bus, RapidKL
Bus operators in Malaysia					
Rapid Bus S/B	√	-	-	RapidKL, RapidKuantan, RapidPenang	PJ City Bus, Smart Selangor Bus, Nadiputra Putrajaya
The Combined Bus Services S/B	√	-	-		BAS.MY
SKS Coachbuilders S/B	√	-	-		Go KL City Bus
Mara Liner S/B	√	√	-	Maraliner	BAS.MY, Smart Selangor Bus, Negeri Sembilan Bus
Konsortium E-Mutiara Berhad	√	√	-	E-Mutiara	
Tiara Pesona S/B	-	√	-	Ekspres Perdana	
JB-SG cross-border bus operators in Singapore					
SBS Transit Ltd	√	-	√	SBS Transit	
SMRT Buses Ltd	√	-	√	SMRT	
Transtar Travel Pte Ltd	-	-	√	Transtar	

- The criteria for the selection of the above are as follows: (1) provides scheduled bus services in Malaysia or cross-border between Johor Bahru and Singapore; (2) revenue of RM30 million and above; and (3) availability of the latest available financial information.

8. INDUSTRY OVERVIEW (Cont'd)



8. BARRIERS TO ENTRY

- In Malaysia, one of the key barriers to entry into the bus service industry is regulatory including obtaining operator licences, route licences, vehicle permits, and passing vehicle inspection. Bus drivers must also obtain and maintain valid vocational licences and pass medical examinations. Bus operators wishing to participate in the SBST programme must undergo competitive tendering and obtain approval from the authorities. This ensures that only operators meeting stringent standards of service quality and operational capability are selected. Operators of JB-SG cross-border bus services must obtain omnibus licences, as well as permits and approvals from the LTA of Singapore.
- High capital expenditure presents another barrier to entry in the bus service industry, which relies on assets like buses. The mandated replacement of buses will also require substantial investment. While leasing these assets can reduce upfront costs for operators, it may lead to higher long-term expenses. Additionally, the repair, maintenance and upkeep of buses may be outsourced to third parties. The number of bus operators indicates the barriers to entry. As at January 2024, being the latest available statistics, Peninsular Malaysia has 10,917 public service bus operators, with 253 operating scheduled bus services, including 242 that provide intracity, intercity (including cross-border) and/or JB-SG cross-border bus services (Source: APAD).

9. INDUSTRY SIZE AND SHARE

- The industry size and market share of HI Mobility Group are estimated as below:

Household Expenditure – 2023 (RM million)	Industry Size ^(a)	HI Mobility Group	
		Revenue Size ^(b)	Market Share ^(c)
^Passenger Transport by Road - Malaysia	2,760 ⁽¹⁾	93 ⁽²⁾	3%
^Passenger Transport by Road - Johor	376 ⁽³⁾	89 ⁽⁴⁾	24%
Intracity and Intercity Bus Services – Malaysia*	284 ⁽⁵⁾	68 ⁽⁶⁾	24%
Active Vehicle Permits for Bus – 2023	Industry Size ^(d)	Fleet Size ^(b)	Market Share (%) ^(e)
Malaysia	48,101 ⁽⁷⁾	459 ⁽⁸⁾	1%

^ Such as buses, taxis, e-hailing, and car hire; * No statistics available for Johor. Sources: (a) DOSM, Tenaga Nasional Berhad, and Vital Factor analysis; (b) HI Mobility Group; (c) (b/a) x 100%; (d) MOT; (e) (e/d) x 100%;

(1) Extrapolated from Malaysia household expenditure in 2022 to 2023 based on the latest available data = (mean yearly household expenditure on passenger transport by road in 2022) x (1+ Malaysia's GDP growth (1.6%) in 2023) x (number of households in Malaysia in 2023 = (number of households in Malaysia in 2022) x (1+ household growth (2.7%) in Malaysia in 2023)).

(2) Based on HI Mobility Group's revenue from scheduled bus operations in Malaysia for the financial year ended 31 January 2024 taken as a proxy for calendar year 2023.

(3) Extrapolated from Johor household expenditure in 2022 to 2023 based on the latest available data = (mean yearly household expenditure on passenger transport by road in 2022) x (1+ Malaysia's GDP growth (1.6%) in 2023) x (number of households in Johor in 2023 = (number of households in Johor in 2022) x (1+ household growth (2.7%) in Malaysia in 2023)).

(4) Based on HI Mobility Group's revenue from scheduled bus operations in Johor for the financial year ended 31 January 2024 taken as a proxy for calendar year 2023.

(5) Extrapolated from Malaysia household expenditure in 2022 to 2023 based on the latest available data = (mean yearly household expenditure on intracity and intercity bus services in 2022) x (1+ Malaysia's GDP growth (1.6%) in 2023) x (number of households in Malaysia in 2023 = (number of households in Malaysia in 2022) x (1+ household growth (2.7%) in Malaysia in 2023)).

(6) Based on HI Mobility Group's revenue from intracity and intercity bus operations in Malaysia for the financial year ended 31 January 2024 taken as a proxy for calendar year 2023.

(7) Based on Malaysia's total active vehicle permits for buses in 2023.

(8) Based on HI Mobility Group's active permits as at 31 January 2024 taken as a proxy for calendar year 2023.

10. INDUSTRY OUTLOOK AND PROSPECTS

Consideration factors impacting the outlook and prospects of the bus service industry are as follows:

Opportunities and drivers of growth

- The prospects of the bus service industry hinge on government initiatives and incentives that bolster the industry ecosystem. Under Budget 2025, government expenditure on the transportation sector is projected at RM17.6 billion, which includes ongoing funding for initiatives like SBST and ISBSF

8. INDUSTRY OVERVIEW (Cont'd)



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(RM273 million) and other incentives for bus services (*Source: MOF*). The introduction and expansion of programmes such as MyPSV and SBST will further catalyse industry growth. At the state level, major developments in Johor, such as the Johor-Singapore Special Economic Zone, Forest City Special Financial Zone, Pengerang Integrated Petroleum Complex, and Desaru Coast Destination Resort, are expected to stimulate increased economic activity, thereby boosting demand for intercity, intracity, and JB-SG cross-border bus services in Johor.

- Population changes in Malaysia will likely impact the demand for public transportation, including buses. In 2024, Malaysia's population reached 34.1 million, with Johor, Malacca, Selangor, and Kuala Lumpur accounting for 14.7 million. According to the National Transport Policy 2019-2030, Malaysia's population is projected to reach 41.5 million by 2040. This, along with rising affluence and mobility trends, is estimated to drive daily trips from 40 million in 2010 to 131 million by 2030 (*Source: MOT*). Additionally, population growth in Johor Bahru and Singapore may increase demand for cross-border bus services due to proximity. In 2024, Johor Bahru's population grew by 2.2% to 1.8 million, while Singapore's population rose by 2.0% to 6.0 million (*Source: DOSM and SDOS*).
- The increasing Malaysia-Singapore cross-border movement is likely to drive higher demand for cross-border bus services. In 2023, tourists from Singapore made up 41.2% of international arrivals, with 83.8% entering via Johor's land checkpoints according to the latest available statistics. Additionally, there were 9.8 million Singaporean excursionists to Malaysia in 2024, marking a 49.6% increase. The appreciation of the SGD against the MYR may also encourage more Malaysians to seek employment in Singapore, underscoring the importance of cross-border bus services for commuters. (*Source: Tourism Malaysia*)
- The recently introduced QR code system, MyBorderPass, will expedite immigration clearance for bus passengers at Malaysian customs. Accelerating the clearance process could reduce JB-SG border crossing times, potentially encouraging more travellers to use cross-border bus services.
- Additionally, the government's introduction of alternative transportation methods may raise public awareness about public transportation. The Bus Rapid Transit (BRT) system, a high-capacity bus-based transit network utilising dedicated busways, aims to offer efficient and cost-effective services. Expanding the BRT may boost public bus ridership and open avenues for bus operators. In the mid-term review of the 12th Malaysia Plan, there are proposals to extend the BRT system to Johor Bahru and the Klang Valley (*Source: MOE*).
- Upon completion, the RTS link will have the capacity to transport 10,000 passengers per hour in each direction (*Source: MOT*). However, transferring passengers to and from the Malaysian RTS terminal will require supplementary transportation, benefiting local bus operators including HI Mobility Group.

Threats and challenges

- In contrast, the RTS link offers a faster and more efficient mode of transportation, likely encouraging passengers to prefer rail-based commuting over bus services. This shift in preference may affect the demand for traditional JB-SG cross-border bus routes. Nevertheless, rail transportation is less flexible than bus services because it operates on a point-to-point basis, while buses provide multipoint-to-multipoint transit.
- The increasing focus on sustainable development may alter public preferences towards green mobility options. Malaysia's National Energy Policy 2022-2040 aims to increase the share of electric vehicles to 38% by 2040, while the National Energy Transition Roadmap (NETR) targets a 40% public transport modal share by 2040 and 60% by 2050 (*Source: MOE*). Additionally, Singapore currently imposes fines on foreign commercial diesel vehicles that exceed 40 Hartridge Smoke Units (HSU) of smoke emissions and will enforce stricter limits by reducing the entry threshold from 60 to 50 HSU starting April 2026 (*Source: National Environment Agency Singapore*). These evolving preferences and regulations will impact operators using traditional diesel buses and benefit those adopting environmentally friendly vehicles, such as HI Mobility Group, which has introduced electric buses for BAS.MY operations in Johor Bahru and JB-SG cross-border services.
- The bus service industry could face challenges due to a shortage of bus drivers. The high initial fees required to obtain a Class E and PSV licence may deter prospective drivers from acquiring these licences. This barrier has also prevented drivers from participating in the MyPSV programme, as a Class E licence is a prerequisite for eligibility.

9. RISK FACTORS

Before investing in our Shares, you should pay particular attention to the fact that we and to a large extent, our business and operations are subject to the regulatory, industry and business risks. Our operations are also subject to a number of factors, many of which are outside our control. Before making an investment decision, you should carefully consider, along with other matters in this Prospectus, the risks and investment considerations set out below.

9.1 RISKS RELATING TO OUR BUSINESS AND OPERATIONS

9.1.1 We operate within a regulated passenger transportation industry and we are dependent on our ability to retain and renew operating licences from various government bodies in the countries in which we operate

We operate in a regulated industry for the provision of cross-border and local bus services, and therefore our operations are subject to several laws, regulations, and policies in the countries that we operate.

In Malaysia, our business is subject to the following licences and/or permits being maintained, and our ability to retain and renew them is important to ensure business continuity. These include, among others, the following:

- operator licence for public transportation services issued by APAD;
- service permits issued by APAD certifying the permissible routes for bus services;
- vehicle permits issued by APAD for buses deployed in public transportation services (including the number of seats and maximum number of passengers per bus);
- registration with the MOF under the relevant category for government tendering;
- compliance with periodic inspection requirements under the Road Transport Act 1987 and regulations made thereunder, as well as possessing a valid inspection certificate from licensed inspection centre (i.e. PUSPAKOM) for road-worthiness of all our buses;
- compliance with regulations and operational safety requirements of Jabatan Pengangkutan Jalan (“JPJ”) and APAD; and
- licence for supporting services such as business licences for bus ticketing counters, and workshops issued by local councils, and certificate for the registration of engineering workshop issued by JPJ.

As for our cross-border bus services including the JB-SG cross-border bus services and intercity bus services between Malaysia and Singapore, we must obtain the LTA’s approvals as well as omnibus licences to operate the specific routes in Singapore.

As at the LPD, we hold the relevant licences, permits and approvals to operate the relevant routes in Malaysia and Singapore. Please refer to Annexure B of this Prospectus for further details.

For the Financial Years/Period Under Review and up to the LPD, we have been able to renew or maintain our licenses, permits and approvals. However, there is no assurance that we will consistently be able to renew or maintain our licenses, permits and approvals in a timely manner, or acquire the necessary licenses, permits and approvals for new buses, new or modified routes or modified operating hours in the future. Any non-renewals of expiring licenses, permits or approvals, or failure to obtain the required new licences, permits or approvals could adversely affect our operations and financial performance.

9. RISK FACTORS (Cont'd)

9.1.2 We are dependent on the omnibus licences and approvals by LTA for the operation of our JB-SG cross-border bus services

For our JB-SG cross-border bus services, we must obtain the relevant licences and approvals from LTA in Singapore. The approvals from LTA comprise, among others, approved details, the route details, stopping places, operating hours and the registration number of buses that are permitted to provide bus services on such routes. The approved buses are required to have omnibus licenses that allow them to operate the specified routes. The omnibus licenses issued by the LTA are valid for approximately one year and are subject to renewal. As at the LPD, we have 150 buses with the required omnibus licences and approvals to carry out our JB-SG cross-border bus services.

For the FYE 2022, FYE 2023, FYE 2024 and FPE 2025, revenue from our JB-SG cross-border bus services accounted for 12.8% (RM4.0 million), 53.1% (RM63.5 million), 58.8% (RM122.2 million), and 59.8% (RM122.2 million) of our total revenue respectively, representing a CAGR of 450.3% between FYE 2022 and FYE 2024.

In this regard, our business and financial performance relies on our ability to maintain the approvals and renew of our licences, and any cancellation or termination of the approvals could adversely affect our operations and financial performance.

For the Financial Years/Period Under Review and up to the LPD, we have been able to renew our omnibus licences and obtain approvals by LTA for the operation of our JB-SG cross-border bus services. However, there is no assurance that we will consistently be able to maintain the approvals and renew of our licences. Any cancellation or termination of the approvals or non-renewals of our licences could adversely affect our operations and financial performance.

9.1.3 Our business and financial performance relies on our ability to secure contracts, maintain or renew our subsisting contracts with various government bodies for contracted intracity bus services, and we are dependent on a major government customer to provide intracity bus services

We have secured several contracts from various government bodies including APAD, PAJ, and Rapid Bus Sdn Bhd to provide intracity bus services in Johor, Malacca and the Klang Valley. Our revenue derived from government bodies for contracted services are as follows:

	FYE 2022		FYE 2023		FYE 2024		FPE 2025	
Revenue	RM'000	%	RM'000	%	RM'000	%	RM'000	%
APAD	6,332	20.1	22,330	18.7	43,111	20.8	42,127	20.6
PAJ	9,569	30.4	10,561	8.8	10,698	5.2	8,192	4.0
Rapid Bus Sdn Bhd	-	-	-	-	-	-	2,661	1.3
Majlis Perbandaran Sepang	1,514	4.8	2,561	2.1	2,760	1.3	2,091	1.0
Majlis Perbandaran Klang	-	-	-	-	832	0.4	904	0.5
Majlis Perbandaran Petaling Jaya	673	2.2	-	-	-	-	-	-
Subtotal	18,088	57.5	35,452	29.6	57,401	27.7	55,975	27.4

9. RISK FACTORS (Cont'd)

As at the LPD, we have multiple subsisting government contracts for the provision of intracity bus services in Johor, Malacca and the Klang Valley. The total contract value is RM383.0 million, with an unbilled portion of RM158.3 million as at the LPD, which will sustain our business until 2029. In this regard, our business and financial performance relies on our ability to maintain these subsisting contracts and renew them promptly upon expiry. Please refer to Section 7.7.1.1(ii) of this Prospectus for further details of our ongoing contracts with the government bodies as well as the status of our contracts that are expiring in March 2025.

There can be no assurance that we will be able to extend the contracts or be able to continuously secure new contracts, nor can we assure that the new contracts we secure will be commercially favourable to us in terms of profitability. If we are unable to secure new contracts from the government, our order book may be reduced over time and this will adversely affect our business sustainability and future financial performance.

In 2018, we secured a contract from APAD for the operations of intracity bus services under the SBST programme, however, the contract was not executed due to changes in Government direction.

Furthermore, we are dependent on one of our major customers, APAD which is a government body, by virtue of its revenue contribution, which accounted for RM6.3 million (20.1%), RM22.3 million (18.7%), RM43.1 million (20.8%) and RM42.1 million (20.6%) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. As at the LPD, we have 2 ongoing contracts with APAD for the provision of intracity bus services in Johor and Malacca. Please refer to Section 7.7.1.1(ii) of this Prospectus for further details. In the event of any reduction of contracts or suspension/termination of contracts from APAD, if not replaced promptly, would adversely affect our results of operations and financial condition.

We receive fixed fee for each intracity route under our contract. However, we may face penalties if we fail to meet specified service performance criteria such as trip efficiency, punctuality, and bus age. Please refer to Section 7.6.1 of this Prospectus for more details. Our penalties arising from failure to meet specified service performance criteria was 4.0% (RM1.4 million), 3.3% (RM1.9 million), 3.4% (RM1.9 million) of our revenue from contracted intracity bus services for the FYE 2023, FYE 2024 and FPE 2025 respectively. There was no penalty incurred arising from failure to meet specified service performance criteria for the FYE 2022. There is no assurance that we will consistently meet the service level requirements in the future.

Therefore, there is no assurance that we will receive the full contract value or any unbilled portion by the LPD. If we fail to promptly secure new contracts to offset these reductions, it could impact our long-term sustainability, business growth, and future financial performance.

9.1.4 Our JB-SG cross-border bus services may face risk associated with the introduction of the Rapid Transit System Link (RTS Link)

The introduction and operation of the Rapid Transit System Link (RTS Link) could pose risks to our JB-SG cross-border bus services as riders may prefer to use the RTS Link instead of our bus services. This may lead to a decrease in demand for our JB-SG cross-border bus services, adversely impacting our business operations and financial performance.

For the FYE 2022, FYE 2023, FYE 2024 and FPE 2025, revenue from our JB-SG cross-border bus services accounted for 12.8% (RM4.0 million), 53.1% (RM63.5 million), 58.8% (RM122.2 million), and 59.8% (RM122.2 million) of our total revenue respectively, while the ridership was approximately 71,000 (FYE 2022), 5.9 million (FYE 2023), 15.7 million (FYE 2024) and 15.9 million (FPE 2025) passengers respectively.

9. RISK FACTORS (Cont'd)

The RTS Link is a cross-border rail project aimed at significantly enhancing connectivity between Malaysia and Singapore. Scheduled for operation by the end of 2026 or early 2027, the RTS Link will feature two stations: one at Bukit Chagar, adjacent to Johor Bahru Sentral, and the other at Woodlands North in Singapore, integrated with the Thomson-East Coast MRT Line. Upon completion by 2026, it will have the capacity to transport 10,000 passengers per hour in each direction. This project is expected to catalyse regional economic growth by offering an alternative land transportation route through the causeway between JB and SG (*Source: IMR Report*). The RTS Link offers an alternative which may affect demand for our JB-SG cross-border bus services.

A key differentiation is that the RTS Link offers point-to-point transportation, while our JB-SG cross-border bus services are multipoint-to-multipoint, having two pick-up and drop-off points in JB, and six pick-up and drop-off points in Singapore.

There is no assurance that the RTS Link, once operational, will not lead to a loss of ridership for our JB-SG cross-border services, which could negatively impact our business operations and financial performance.

9.1.5 We face risks relating to labour shortages including drivers for our day-to-day bus operations

We are dependent on our bus drivers for our day-to-day bus service operations. As at the LPD we have a pool of 1,123 drivers, comprising 1,014 fully licensed drivers and 109 trainee drivers. This group represents 65.9% of our total workforce count. All our bus drivers are required to hold valid Class E licences in Malaysia and those bus drivers who drive in Singapore must hold vocational licences in Singapore, unless otherwise exempted.

From time to time, we face shortages of bus drivers due to various factors including:

- the initial high entry costs for drivers to obtain vocational licences in Malaysia, involving theoretical and practical training, as well as passing medical and driving examinations;
- preference of drivers to work in Singapore where higher remuneration packages and a stronger currency are offered compared to Malaysia; and
- challenges associated with the job such as navigating traffic congestions, maintaining alertness while driving, and enduring long hours on the road.

To address these challenges, we have implemented driver enhancement and training programmes, along with financial assistance to cover the cost of obtaining or renewing necessary bus driver licenses. However, any shortfall and our inability to swiftly replace or recruit new drivers could adversely impact our business operations and financial performance. Non-compliance with our bus service contracts due to driver shortages may also lead to penalties. Moreover, these shortages could hinder our ability to effectively and promptly execute expansion plans, potentially impacting our future business growth and financial outlook.

Under Singapore's Road Traffic (Vocational Licence for Bus Conductors and Drivers – Exemption) Order 2017, which came into operation on 20 June 2017, the drivers of our Company's JB-SG cross-border bus services and KL-SG and Melaka-SG intercity express bus services are exempted from the requirement to obtain vocational licenses in Singapore so long as such drivers hold a license under the laws of Malaysia that is equivalent to such vocational license. There is no assurance that this exemption will not be retracted or amended, or that our Company's drivers will always qualify for this exemption. Should the exemption cease to apply to our Company's drivers, our Company will face an increase in compliance costs which may adversely impact its financial performance.

9. RISK FACTORS (Cont'd)

In addition to drivers who are crucial for our day-to-day bus operations, we are dependent on technicians at our workshop in Johor Bahru to carry out the repair and maintenance services which is primarily to support our bus service operations. As at the LPD, we have a total of 138 workers including technicians and general workers to carry out the repair and maintenance and related works at our workshop of which, 42 are local workers and 96 are foreign workers.

We may experience labour shortages from time to time due to various factors including higher salaries offered by companies in Singapore, and shortage of skilled technicians in the domestic market, changes in government policies relating to the supply of foreign labour all of which are beyond our control.

For the Financial Years/Period Under Review and up to the LPD, we have not experienced significant labour shortages including drivers which have materially affected our business operations. In the event of any inability to hire new or replacement employees in a timely manner, our business operations and financial performance may be adversely affected.

9.1.6 Our profitability may be affected by unforeseen circumstances, as our ticket prices, which are subject to authority approval, and fixed fee from long-term contracts, may prove inadequate

Our mode of operations regarding sources of revenue comprises the following:

Sources of revenue for the provision of bus services	Approved ticket price	Fixed-minimum payment long-term ⁽¹⁾ contracts	Short-term ⁽²⁾ contracts/ purchase orders
Ticket sales for JB-SG cross-border bus services	√		
Ticket sales for other intracity bus services in Johor (non-contracted)	√		
Ticket sales for intercity bus services	√		
Government contracted intracity bus services		√	
Chartered bus services to corporations		√	√

Notes:

(1) Refers to contracts of 1 year or more.

(2) Refers to contracts or purchase orders of less than 1 year.

Our main sources of revenue for the provision of bus services include ticket sales where fares require approvals from authorities, and contracted services based on long-term contracts and fixed fee for services rendered. A proportion of our revenue is from contracts or purchase orders that are short term of less than 1 year.

For the FYE 2023, FYE 2024 and FPE 2025, ticket sales represented our highest revenue contribution segment. Our ticket prices are fixed and approved by APAD for cross-border, intracity and intercity routes in Malaysia, and by way of notification to LTA for the JB-SG cross-border routes. For the FYE 2023, FYE 2024 and FPE 2025, our long-term contracted services represented between 29.4% and 33.3% of our total revenue. Our long-term contracted services are based on fixed fee for services rendered for periods between 1 to 7 years.

Our collections from sales of bus tickets and fixed fee for our contracted services will need to cover all our capital-related expenses such as depreciation, and all operating expenses such as fuel, electricity, consumables, repair and maintenance, insurance, labour and others, and also provide us with profits.

9. RISK FACTORS (Cont'd)

There are risks that the approved ticket prices may not be adequate for us to be commercially profitable, maximise our profits, pass on unforeseen increases in operational costs to riders, or drop in ridership due to unforeseen events such as the COVID-19 pandemic.

There is also a risk that when we are tendering for long-term contracts from various government bodies and corporations, we may not have adequately accounted for all capital-related and operating costs, cost increases or other unforeseen circumstances for the duration of the contracts. During the performance of our contracts, we are subjected to penalties or otherwise incur costs for failure to comply with certain terms of our contracts. For the FYE 2023, FYE 2024 and FPE 2025, we incurred penalties of RM1.4 million, RM1.9 million and RM1.9 million respectively. There was no penalty incurred arising from failure to meet specified service performance criteria for the FYE 2022.

While we may request increases in ticket prices or increases in fixed fee, there is no assurance that the relevant government authorities or corporations will grant our requests in full, part or at all, which may adversely affect our profitability as well as our financial conditions and results of operations. For the Financial Years/Period Under Review and up to the LPD, we have not requested for increases in ticket prices or fixed fee.

9.1.7 We may be negatively affected by accidents and other operational incidents

As a bus service provider, we face risks related to operational incidents, such as accidents causing property damage, injuries, or loss of life. These incidents which may or may not be attributable to our drivers, could lead to negative publicity, erode public confidence, and reduce demand for our services, thereby hindering our ability to secure and retain contracts.

Furthermore, such operational incidents expose us to financial risks arising from legal proceedings and potential suspension of operations. Additionally, as a provider of cross-border and local bus services to the general public, misconduct or criminal behaviour by our employees may harm our reputation. We have engaged consultants to review the robustness of our Group's internal controls to minimise the risk of operational incidents. Nevertheless, any material operational incidents could materially impact our financial condition and operational results. For the Financial Years/Period Under Review and up to the LPD, we have not experienced operational incidents which have materially affected our business operations.

9.1.8 We may be exposed to increase in operating costs arising from movements in fuel prices and electricity costs

As at the LPD, we operate 683 buses of which 630 of them are ICE buses and 53 are electric buses. For our bus service operations, we are eligible for subsidised diesel under the subsidised diesel control system (SKDS) 1.0 scheme for land public transport to purchase diesel at a subsidised rate. Under the SKDS, effective 10 June 2024, the government has set the retail price of diesel fuel at RM3.35 per litre, which may be revised from time to time, to align with market rates. SKDS aims to regulate and manage the distribution of subsidised diesel fuel. Land public bus transportation, including stage (intracity) buses, express (intercity) buses, school buses, and feeder buses, continues to benefit from subsidised diesel priced at RM1.88 per litre under SKDS1.0 (Source: IMR Report).

For the Financial Years/Period Under Review, fuel costs were the major cost of our operations, which accounted for 59.4%, 42.9%, 39.7%, and 43.4% of our total purchases for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. In this respect, our business is subject to risks arising from changes in government policy relating to removing or reducing subsidies for fuel prices for public land transportation. If we are unable to pass on any increases in fuel prices to customers either through increased ticket prices or increases in fixed fees, this would adversely affect our financial performance and results of operations.

9. RISK FACTORS (Cont'd)

Furthermore, we also operate electric buses where we have 20 charging stations at our depot and workshop in Johor Bahru as at the LPD. We also planned to expand our EV facilities to cater to our planned electric bus fleet expansion. As such, there is a risk that we may not be able to recover any increases in electricity costs which may affect our financial performance in the future.

9.1.9 We may be exposed to foreign exchange risks relating to unfavourable fluctuations in foreign exchange especially against the Singapore Dollar

We are exposed to foreign currency fluctuations mainly SGD arising from our cross-border bus services where the ticket sales from Singapore are transacted in SGD. In addition, we also operate a ticket counter on a rental basis in Singapore. Any unfavourable movement in exchange rates between RM and SGD would harm our financial performance.

For the Financial Years/Period Under Review, our revenue in SGD was 9.0%, 41.0%, 49.0%, and 50.4% of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively, while our purchases of materials and services transacted in other foreign currencies mainly SGD, accounted for 0.2%, 0.9%, 1.0% and 1.0% of our total purchases of materials and services for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

We maintain bank accounts in foreign currencies mainly SGD for working capital purposes. To a certain extent, this provides a natural hedge against fluctuations in foreign exchange and reduces our exposure to foreign exchange risk. As at the LPD, we have foreign currency forward hedging facility amounting to RM17.0 million which have yet to be utilised.

9.1.10 We face financial risks relating to liquidity and interest rates, which could lead to financial distress if we fail to meet our obligations

We are exposed to certain financial risks relating to the following:

Increasing outstanding bank borrowings and interest rate

- Our outstanding bank borrowings increased from RM57.7 million as at 31 January 2022 to RM86.8 million as at 31 January 2023, and RM100.9 million as at 31 January 2024 and RM151.8 million as at 31 October 2024. The bank borrowings were primarily used for expanding our bus fleets for the newly contracted intracity bus services in Johor Bahru and Malacca, as well as working capital purposes. Our gearing ratio was above 1.0 times for the Financial Years/Period Under Review, which were recorded at 1.6 times, 1.5 times, 1.4 times and 1.2 times as at 31 January 2022, 31 January 2023, 31 January 2024 and 31 October 2024 respectively.

As at 31 October 2024, our total bank borrowings owing to financial institutions was RM151.8 million, of which all were interest bearing, where RM109.3 million are based on floating interest rates and the remaining RM42.5 million are based on fixed rates. Our finance costs increased by 80.5% to RM3.0 million in FYE 2023 (FYE 2022: RM1.7 million), and further increased by 56.7% to RM4.7 million in FYE 2024 due to higher utilisation of bank borrowings for capital expenditures and working capital purposes.

Part of our strategies is to expand our operational facilities including bus fleets, depot-related facilities, and digital infrastructure, which will be funded using a combination of IPO proceeds, internally generated funds and/or bank borrowings. In this respect, this may increase our gearing ratio in future as and when the borrowings are drawn down.

There is no assurance that we will not take on more loans in future. If we fail or encounter difficulties in meeting our financial obligations when they fall due, this will result in financial distress condition which will affect our operations and financial performance. For the Financial Years/Period Under Review, we have not defaulted on any payments of either principal and/or interests in relation to our bank borrowings.

9. RISK FACTORS (Cont'd)

Liquidity in working capital and cash flow

- We experienced net current liabilities position for the Financial Years Under Review at RM43.6 million (as at 31 January 2022), RM31.4 million (as at 31 January 2023) and RM51.9 million (as at 31 January 2024). This was mainly attributed to the expansion of our bus fleets and related facilities during the Financial Years Under Review where we have been using bank borrowings mainly short-term borrowings to fund our expansion. In addition, this was also partly attributed to low trade receivables as at 31 January 2022 as our business was affected by the COVID-19 condition that affected our cross-border bus services. Subsequent to FYE 2024, this has been rectified as we have drawn down a new long-term facility to refinance the existing revolving credit facilities, followed by a capital injection pursuant to the Subscription of New Shares completed on 23 July 2024.

Nonetheless, there can be no assurance that we would not experience liquidity conditions which may affect our results of operations and financial performance.

- For the FYE 2022, we recorded a negative operating cash flow of RM1.6 million which was attributed to the loss from operations as our business was affected by various containment measures including restricted movement and border closures in Malaysia which negatively impacted our ticket sales from the cross-border bus services. Our operating cash flow position improved to RM35.7 million in FYE 2023 and RM73.3 million in FYE 2024 upon the relaxation of containment measures as well as the commencement of the operations of MyBas bus services in Johor Bahru and its surrounding areas in March 2022 (during the FYE 2023).

Impairment loss on trade and other receivables

- We are exposed to certain financial risks arising from impairment loss on trade and other receivables concerning customers' failure to pay their outstanding invoices which may affect our financial condition and performance. We have in place a credit control policy to closely monitor our ageing report and regularly access the collectability of the trade receivables for customers. Nonetheless, there can be no assurance that we will be able to receive the full payment of our outstanding invoices. In the FYE 2022, an impairment loss was recorded on other receivables owing by Manja Technologies Pte Ltd and Hugo Mobility Pte Ltd to our Group amounting to RM22.5 million. Please refer to Section 10.1.3(i) of this Prospectus for further details on the impairment loss of other receivables.

Availability of funding for capital expenditure to maintain the safety, reliability and efficiency of our services and for future expansion

- Furthermore, our business is exposed to high investment and operating costs to maintain our fixed assets such as bus fleets, depots and related facilities including digital infrastructure to support our network of bus routes as well as to fulfil government-contracted services.

For instance, we were required to have 164 buses to provide intracity bus services in the Klang Valley. As at 31 October 2024, we have invested RM270.3 million in our operational facilities including buses, depot facilities and digital infrastructure. Moving forward, part of our strategies and plans are to increase our investment in our operational facilities including expanding our bus fleet, depot facilities and digital infrastructure to cater for our geographical network expansion.

9. RISK FACTORS (Cont'd)

In the event we fail to obtain the necessary funding for capital expenditure and expenses to maintain the reliability and efficiency of our bus services or limitation in funds to execute our strategies and plans, this would negatively affect our business and results of operations as well as expected financial prospects.

Notwithstanding the above, there can be no assurance that we would not experience liquidity conditions which may affect our results of operations and financial performance, or our ability to access funds for capital expenditure to maintain the reliability and efficiency of our bus services.

9.1.11 Our business operations performance may be affected by virulent diseases, epidemics or pandemics

The spread or outbreak of COVID-19 or any other contagious or virulent diseases may potentially affect our business operations. Our business operations were affected due to various COVID-19 pandemic containment measures including the restrictive movement control and border closure between 2020 and 2021. This was reflected in the low revenue contribution of RM31.5 million and GL of RM4.7 million for the FYE 2022 and this also affected our operating cash flow position where we recorded a negative operating cash flow of RM1.6 million in FYE 2022. This was mainly due to our operation being affected by the border closure between Malaysia and Singapore arising from the impact of the COVID-19 pandemic.

Following the relaxation of containment measures, revenue contribution from our scheduled bus service operations improved. This was reflected in our revenue growth which increased by 280.2% to RM119.6 million in FYE 2023 (FYE 2022: RM31.5 million) and continued to grow by 73.6% to RM207.7 million in FYE 2024 (FYE 2023: RM119.6 million). Our operating cash flow position improved to RM35.7 million in FYE 2023 and RM73.3 million in FYE 2024.

Notwithstanding the above, there is no assurance that similar future virulent outbreaks, epidemics or pandemics with containment and restrictive measures such as movement control orders would not adversely affect our business operations, results of operations and financial performance.

9.1.12 Our growth prospects may be limited if we are unable to effectively execute some of our business strategies and plans effectively

Our business strategies and plans are focused on leveraging our key strengths and capitalising on our core competencies in the operation of cross-border and local bus services. Part of our strategies and plans is to expand our operational facilities progressively to cater for business growth and expansion. Please refer to Section 7.5 of this Prospectus for further details on our business strategies and plans.

There can be no assurance that we will be successful in executing our business strategies and plans nor can we provide the assurance that we will be able to anticipate all the business and operational risks arising from our business strategies and plans. Some of the factors that may affect the timing of executing our business strategies and plans include, among others, the ability to secure sufficient funding and/or bank borrowings, limitations in human resources especially bus drivers, regulatory changes and other unanticipated delays. These factors are often beyond our control and may impact our operational capabilities.

For instance, securing sufficient funding and/or bank borrowings is subject to market conditions which can fluctuate unpredictably. Economic downturns or shifts in financial markets may hinder our ability to raise capital, thereby delaying our business strategies and plans. The shortages of labour including drivers could hinder our ability to effectively and promptly execute expansion plans. Regulatory changes can impose additional compliance costs and operational constraints, forcing us to adapt our business strategies and plans.

9. RISK FACTORS (Cont'd)

In the event of any delays or failures in executing our business strategies and plans effectively, our future business growth or expected financial prospects or returns may be adversely affected.

9.1.13 We may not be able to sustain our growth rate and financial performance of our business in future

Our revenue grew from RM31.5 million in FYE 2022 to RM207.7 million in FYE 2024, representing a CAGR of 156.9%. Our profitability improved significantly from LAT of RM32.0 million to PAT of RM19.5 million in FYE 2023 and RM33.2 million in FYE 2024. Our high revenue and PAT growth were mainly attributed to the low financial performance for the FYE 2022 arising from the impact of the COVID-19 pandemic.

Hence, the ability to achieve high growth of financial performance is subject to operating environment and conditions, as well as the ability to anticipate and manage risks and uncertainties.

Notwithstanding the above, there is no assurance that we will be able to achieve a similar growth rate and financial performance in future due to internal and/or external factors such as any adverse changes in economic and social conditions and/or regulatory conditions and policies, and competition as well as any delays or failures in executing our business strategies and plans effectively.

9.1.14 Our operations may be exposed to risks relating to the stability, security and availability of ICT systems and facilities

We rely on ICT in various aspects of our business in the provision of cross-border and local bus services. Our ICT systems and facilities are used for the following operations:

- OCC to provide the following key functions and features:
 - . real-time tracking and monitoring of our fleet of buses using GPS;
 - . traffic monitoring involving tracking real-time traffic conditions;
 - . real-time updates of bus arrival and departure information;
 - . incident management system to identify events and issue alerts;
 - . two-way communications with our bus drivers;
 - . electric bus monitoring system; and
 - . data integration platform to collect data and perform data analytics;
- ticketing system including online and counter ticketing;
- payment system including “tap-and-go” and “tap-on-tap-off” contactless system;
- online facilities including our website and mobile application, LUGO; and
- buses equipped with onboard ICT systems.

Please refer to Section 7.13 of this Prospectus for more information on our ICT systems and facilities.

9. RISK FACTORS (Cont'd)

Revenue contribution from scheduled and chartered bus services accounted for 93.3%, 97.4%, 98.3% and 99.2% of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. Potential disruptions to our ICT systems and facilities include, among others, the following:

- failures in systems, including hardware, software, network and communications;
- power outages;
- natural disasters such as fire, floods and lightning strikes;
- accidents involving property and equipment;
- security breaches such as computer viruses, malware, distributed denial-of-service, spam, espionage, information theft, and unauthorised intrusions;
- unauthorised access to restricted information by our employees; and
- human errors.

Any material failure or disruption to our ICT systems, even for brief periods, could significantly impact our business operations, financial performance, and reputation. Moreover, such incidents may expose us to legal actions or other liabilities that could further harm our business operations and financial performance.

For the Financial Years/Period Under Review and up to the LPD, there has been no occurrence of any material ICT failures, disruptions or security breaches.

9.1.15 We face risks such as theft, robbery and vandalism

Our operations are exposed to risks involving theft, robbery, and vandalism, which include:

- fare evasion or internal fare theft by employees and passengers, leading to revenue loss;
- robbery incidents onboard affecting passengers and drivers, posing safety risks and financial losses; and
- vandalism that damages buses, resulting in increased repair costs and operational downtime.

Occurrences of these incidents could impact our business and financial performance. To address these risks, we have implemented various operational procedures and measures aimed at enhancing safety and security for both passengers and employees. These measures include:

- implementation of "tap-and-go" and "tap-on-tap-off" contactless ticketing systems and an online ticketing platform to minimise cash handling and enhance fare collection security and transparency;
- installation of close circuit television (CCTV) cameras in buses and ticketing booths to monitor and deter theft and vandalism; and
- onboard emergency communication systems enabling drivers to quickly contact authorities in case of robbery.

9. RISK FACTORS (Cont'd)

Additionally, we carry insurance to cover theft and robbery related to our bus service operations. However, the adequacy of our insurance coverage to compensate for all losses cannot be guaranteed. Multiple insurance claims may also lead to increased premiums, impacting our financial performance.

For the Financial Years/Period Under Review and up to the LPD, we have not experienced theft, robbery, or vandalism incidents which have materially affected our bus service operations.

9.1.16 There is no assurance that our insurance coverage will be sufficient, and we are exposed to public liability risks related to bus service operations

We maintain general insurance policies that are relevant to our business operations, covering our assets, employees, and business operations with specified policy terms and insured amounts we consider reasonable. As at the LPD, our insurance coverage includes fire and consequential losses as well as public liability.

Should claims exceed the coverage provided by our general insurance policies, we may be liable for the shortfall, potentially impacting us financially. Additionally, frequent or large insurance claims could lead to higher premiums, adversely affecting our financial performance. For the Financial Years/Period Under Review and up to the LPD, no material claims have exceeded the limits of our general insurance policies. While we have taken steps to adequately insure our assets, employees, and operations, there is no guarantee that our insurance will fully cover replacement costs, employee or public claims, or consequential losses.

As our Group is engaged in the bus transportation business, we inherently carry the risk of accidents occurring during operations. This includes exposure to the public liability risks arising from our services, vehicles, and premises. This includes potential legal actions stemming from factors such as driver negligence during passenger transport or vehicle conditions causing accidents that harm passengers. Normal accidents, which typically involve minor injuries or property damage, may still result in insurance claims and legal actions. During the Financial Years/Period Under Review, insurance claims arising from such incidents amounted to approximately RM12,000, RM159,000 and RM97,000 for the FYE 2023, FYE 2024 and FPE 2025 respectively, which accounted for 0.1%, 0.5% and 0.3% of our PAT for the FYE 2023, FYE 2024 and FPE 2025 respectively. In addition to normal accidents, the Group may also face claims related to more severe incidents, such as fatal accidents. For example, in November 2024, a claim was initiated against our Group related to a fatal accident arising from a collision between one of our buses and a motorcyclist, and the case is scheduled for hearing in May 2025. However, we are insured against such liabilities and claims arising from accidents, and in line with the terms of our insurance policies, our insurers will handle and resolve such claims. We do not expect such accidents and related claims (including the aforementioned unfortunate fatal accident) to have a material and adverse impact on our Group, as our insurance policies provide coverage for death and bodily injury, as well as property damage.

Furthermore, from time to time, we may face various legal and other disputes arising from our business operations. Resolving these disputes can be costly and time-consuming. The uncertainties of dispute resolution processes mean we cannot guarantee favourable outcomes. Adverse resolutions could harm our market reputation, erode consumer trust in our services, and affect our financial performance negatively. We cannot assure that such incidents will not occur in the future or that they will not significantly impact our reputation, business operations, and financial performance. Additionally, there is no assurance that insurance compensation will suffice to cover all potential claims. Furthermore, claims may result in increased insurance premiums, further affecting our financial performance.

9.1.17 Our business and financial performance may be adversely affected by the failure or non-performance of our subcontracted bus operators

9. RISK FACTORS (Cont'd)

We engage external bus operators to provide passenger transportation services primarily for intracity bus services according to our predefined requirements and routes. Subcontracted bus services costs represented 14.7%, 17.5%, and 17.5% of our total purchases for the FYE 2023, FYE 2024, and FPE 2025 respectively.

As such, we are exposed to risks associated with the potential non-performance or inadequate performance of our subcontracted service providers, including bus operators. Failure to meet minimum service levels may result in penalties imposed by our customers, negatively impacting our business, reputation, and financial results.

We actively pursue compensation from subcontracted service providers for any performance failures outlined in our contracts. However, if we are unable to recover the full amount or any compensation at all, it may necessitate us bearing some or all of the associated costs, potentially impacting our profitability and financial performance. Moreover, underperformance by subcontracted providers could also harm our reputation with customers.

For the Financial Years/Period Under Review and up to the LPD, we have not encountered material customer claims related to services provided by subcontracted bus operators. Nevertheless, we cannot guarantee that we will not face claims from customers in the future due to poor performance or non-performance by our subcontracted service providers.

9.1.18 We are dependent on our Executive Director and Key Senior Management as well as our ability to retain them or attract competent and experienced personnel for our business operations, continued success and future growth

Our business operations are dependent on the experience, knowledge and skills of our Executive Director and Key Senior Management of operations. Our Executive Director cum Chief Executive Officer, Lim Chern Chuen has contributed to the growth and development of our Group. He is supported by our Chief Marketing Officer, Lim Chern Fang and Key Senior Management who have relevant experience ranging between 14 years and 45 years in their respective fields.

The loss of services of any one or more of our Executive Director cum Chief Executive Officer, Chief Marketing Officer or Key Senior Management without any suitable and timely replacement may adversely affect our business operations and financial performance.

9.2 RISKS RELATING TO OUR INDUSTRY

9.2.1 We face competition from other bus service providers and other modes of transport

Passenger bus service operators face competition from both existing players and new entrants in the industry, all vying to offer similar transportation services. Barriers to entry in this sector include:

- government-regulated business registration through APAD under the Land Public Transport Act 2010; and
- service quality, reputation, and financial stability, including funding for bus procurement.

According to the IMR Report, the number of active vehicle permits for buses decreased by 0.6% to 48,101 permits in 2023. As at the LPD, we hold valid vehicle permits for our bus service operation. Competition also arises from alternative modes of transportation, such as private cars and other forms of public transport such as rail, taxis, and e-hailing services. Additionally, competitive bidding for contracted services may result in us losing tenders. To retain existing and to secure new contracts, we may need to lower prices to match our competitors.

9. RISK FACTORS *(Cont'd)*

If we fail to sustain competitiveness or build on our strengths effectively, our prospects and financial performance could be adversely affected.

9.2.2 We are subject to economic, social, political and regulatory risks in the countries which we operate including Malaysia and Singapore

Our business is vulnerable to adverse changes in the economic, social, political and regulatory conditions in Malaysia and Singapore that could negatively impact our business operations and financial performance. These changes may include:

- changes in domestic and global political landscapes, geopolitical events, expropriation or nationalisation, deterioration of international bilateral relationships, trade sanctions, boycotts, terrorism, riots and conflicts;
- changes in domestic fiscal and monetary policies affecting interest rates, foreign investments, taxation methods, and consumer disposable income;
- emergence of new epidemics or pandemics;
- changes in consumer trends and behaviour;
- changes in social conditions such as inflation, unemployment rate and minimum wage; and
- other factors such as foreign worker levies, unemployment trends, inflation and other issues influencing consumer and business confidence and spending.

As such, there can be no assurance that any adverse economic, social, political and regulatory developments which are beyond our control, will not materially affect our business operations and financial performance.

9.3 RISKS RELATING TO OUR SHARES AND OUR LISTING

9.3.1 The offering of our Shares may not result in an active and liquid market for our Shares

There can be no assurance as to the liquidity of the market that may develop for our Shares, the ability of shareholders to sell our Shares or the prices at which shareholders would be able to sell our Shares. Neither we nor our Promoter have an obligation to make a market for our Shares or, if such a market does develop, to sustain it. In addition, there can be no assurance that the trading price of our Shares will reflect our operations and financial condition, our growth prospects or the growth prospects of the industry in which we operate.

9.3.2 Our Share price and trading volume may be volatile

The market price of our Shares could be affected by numerous factors, some of which may not be within our control and may be unrelated or disproportionate to our financial results, including the following:

- General market, political and economic conditions;
- Trading liquidity of our Shares;
- Differences in our actual financial and operating results and those expected by investors and analysts;
- Changes in earnings estimates, projections and recommendations by financial analysts;

9. RISK FACTORS (Cont'd)

- Changes in market valuations of listed shares in general or shares of companies comparable to ours;
- Perceived prospects of our business and the industry in which we operate;
- Adverse media reports regarding us or our shareholders;
- Changes in government policy, legislation or regulation; and
- General operational and business risks.

In addition, many of the risks described in this Section could materially and adversely affect the market price of our Shares. Accordingly, there can be no assurance that our Shares will not trade at prices lower than the IPO Price.

Over the past few years, the Malaysia, regional and global equity markets have experienced significant price and volume volatility that has affected the share prices of many companies. Share prices of many companies have experienced wide fluctuations that were not always related to the operating performance of such companies, including fluctuations as a result of developments in other markets. There can be no assurance that the price and trading of our Shares will not be subject to fluctuations.

9.3.3 The sale, or the possible sale, of a substantial number of our Shares in the public market following our Listing could adversely affect the price of our Shares

Following our Listing, we will have in issue 500,000,000 Shares, of which up to 130,000,000 Shares, representing up to 26.00% of our enlarged issued Shares, will be held by investors participating in our IPO, and not less than 60.23% will be held by our Promoter via his direct and indirect interests in our Company. Save for the restrictions pursuant to the moratorium as set out in Section 2.2 of this Prospectus, our Shares sold in our IPO will be tradeable on the Main Market of Bursa Securities without restriction following our Listing.

In addition, our Promoter and other shareholders could dispose of some or all of our Shares that they hold after the moratorium period pursuant to their own investment objectives. If our shareholders sell, or are perceived as intending to sell, a substantial amount of our Shares that they hold, the market price for our Shares could be adversely affected.

9.3.4 There may be a delay in, or termination of, our Listing

The occurrence of certain events, including the following, may cause a delay in, or termination of, our Listing:

- The Sole Underwriter's exercise of their rights under the Retail Underwriting Agreement, or the Sole Placement Agent's exercise of their rights under the Placement Agreement, to discharge themselves of their obligations under such agreements;
- Our inability to meet the minimum public shareholding spread requirement of having at least 25.00% of the total number of our Shares for which our Listing is sought being in the hands of at least 1,000 public shareholders holding at least 100 Shares each at the point of our Listing. Please refer to Section 4.2.7 of this Prospectus for details; or
- The revocation of the approvals from the relevant authorities for our Listing for whatever reason.

Where prior to the issuance and allotment or transfer of our IPO Shares:

9. RISK FACTORS (Cont'd)

- the SC issues a stop order under Section 245(1) of the CMSA, the applications shall be deemed to be withdrawn and cancelled and we shall repay all monies paid in respect of the applications for our IPO Shares within 14 days of the stop order, failing which we shall be liable to return such monies with interest at the rate of 10.00% per annum or at such other rate as may be specified by the SC pursuant to Section 245(7)(a) of the CMSA; or
- our Listing is aborted other than pursuant to a stop order by the SC under Section 245(7)(a) of the CMSA, investors will not receive any IPO Shares, and all monies paid in respect of all applications for our IPO Shares will be refunded free of interest.

Where subsequent to the issuance and allotment of our IPO Shares and the proceeds from our Public Issue form part of our share capital:

- the SC issues a stop order under Section 245(1) of the CMSA, the issue of our Issue Shares shall be deemed to be void and all monies received from the applicants shall be forthwith repaid and if any such money is not repaid within 14 days of the date of service of the stop order, we shall be liable to return such monies with interest at the rate of 10.0% per annum or at such other rate as may be specified by the SC pursuant to Section 245(7)(b) of the CMSA; or
- our Listing is aborted other than pursuant to a stop order by the SC, a return of monies to our shareholders could only be achieved by way of a cancellation of our share capital as provided under the Act and its related rules. Such cancellation can be implemented by the sanction of our shareholders by special resolution in a general meeting and supported by either (a) consent by our creditors (unless dispensation with such consent has been granted by the High Court of Malaya) and the confirmation of the High Court of Malaya, in which case there can be no assurance that such monies can be returned within a short period of time or at all under such circumstances, or (b) a solvency statement from the Directors.

9.3.5 Our ability to pay dividends in the future will depend upon our retained earnings, financial condition, cash flows, working capital requirements and covenants under our financing documents, and we may be affected by our payment of dividends

Our Company is a holding company and substantially all of our operations are conducted through our subsidiary. Accordingly, dividends and other distributions received from our subsidiary are our Company's principal source of income. Our Company and its subsidiary may incur expenses or liabilities that would reduce or eliminate the cash or profit available for the distribution of dividends.

Dividend payments are not guaranteed and our Board may decide, in its sole and absolute discretion, at any time and for any reason, not to pay dividends.

Our ability to do so will depend on our future financial performance which, in turn, depends on the successful implementation of our future plans and strategies and on financial, competitive, regulatory and other factors. Further, if our Group incurs new borrowings subsequent to our Listing, we may be subject to additional covenants restricting our ability to pay dividends and we may incur expenses or liabilities that would reduce or eliminate the cash or profit available for the distribution of dividends. The payment of our dividends and the receipt of dividends from our subsidiary may also be affected by the passing of new laws, adoption of new regulations, changes in accounting standards and other events outside our control.

9. RISK FACTORS (Cont'd)

Further, our payment of dividends may adversely affect our ability to fund unexpected capital expenditure as well as our ability to make interest and principal repayments on any borrowings that we may have outstanding at the time. As a result, we may be required to borrow additional money or raise capital by issuing equity securities, which may not be on favourable terms or available at all. Please refer to Section 12.5 of this Prospectus for further details of our dividend policy.

9.3.6 This Prospectus contains forward-looking statements which may not be accurate

This Prospectus contains forward-looking statements. All statements, other than statements of historical facts, included in this Prospectus, including without limitation to those regarding our financial position, business strategies, plans and objectives for future operations, are forward-looking statements. Such forward-looking statements are made based on assumptions that we believe to be reasonable as at the date of this Prospectus. Forward looking statements can be identified by the use of forward-looking terminologies, such as the words “may”, “will”, “would”, “could”, “believe”, “expect”, “anticipate”, “intend”, “estimate” “aim”, “plan”, “forecast” or similar expressions, and include all statements that are not historical facts. Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause our actual results, performance or achievements, or industry results, to be materially different from any future results, performance, achievements, or industry results expressed or implied by such forward-looking statements.

Such forward-looking statements are based on numerous assumptions regarding our present and future business strategies and the environment in which we will operate in the future. Such factors include, among others, general economic and business conditions, competition, the impact of new laws and regulations affecting our industry and government initiatives.

10. RELATED PARTY TRANSACTIONS

10.1 OUR GROUP'S RELATED PARTY TRANSACTIONS

10.1.1 Material related party transactions

Save for the Preliminary Restructuring and as disclosed below, there are no other material related party transactions entered by our Group which involves the interest, direct or indirect, of our Directors, major shareholders and/or persons connected to them for the Financial Years/Period Under Review and up to the LPD:

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value					From 1 November 2024 up to the LPD (RM'000)
				FYE 2022 (RM'000)	FYE 2023 (RM'000)	FYE 2024 (RM'000)	FPE 2025 (RM'000)		
1.	Handal Indah and Liannex Corporation Sdn Bhd ("Liannex Corporation")	Interested Director • Bah Kim Lian Interested major shareholder: • Lim Han Weng See Note (1) for further details of the relationship with our Director, major shareholder and/or persons connected to them	- Purchase of buses by our Group - Rental received by our Group for office and workshop spaces See Note (8) for details of the tenancy	-	816 (0.4% of our total assets)	30,215 (13.1% of our total assets)	13,396 (4.0% of our total assets)		12,480 (3.5% of our total assets*)
				30 (N/A#)	30 (0.2% of our PAT)	30 (0.1% of our PAT)	-		-
2.	Handal Indah and Acacia Motor Services Sdn Bhd ("Acacia Motor")	Interested Director • Bah Kim Lian Interested major shareholder: • Lim Han Weng See Note (2) for further details of the relationship with our Director, major shareholder and/or persons connected to them	- Disposal of PPE by our Group - Bus assembly services provided by Acacia Motor - Purchase of spare parts by our Group	-	-	-	422 (0.1% of our total assets)		-
				-	-	-	3,000 (2.0% of our direct operating costs)		-
				-	-	66 (Negligible)	249 (0.2% of our direct operating costs)		-

10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value				From 1 November 2024 up to the LPD (RM'000)
				FYE 2022 (RM'000)	FYE 2023 (RM'000)	FYE 2024 (RM'000)	FPE 2025 (RM'000)	
3.	Handal Indah and Handal Ceria Sdn Bhd ("Handal Ceria")	Interested Director	Purchase of buses and ticketing machines by our Group	-	1,934 (1.0% of our total assets)	-	18,551 (5.6% of our total assets)	-
		Bah Kim Lian						
		Interested major shareholder:	See Note (3)(b) for the details of the transaction					
		Lim Han Weng						
		Interested past director and major shareholder:	Disposal of PPE by our Group	-	-	-	20 (Negligible)	-
		Mat Sin Bin Bidin						
		See Note (3)(a) for further details of the relationship with our Director, major shareholder and/or persons connected to them	Sale of spare parts by our Group	202 (0.6% of our revenue)	216 (0.2% of our revenue)	177 (0.1% of our revenue)	25 (Negligible)	-
			Bus rental and bus maintenance services provided by our Group	1,667 (5.3% of our revenue)	1,613 (1.3% of our revenue)	1,507 (0.7% of our revenue)	352 (0.2% of our revenue)	-
			See Note (3)(c) for the details of the transaction					
			Subcontracted bus services and bus rental provided by Handal Ceria	472 (1.3% of our direct operating costs)	3,060 (3.5% of our direct operating costs)	3,600 (2.5% of our direct operating costs)	770 (0.5% of our direct operating costs)	-
			See Note (3)(d) for the details of the transaction					
			Rental received by our Group for office and workshop spaces	402 (N/A#)	402 (2.1% of our PAT)	402 (1.2% of our PAT)	111 (0.3% of our PAT)	-
			See Note (8) for details of the tenancy					

10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value				From 1 November 2024 up to the LPD (RM'000)
				FYE 2022 (RM'000)	FYE 2023 (RM'000)	FYE 2024 (RM'000)	FPE 2025 (RM'000)	
			Income received by our Group for advertising services	40 (N/A#)	-	-	-	-
			Income received by our Group for IT support services	60 (N/A#)	60 (0.3% of our PAT)	60 (0.2% of our PAT)	-	-
			See Note (9) for details of the transaction					
4.	Handal Indah and Mobiliti Mampan Sdn Bhd (formerly known as Triton Commuter Sdn Bhd) ("Mobiliti Mampan")	Interested major shareholder: Mohd Azmir Bin Rahmani	Bus rental and bus maintenance services provided by our Group	-	305 (0.3% of our revenue)	651 (0.3% of our revenue)	686 (0.3% of our revenue)	271 (0.4% of our revenue*)
		See Note (4)(a) for further details of the relationship with our major shareholder	See Note (4)(b) for the details of the transaction					
			Subcontracted bus services and bus rental provided by Mobiliti Mampan	-	455 (0.5% of our direct operating costs)	1,813 (1.3% of our direct operating costs)	2,389 (1.6% of our direct operating costs)	934 (1.7% of our direct operating costs*)
			See Note (4)(c) for the details of the transaction					
			Rental received by our Group for office and workshop spaces	97 (N/A#)	97 (0.5% of our PAT)	97 (0.3% of our PAT)	-	-
			See Note (8) for details of the tenancy					
			Income received by our Group for IT support services	60 (N/A#)	60 (0.3% of our PAT)	60 (0.2% of our PAT)	-	-
			See Note (9) for the details of the transaction					

10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value				From 1 November 2024 up to the LPD (RM'000)
				FYE 2022 (RM'000)	FYE 2023 (RM'000)	FYE 2024 (RM'000)	FPE 2025 (RM'000)	
5.	Handal Indah and Manja Technologies Sdn Bhd ("Manja Technologies MY")	Interested Director • Lim Chern Chuen See Note (5) for further details of the relationship with our Director and/or persons connected to him	- Purchase of ticketing machines by our Group - Rental received by our Group for office spaces See Note (8) for the details of the tenancy - Income received by our Group for administrative and management services See Note (9) for the details of the transaction - Hardware maintenance services provided by Manja Technologies MY	41 (Negligible)	971 (0.5% of our total assets)	1,572 (0.7% of our total assets)	2,011 (0.6% of our total assets)	36 (Negligible)
				204 (N/A#)	204 (1.0% of our PAT)	204 (0.6% of our PAT)	-	-
				3 (N/A#)	7 (Negligible)	9 (Negligible)	-	-
				31 (N/A#)	6 (Negligible)	49 (0.1% of our PAT)	8 (Negligible)	-
6.	Handal Indah and Handal BCM Sdn Bhd ("Handal BCM")	Interested Directors • Bah Kim Lian • Lim Chern Chuen Interested major shareholder: • Lim Han Weng See Note (6) for further details of the relationship with our Directors, major shareholder and/or persons connected to them	Purchase of buses and vans by our Group	-	-	144 (0.1% of our total assets)	183 (0.1% of our total assets)	11,922 (3.3% of our total assets*)

10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Transaction value				From 1 November 2024 up to the LPD (RM'000)
				FYE 2022 (RM'000)	FYE 2023 (RM'000)	FYE 2024 (RM'000)	FPE 2025 (RM'000)	
7.	Handal Indah and Lim Han Weng and Lim Chern Chuen	Interested Director: - Lim Chern Chuen Interested shareholder: - Lim Han Weng See Note (7)(a) for further details of the relationship with our Director, major shareholder and/or persons connected to them	Disposal of shares held in PT Handal Bus Listrik by Handal Indah to Lim Han Weng and Lim Chern Chuen See Note (7)(b) for the details of the transaction	-	-	2,817 (1.2% of our total assets)	-	-

Notes:

Not applicable as we recorded LAT for the FYE 2022.

* Computed based on the latest available unaudited financial information of our Group from 1 November 2024 to 31 January 2025.

(1) Liannex Corporation

Bah Kim Lian is our Director, while Lim Han Weng is our major shareholder. Lim Han Weng and Bah Kim Lian are spouses to each other. Lim Han Weng and Bah Kim Lian are also the directors and shareholders of Liannex Corporation, indirectly holding 100.00% equity interest in Liannex Corporation via their shareholdings in Yinson Ventures Sdn Bhd pursuant to Section 8 of the Act.

(2) Acacia Motor

Bah Kim Lian is our Director, while Lim Han Weng is our major shareholder. Lim Han Weng and Bah Kim Lian are spouses to each other. Lim Han Weng and Bah Kim Lian are also the directors and shareholders of Acacia Motor, respectively holding 70.00% and 30.00% equity interest in Acacia Motor.

10. RELATED PARTY TRANSACTIONS (Cont'd)**(3) Handal Ceria**

- (a) *Bah Kim Lian is our Director, while Lim Han Weng is our major shareholder. Lim Han Weng and Bah Kim Lian are spouses to each other. Mat Sin Bin Bidin was previously Handal Indah's director who had resigned on 10 October 2024 and was its major shareholder until he had disposed his entire shareholdings in Handal Indah to Bumi Mampan on 18 July 2024. Lim Han Weng, Bah Kim Lian and Mat Sin Bin Bidin are also the directors and shareholders of Handal Ceria. The equity interest in Handal Ceria is 50.00% held by Lim Han Weng, 47.00% held by Bah Kim Lian and 3.00% held by Mat Sin Bin Bidin.*
- (b) *Handal Ceria ceased its bus operations effective 1 May 2024 and is venturing into new business avenues. In conjunction with this, the buses and ticketing machines owned by Handal Ceria have been transferred to our Group. Pursuant to a memorandum of agreement dated 1 May 2024 entered into between Handal Ceria (as vendor) and Handal Indah (as purchaser), Handal Indah has purchased 81 buses and 42 ticketing machines from Handal Ceria for a total consideration of RM18,550,505.07. As at the LPD, the transfer of registration for the buses is still on-going. In the event Handal Ceria fails to transfer the ownership of the buses to Handal Indah by 30 April 2025, Handal Indah may terminate the memorandum of agreement. Handal Ceria has irrevocably and unconditionally undertaken that it has shifted its business focus to the technology sector and will no longer engage in any similar trade or in competition with our Group.*
- (c) *During the Financial Years/Period Under Review, Handal Indah (as supplier) has rented buses and provide maintenance services for the rented buses to Handal Ceria (as renter) at a monthly fee of RM8,000 per bus. The bus rental arrangement ceased on 1 May 2024.*
- (d) *Handal Ceria (as the route operator) has been engaged by Handal Indah (as the network operator) to provide stage bus services on selected routes under the SBST Program in Johor Bahru from June 2022 to April 2024. Handal Indah pays Handal Ceria for its services according to the agreed rate. Additionally, since March 2022, Handal Ceria (as supplier) has rented buses and providing maintenance services for the rented buses to Handal Indah (as renter), at a monthly fee of RM8,000 per bus. The bus rental arrangement ceased on 1 May 2024.*

(4) Mobiliti Mampan

- (a) *Mohd Azmir Bin Rahmani is our major shareholder. Mohd Azmir Bin Rahmani is also the director and shareholder of Mobiliti Mampan, directly holding 50.00% equity interest in Mobiliti Mampan. Lim Han Weng and Bah Kim Lian were previously the directors and shareholders of Mobiliti Mampan until they had resigned on 20 February 2024, and subsequently disposed their entire collective shareholdings in Mobiliti Mampan of 70.00% on 17 May 2024.*
- (b) *Pursuant to a bus rental agreement dated 25 April 2022, Handal Indah (as supplier) has rented buses and provided maintenance services for the rented buses to Mobiliti Mampan (as renter) at a monthly fee of RM8,000 per bus. The term for each bus is three years, calculated from the date Mobiliti Mampan takes delivery of each bus. The bus rental arrangement may be terminated by Handal Indah if there is any default and breach of any terms by Mobiliti Mampan.*
- (c) *Pursuant to a route operation agreement dated 25 April 2022, Mobiliti Mampan (as the route operator) has been engaged by Handal Indah (as the network operator) to provide stage bus services on selected routes under the SBST Program in Johor Bahru from April 2022 to March 2025. Handal Indah pays Mobiliti Mampan for its services according to the agreed rate as set out in the route operation agreement. The route operation agreement may be terminated by Handal Indah if there is any default on the part of Mobiliti Mampan or if APAD terminates the appointment of Handal Indah as network operator of the SBST Program in Johor Bahru.*

10. RELATED PARTY TRANSACTIONS (Cont'd)**(5) Manja Technologies MY**

Lim Chern Chuen is our Director. Lim Chern Chuen (the son of Lim Han Weng and Bah Kim Lian) is also the director and sole shareholder of Manja Technologies MY.

(6) Handal BCM

Bah Kim Lian and Lim Chern Chuen are our Directors, while Lim Han Weng is our major shareholder. Lim Han Weng and Bah Kim Lian are spouses to each other. Lim Chern Chuen, our Director, is the son of Lim Han Weng and Bah Kim Lian. Lim Chern Chuen is also the director of Handal BCM, while Lim Han Weng and Bah Kim Lian are the shareholders of Handal BCM, indirectly holding 55.00% equity interest in Handal BCM via their shareholdings in Handal Ventures Sdn Bhd pursuant to Section 8 of the Act.

(7) Lim Han Weng and Lim Chern Chuen

(a) Lim Han Weng is our major shareholder. He is the spouse of Bah Kim Lian. Lim Chern Chuen, our Director, is the son of Lim Han Weng and Bah Kim Lian.

(b) Handal Indah had, on 13 June 2023, disposed its entire 99.90% equity interest in PT Handal Bus Listrik at book value, comprising 99,900 shares in PT Handal Bus Listrik, to Lim Han Weng (49.90%) and Lim Chern Chuen (50.00%) respectively for a total cash consideration of Indonesian Rupiah 9,990,000,000 (equivalent to RM2,817,180). Upon completion of the share disposal transaction, Lim Han Weng and Lim Chern Chuen each hold 50.00% equity interest in PT Handal Bus Listrik. For information, PT Handal Bus Listrik was dormant prior to the completion of the share disposal transaction.

(8) During the Financial Years/Period Under Review, we entered into multiple tenancy arrangements with the related parties to rent out available office and workshop spaces at our HQ under a co-working space arrangement, where, among others, general expenses such as utilities were shared between our Group and the tenants, and the tenants had access to shared spaces like meeting rooms. Due to the lack of direct comparables, we are unable to determine whether these tenancies were carried out on an arm's length basis, as they are, by nature, co-working space arrangements rather than traditional rental arrangements. However, these tenancy arrangements were not detrimental to us, as higher rates were charged to the related parties due to the nature of co-working space arrangements, compared to the average market rate of similar properties in the vicinity under traditional rental agreements. The aggregate rental income from the related parties was deemed immaterial to our Group and as at the LPD, we have ceased the tenancy arrangements with the related parties.

(9) During the Financial Years/Period Under Review, we provided IT support services along with administrative and management services to the related parties. Due to the lack of direct comparables, we are unable to determine whether these services were carried out on an arm's length basis, as they are intragroup support services provided to the related parties due to the common interests of the directors and shareholders. However, these services were not detrimental to us as they provided an additional source of income for our Group. Additionally, these services were immaterial to us and were provided within our capacity without additional costs being incurred. As at the LPD, we have ceased to provide support services to the related parties.

Save as disclosed in Notes (8) and (9) above, our Directors confirm that all the above related party transactions were transacted on an arm's length basis and on normal commercial terms which were not more favourable to the related parties than those generally available to third parties and were not detrimental to our non-interested shareholders. This is based on, among other, the benchmark against pricing provided by our related parties to third parties as well as comparable rates from other suppliers for similar services and products.

10. RELATED PARTY TRANSACTIONS (Cont'd)

Our Directors also confirm that there are no other material related party transactions that have been entered by our Group that involve the interest, direct or indirect, of our Directors, major shareholders and/or persons connected to them but not yet effected up to the date of this Prospectus.

After our Listing, we will be required to seek our shareholders' approval each time we enter into a material related party transaction in accordance with the Listing Requirements. However, if the related party transactions can be deemed as recurrent related party transactions, we may seek a general mandate from our shareholders (which mandate would typically be renewed as required at each annual general meeting of our Company) to enter into such recurrent related party transactions without having to seek separate shareholders' approval each time we wish to enter into such recurrent related party transactions during the validity period of the mandate.

In addition, to safeguard the interest of our Group and non-interested shareholders, and to mitigate any potential conflict of interest situation, our Audit Committee will, among others, supervise and monitor any recurrent related party transaction and the terms thereof and report to our Board for further action, as set out in Section 10.2.1 of this Prospectus.

10.1.2 Transactions entered into that are unusual in their nature or conditions

There are no transactions that are unusual in their nature or conditions, involving goods, services, tangible or intangible assets, to which our Group was a party for the Financial Years/Period Under Review and up to the LPD.

10.1.3 Material outstanding financial assistance (including guarantees of any kind)**(i) Material outstanding financial assistance (including guarantees of any kind) made to or for the benefit of related parties**

Save as disclosed below, there are no material outstanding financial assistance (including guarantees of any kind) made by our Group to or for the benefit of the related parties in respect of the Financial Years/Period Under Review and up to the LPD:

No.	Transacting parties	Nature of relationship	Nature of transaction	Outstanding amount as at				
				31 January 2022 (RM'000)	31 January 2023 (RM'000)	31 January 2024 (RM'000)	31 October 2024 (RM'000)	LPD (RM'000)
1.	Handal Indah and Manja Technologies Pte Ltd ("Manja Technologies SG")	Interested Director • Bah Kim Lian Interested major shareholder: • Lim Han Weng See Note (1) for further details of the relationship with our Director, major shareholder and/or persons connected to them	• Payment on behalf of and/or advances extended to the related party	556	2,184	-	-	-

10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Outstanding amount as at				
				31 January 2022 (RM'000)	31 January 2023 (RM'000)	31 January 2024 (RM'000)	31 October 2024 (RM'000)	LPD (RM'000)
2.	Handal Indah and Manja Technologies MY	Interested Director Lim Chern Chuen See Note (2) for further details of the relationship with our Director and/or persons connected to him	- Payment on behalf of and/or advances extended to the related party - Interest charged by Handal Indah to the related party on advances provided See Note (6) for the details of the interest rate charged	-	1,400	-	-	-
				1	23	-	-	-
3.	Handal Indah and Hugo Mobility Pte Ltd ("Hugo Mobility SG")	Interested Director - Bah Kim Lian Interested shareholder: - Lim Han Weng See Note (3) for further details of the relationship with our Director, major shareholder and/or persons connected to them	Payment on behalf of and/or advances extended to the related party	181	1,756	-	-	-
4.	Handal Indah and Handal Ceria	Interested Director - Bah Kim Lian Interested shareholder: - Lim Han Weng	- Payment on behalf of and/or advances extended to the related party - Interest charged by Handal Indah to the related party on advances provided	107	5,012	13,344	-	-
				34	86	-	-	-

10. RELATED PARTY TRANSACTIONS (Cont'd)

No.	Transacting parties	Nature of relationship	Nature of transaction	Outstanding amount as at				
				31 January 2022 (RM'000)	31 January 2023 (RM'000)	31 January 2024 (RM'000)	31 October 2024 (RM'000)	LPD (RM'000)
		Interested past director and major shareholder: • Mat Sin Bin Bidin	See Note (6) for the details of the interest rate charged					
		See Note (4) for further details of the relationship with our Director, major shareholder and/or persons connected to them	• Corporate guarantee extended to the related party for its hire purchase facilities	11,166	8,552	1,336	-	-
5.	Handal Indah and Acacia Motor	Interested Director • Bah Kim Lian	• Payment on behalf of and/or advances extended to the related party	-	-	1,597	-	-
		Interested major shareholder: • Lim Han Weng						
		See Note (5) for further details of the relationship with our Director, major shareholder and/or persons connected to them						
6.	Handal Indah, Manja Technologies SG and Hugo Mobility SG	Interested Director • Bah Kim Lian	• Waiver of receivables due to impairment assessment	22,479	-	-	-	-
		Interested major shareholder: • Lim Han Weng						
		See Notes (1) and (3) for further details of the relationship with our Director, major shareholder and/or persons connected to them						

10. RELATED PARTY TRANSACTIONS (Cont'd)**Notes:****(1) Manja Technologies SG**

Bah Kim Lian is our Director, while Lim Han Weng is our major shareholder. Lim Han Weng and Bah Kim Lian are spouses to each other. Lim Han Weng and Bah Kim Lian are also the directors and shareholders of Manja Technologies SG, each holding 50.00% equity interest in Manja Technologies SG.

(2) Manja Technologies MY

Lim Chern Chuen is our Director. Lim Chern Chuen (the son of Lim Han Weng and Bah Kim Lian) is also the director and sole shareholder of Manja Technologies MY.

(3) Hugo Mobility SG

Bah Kim Lian is our Director, while Lim Han Weng is our major shareholder. Lim Han Weng and Bah Kim Lian are spouses to each other. Lim Han Weng and Bah Kim Lian are also the directors and shareholders of Hugo Mobility SG, each holding 50.00% equity interest in Hugo Mobility SG.

(4) Handal Ceria

Bah Kim Lian is our Director, while Lim Han Weng is our major shareholder. Lim Han Weng and Bah Kim Lian are spouses to each other. Mat Sin Bin Bidin was previously Handal Indah's director who had resigned on 10 October 2024 and was its major shareholder until he had disposed his entire shareholdings in Handal Indah to Bumi Mampan on 18 July 2024. Lim Han Weng, Bah Kim Lian and Mat Sin Bin Bidin are also the directors and shareholders of Handal Ceria. The equity interest in Handal Ceria is 50.00% held by Lim Han Weng, 47.00% held by Bah Kim Lian and 3.00% held by Mat Sin Bin Bidin.

(5) Acacia Motor

Bah Kim Lian is our Director, while Lim Han Weng is our major shareholder. Lim Han Weng and Bah Kim Lian are spouses to each other. Lim Han Weng and Bah Kim Lian are also the directors and shareholders of Acacia Motor, respectively holding 70.00% and 30.00% equity interest in Acacia Motor.

(6) In the FYE 2022 and FYE 2023, interest rates ranging from 3.4% to 4.1% (based on Bank Negara Malaysia's average lending rate) were charged on intragroup advances, excluding those extended to Manja Technologies SG and Hugo Mobility SG. The advances provided to Manja Technologies SG and Hugo Mobility SG were to fund the working capital incurred in relation to the development of our software applications, and hence it was decided that the financial assistance extended to them would be interest free. From the FYE 2024 onwards, we ceased to impose interest charges on all advances extended to the related parties.

10. RELATED PARTY TRANSACTIONS (Cont'd)

Save as disclosed in Note (6) above, the payment on behalf of and advances extended to the related parties are not on arm's length basis and are not on normal commercial terms as they were unsecured, interest free and repayable on demand. These payment on behalf of and advances were provided in relation to their engagement as our subcontractor (Handal Ceria), bus assembler (Acacia Motor) and IT service provider (Manja Technologies MY, Manja Technologies SG and Hugo Mobility SG) to facilitate the work performed for our Group. Since the services rendered by the related parties were to our benefit, it was then decided that the financial assistance extended to them would be interest free and, as such, not carried out on arm's length basis. Nevertheless, all payment on behalf of and advances extended to the related parties have been fully settled on 31 July 2024.

In the FYE 2022, an impairment loss was recorded on other receivables owing by Manja Technologies SG and Hugo Mobility SG to our Group amounting to RM22.5 million. Since 2016, our Group had advanced money to and made payments on behalf of Manja Technologies SG and Hugo Mobility SG for their working capital purposes, mainly comprising employee salaries, website subscription fees and administrative expenses. During the FYE2022, as the effects of COVID-19 lingered, our Group critically assessed the recoverability of all debts in accordance with the requirements of accounting standards. It was determined that the amounts owing by Manja Technologies SG and Hugo Mobility SG were non-recoverable, and a specific impairment loss has been made after taking into consideration the following:

- (1) the advances and payments made by our Group on their behalf had been accumulating and remained long outstanding; and
- (2) both companies were loss-making and were in net liabilities positions.

Both Manja Technologies SG and Hugo Mobility SG specialise in IT. The following software applications, which are owned and in use by our Group, were developed by Manja Technologies SG:

Software application	Software descriptions
• Hi Suite	• An enterprise resource planning (ERP) system for management of purchasing, sales, marketing, finance, human resources, and other administrative functions.
• Hi Store	• A system for management of workshop and inventory stocks.
• Hi Labour	• A system for tracking the repair status in the workshop.

On the other hand, notwithstanding that LUGO is owned by Hugo Mobility SG, we are the predominant user of this digital platform for our Group's operations:

Software application	Software descriptions
• LUGO	• A mobile application which allows passengers to plan their bus journey.

Over the years, these software applications have been customised to fit our operations and as such, it is more cost-effective and expedient for us to continue engaging the original developers for the upkeep and any upgrade of these software applications, as opposed to appointing a new service provider.

As at the LPD, our Group has ceased to provide financial assistance to all related parties. Our Group will not provide any financial assistance to any related parties in the future, including Manja Technologies SG and Hugo Mobility SG.

10. RELATED PARTY TRANSACTIONS (Cont'd)**(ii) Material outstanding financial assistance (including guarantees of any kind) made by related parties for the benefit of our Group**

Save as disclosed below, there are no material outstanding financial assistance (including guarantees of any kind) made by related parties for the benefit of our Group in respect of the Financial Years/Period Under Review and up to the LPD:

Transacting parties	Nature of relationship	Nature of transaction	Outstanding amount as at				LPD (RM'000)
			31 January 2022 (RM'000)	31 January 2023 (RM'000)	31 January 2024 (RM'000)	31 October 2024 (RM'000)	
Handal Indah and Lim Han Weng	Interested major shareholder: • Lim Han Weng See Note (1) for further details of the relationship with our major shareholder and/or persons connected to them	Payment on behalf of and/or advances extended by Lim Han Weng	13,162	5,388	-	-	-

Note:1. *Lim Han Weng*

Lim Han Weng is our major shareholder. He is the spouse of Bah Kim Lian.

The payment on behalf of and advances extended by Lim Han Weng are not on arm's length basis and are not on normal commercial terms as they were unsecured, interest free and repayable on demand. Nevertheless, all payment on behalf of and advances extended to our Group have been fully settled as at the LPD.

In addition, personal guarantees have also been provided by Lim Han Weng and Bah Kim Lian for our Group's banking facilities, details of which are set out in Section 10.1.4 of this Prospectus.

10. RELATED PARTY TRANSACTIONS (Cont'd)**10.1.4 Upliftment of personal guarantees**

Save as disclosed below, there are no other personal guarantees provided by the related parties to secure the banking facilities and hire purchase facilities extended by financial institutions to our Group:

Financial institution	Guarantor / Security party
Alliance Bank Malaysia Berhad	Lim Han Weng
Alliance Islamic Bank Berhad	Lim Han Weng and Bah Kim Lian
Bank Kerjasama Rakyat Malaysia Berhad	Lim Han Weng
Hap Seng Credit Sdn Bhd	Lim Han Weng and Bah Kim Lian
Hong Leong Bank Berhad	Lim Han Weng and Bah Kim Lian
Maybank Islamic Berhad	Lim Han Weng
OCBC Bank (Malaysia) Berhad	Lim Han Weng
ORIX Credit Malaysia Sdn Bhd	Lim Han Weng and Bah Kim Lian
United Overseas Bank (Malaysia) Bhd	Lim Han Weng

We have obtained the release and/or discharge of the guarantees extended by Lim Han Weng and in some cases, Bah Kim Lian from the financiers by substituting the same with a corporate guarantee from our Group.

10.2 MONITORING AND OVERSIGHT OF RELATED PARTY TRANSACTIONS**10.2.1 Audit Committee review**

Our Audit Committee reviews related party transactions and conflicts of interest situations that may arise within our Group. Our Audit Committee also reviews any transaction, procedure or course of conduct that raises questions of management integrity including our related party transactions. In reviewing the related party transactions, the following, among other things will be considered:

- (i) the rationale and the cost/benefit to our Group are first considered;
- (ii) where possible, comparative quotes will be taken into consideration;
- (iii) that the transactions are based on normal commercial terms and not more favourable to the related parties than those generally available to third parties dealing on an arm's length basis; and
- (iv) that the transactions are not detrimental to our Company's non-interested shareholders.

All reviews by our Audit Committee are reported to our Board for its further action.

10. RELATED PARTY TRANSACTIONS (Cont'd)

10.2.2 Our Group's policy on related party transactions

Related party transactions by their very nature, involve conflicts of interests between our Group and the related parties with whom our Group has entered into such transactions. Some of the officers and the Directors of our Group are also officers, directors and in some cases, shareholders of the related parties of our Group, as disclosed in this Prospectus and, with respect to these related party transactions, may individually and in aggregate have conflicts of interest. It is the policy of our Group that all related party transactions are carried out on normal commercial terms which are not more favourable to the related parties than those generally available to the third parties dealing on arm's length basis with our Group and are not to the detriment of our non-interested shareholders.

In addition, we have adopted a comprehensive corporate governance framework that meets best practice principles to mitigate any potential conflict of interest situations and intend for the framework to be guided by the Listing Requirements and MCGG upon our Listing. The procedures which may form part of the framework include, among others, the following:

- (i) our Board shall ensure that half of our Board's members are Independent Directors and will undertake an annual assessment of our Independent Directors;
- (ii) our Directors will be required to immediately make full disclosure of any direct or indirect interest that they may have in any business enterprise that is engaged in or proposed to be engaged in a transaction with our Group, whether or not they believe it is a material transaction. Upon such disclosure, the interested Director shall be required to abstain from deliberation and voting on any resolution related to the related party transaction; and
- (iii) all existing or potential related party transactions would have to be disclosed by the interested party for management reporting. Our management will propose the transactions to our Audit Committee for evaluation and assessment who would in turn, make a recommendation to our Board.

11. CONFLICTS OF INTEREST

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

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

As at the LPD, our Directors and substantial shareholders do not have any interest, direct or indirect, in any entities which are carrying on a similar trade as that of our Group.

11.1.2 Involvement of our Directors and substantial shareholders in entities which are our customers and/or suppliers

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

Entity	Directors and/or substantial shareholders	Nature	Principal activity	Nature of interest
Liannex Corporation	Director - Bah Kim Lian Substantial shareholders - Lim Han Weng - Bah Kim Lian	Supplier of buses	Assembly, production, distribution and selling of motor vehicles	Lim Han Weng is a director and shareholder indirectly holding 100% equity interest in Liannex Corporation Bah Kim Lian is a director and shareholder indirectly holding 100% equity interest in Liannex Corporation
Manja Technologies MY	Director Lim Chern Chuen	Supplier of IT solutions, system integrations and ticketing machines	Provision of IT solutions, systems integration, hardware and software	Lim Chern Chuen is the director and sole shareholder of Manja Technologies MY
Acacia Motor	Director - Bah Kim Lian Substantial shareholders - Lim Han Weng - Bah Kim Lian	Bus and assembly services	Assembly, production, distribution and selling of motor vehicles	Lim Han Weng is a director and shareholder directly holding 70% equity interest in Acacia Motor Bah Kim Lian is a director and shareholder directly holding 30% equity interest in Acacia Motor

11. CONFLICTS OF INTEREST (Cont'd)

Entity	Directors and/or substantial shareholders	Nature	Principal activity	Nature of interest
Mobiliti Mampan	Substantial shareholder Mohd Azmir Bin Rahmani	Subcontracted bus services	Providing bus transportation services	Mohd Azmir Bin Rahmani is a director and shareholder directly holding 50% equity interest in Mobiliti Mampan
Handal BCM	Directors - Bah Kim Lian - Lim Chern Chuen Substantial shareholders - Lim Han Weng - Bah Kim Lian	Supplier of buses and vans	Production and selling of motor vehicles	Lim Chern Chuen is a director of Handal BCM Lim Han Weng is a shareholder indirectly holding 55% equity interest in Handal BCM Bah Kim Lian is a shareholder indirectly holding 55% equity interest in Handal BCM

(All the suppliers listed above are referred to as “**Related Suppliers**”)

Notwithstanding, our Board is of the view that any potential conflict of interest situation which may arise through the interests of our Directors and substantial shareholders in the Related Suppliers is mitigated due to the following:

- all purchases from the Related Suppliers are transacted on an arm’s length basis and on normal commercial terms which are not more favourable to them than those generally available to third parties. This is based on the benchmark against pricing provided by the Related Suppliers to third parties as well as comparable rates against other suppliers for similar services and products;
- our Group is not dependent on the Related Suppliers as we are able to source for vans, buses and bus assembly services (provided by Liannex Corporation, Acacia Motor and Handal BCM), IT solutions, system integrations and ticketing machines (provided by Manja Technologies MY) as well as subcontracted bus services (provided by Mobiliti Mampan) from alternative suppliers with similar price, quantity and quality; and
- the interested Directors and substantial shareholders do not participate in the day-to-day operations of the Related Suppliers as the Related Suppliers have their own independent and standalone management.

11. CONFLICTS OF INTEREST (Cont'd)

As set out in Section 10.2.1 of this Prospectus, our Audit Committee will review any conflict of interest situation that may arise within our Company or our Group including any transaction, procedure or course of conduct that raises questions on management integrity. Our Audit Committee will also ensure that any such transactions are carried out on terms that are not detrimental to our Group and is in the best interest of our Group.

Notwithstanding, the interests that are held by our Directors and substantial shareholders and the interests that may be held by our Directors and substantial shareholders in the future in other businesses or corporations which are carrying on a similar trade as that of our Group or which are our customers and/or suppliers may give rise to a conflict of interest situation with our business. Although such interests may give rise to a conflict of interest situation, our Directors and substantial shareholders and persons connected to them shall abstain from deliberating and voting on the resolutions relating to these matters or transactions that require the approval of our shareholders in respect of their direct and/or indirect interests. Such transactions will be carried out on arm's length basis and on normal commercial terms.

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11. CONFLICTS OF INTEREST (Cont'd)

11.2 DECLARATION BY ADVISERS ON POTENTIAL CONFLICT OF INTEREST

11.2.1 Declaration by Maybank IB

Maybank IB, being the Principal Adviser, Sole Placement Agent and Sole Underwriter for our IPO, and its related and associated companies ("**Maybank Group**") form a diversified financial group and are engaged in a wide range of investment and commercial banking, brokerage, securities trading, assets and funds management and credit transaction services businesses. The Maybank Group has engaged and may in the future, engage in transactions with and perform services for our Company and/or our affiliates, in addition to the roles set out in this Prospectus. In addition, in the ordinary course of business, any member of the Maybank Group may at any time offer or provide its services to or engage in any transaction (on its own account or otherwise) with any member of our Group, our shareholders and/or our affiliates and/or any other entity or person, hold long or short positions in securities issued by our Company and/or our affiliates, and may trade or otherwise effect transactions for its own account or the account of its customers in debt or equity securities or senior loans of any member of our Group and/or our affiliates. This is a result of the businesses of the Maybank Group generally acting independently of each other, and accordingly, there may be situations where parts of the Maybank Group and/or its customers now have or in the future, may have interest or take actions that may conflict with the interest of our Group. Nonetheless, the Maybank Group is required to comply with applicable laws and regulations issued by the relevant authorities governing its advisory business, which require, among others, segregation between dealing and advisory activities and Chinese wall between different business divisions.

As at the LPD, the Maybank Group has, in its ordinary course of business, extended credit facilities to our Group amounting to RM122.4 million, of which about RM82.2 million is outstanding. Notwithstanding, Maybank IB is of the view that the abovementioned does not give rise to a conflict of interest situation in its capacity as the Principal Adviser, Sole Placement Agent and Sole Underwriter for our IPO due to the following reasons:

- (i) Malayan Banking Berhad and Maybank Islamic Berhad are a licensed commercial bank and Islamic bank respectively, and the extension of credit facilities to our Group arose in their ordinary course of business;
- (ii) the conduct of the Maybank Group in its banking business is strictly regulated by, among others, the Financial Services Act 2013, the Islamic Financial Services Act 2013 and the Maybank Group's own internal controls and checks; and
- (iii) the total aggregate outstanding amount owed by our Group to the Maybank Group of about RM82.2 million as at the LPD is not material when compared to the audited NA of the Maybank Group as at 31 December 2023 of approximately RM97.6 billion (representing approximately 0.08% only).

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

11. CONFLICTS OF INTEREST (Cont'd)

11.2.2 Declaration by BDO PLT

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

11.2.3 Declaration by Mah-Kamariyah & Philip Koh

Mah-Kamariyah & Philip Koh confirms that there is no conflict of interest situation in its capacity as the legal adviser to our Company as to Malaysian law in relation to our IPO.

11.2.4 Declaration by Harry Elias Partnership LLP

Harry Elias Partnership LLP confirms that there is no conflict of interest situation in its capacity as the legal adviser to our Company as to Singapore law in relation to our IPO.

11.2.5 Declaration by Christopher & Lee Ong

Christopher & Lee Ong confirms that there is no conflict of interest situation in its capacity as the legal adviser to the Sole Placement Agent and Sole Underwriter as to Malaysian law in relation to our IPO.

11.2.6 Declaration by Vital Factor Consulting Sdn Bhd

Vital Factor Consulting Sdn Bhd confirms that there is no conflict of interest situation in its capacity as the Independent Business and Market Research Consultants in relation to our IPO.

11.2.7 Declaration by BDO Governance Advisory Sdn Bhd

BDO Governance Advisory Sdn Bhd confirms that there is no conflict of interest situation in its capacity as the Internal Control Consultant to our Company in relation to our IPO.

12. FINANCIAL INFORMATION

12.1 HISTORICAL FINANCIAL INFORMATION

The historical combined financial information for the Financial Years/Period Under Review presented below have been extracted from the Accountants' Report included in Section 13 of this Prospectus ("**Combined Financial Statements**"). Our Combined Financial Statements are prepared in accordance with MFRS and IFRS.

The following historical combined financial information should be read in conjunction with the "Management's Discussion and Analysis of Financial Condition and Results of Operations" set out in Section 12.2 of this Prospectus together with the Accountants' Report set out in Section 13 of this Prospectus.

Historical combined statements of profit or loss and other comprehensive income

	Audited			Unaudited	Audited
	FYE 2022	FYE 2023	FYE 2024	FPE 2024	FPE 2025
	RM'000	RM'000	RM'000	RM'000	RM'000
Revenue	31,468	119,632	207,713	147,680	204,267
Direct operating costs	(36,154)	(86,676)	(144,337)	(102,645)	(146,533)
(GL)/GP	(4,686)	32,956	63,376	45,035	57,734
Other operating income	3,376	3,224	5,157	4,078	2,341
Net loss on impairment of receivables	(22,619)	-	(751)	-	(488)
Distribution and other operating expenses	(569)	(1,421)	(3,699)	(2,446)	(1,737)
Administrative expenses	(8,619)	(9,414)	(14,205)	(9,081)	(15,066)
Operating (loss)/profit	(33,117)	25,345	49,878	37,586	42,784
Finance costs	(1,673)	(3,020)	(4,732)	(3,582)	(5,345)
(LBT)/PBT	(34,790)	22,325	45,146	34,004	37,439
Taxation	2,745	(2,811)	(11,974)	(9,799)	(3,746)
(LAT)/PAT⁽¹⁾	(32,045)	19,514	33,172	24,205	33,693
Foreign exchange translations	348	537	1,423	1,160	(2,459)
Total comprehensive (loss)/income	(31,697)	20,051	34,595	25,365	31,234

Other selected financial data

	FYE 2022	FYE 2023	FYE 2024	FPE 2024	FPE 2025
(GL)/GP margin (%) ⁽²⁾	(14.9)	27.5	30.5	30.5	28.3
(LBT)/PBT margin (%) ⁽³⁾	(110.6)	18.7	21.7	23.0	18.3
(LAT)/PAT margin (%) ⁽⁴⁾	(101.8)	16.3	16.0	16.4	16.5
EBITDA (RM'000) ⁽⁵⁾	(21,444)	36,552	65,794	48,470	57,712
EBITDA margin (%) ⁽⁶⁾	(68.1)	30.6	31.7	32.8	28.3
Basic and diluted EPS (sen) ⁽⁷⁾	(6.41)	3.90	6.63	4.84	6.74

12. FINANCIAL INFORMATION (Cont'd)**Notes:**

- (1) All of our (LAT)/PAT is wholly attributable to the owners of our Company as we do not have any non-controlling interest.
- (2) Computed based on (GL)/GP over revenue.
- (3) Computed based on (LBT)/PBT over revenue.
- (4) Computed based on (LAT)/PAT over revenue.
- (5) EBITDA is calculated as (LAT)/PAT add (i) taxation; (ii) finance costs; and (iii) depreciation and amortisation, less (iv) interest income. The following table reconciles our (LAT)/PAT to EBITDA for the Financial Years Under Review, FPE 2024 and FPE 2025:

	FYE 2022	FYE 2023	FYE 2024	FPE 2024	FPE 2025
	RM'000	RM'000	RM'000	RM'000	RM'000
(LAT)/PAT	(32,045)	19,514	33,172	24,205	33,693
Add/(Less):					
Taxation	(2,745)	2,811	11,974	9,799	3,746
Finance costs	1,673	3,020	4,732	3,582	5,345
Depreciation and amortisation	11,726	11,335	15,925	10,887	14,965
Interest income	(53)	(128)	(9)	(3)	(37)
EBITDA	(21,444)	36,552	65,794	48,470	57,712

- (6) Computed based on EBITDA over revenue.
- (7) Computed based on (LAT)/PAT attributable to equity holders of HI Mobility over our enlarged issued Shares of 500,000,000 upon our Listing.

Selected historical combined statements of financial position

	Audited			
	As at 31 January 2022	As at 31 January 2023	As at 31 January 2024	As at 31 October 2024
	RM'000	RM'000	RM'000	RM'000
Total non-current assets	102,397	109,348	160,961	226,907
Total current assets	30,879	80,056	69,838	104,439
Total assets	133,276	189,404	230,799	331,346
Share capital / Invested equity ⁽¹⁾	5,000	52,000	52,000	100,000
Exchange translation reserve	(826)	(289)	1,133	(1,325)
Merger reserve	-	-	-	(27,999)
Retained earnings ⁽²⁾	32,794	5,308	17,480	51,172
Total equity / NA	36,968	57,019	70,613	121,848
Total non-current liabilities	21,870	20,916	38,482	119,480
Total current liabilities	74,438	111,469	121,704	90,018
Total liabilities	96,308	132,385	160,186	209,498
Total equity and liabilities	133,276	189,404	230,799	331,346
Total borrowings (RM'000)	57,658	86,837	100,853	151,778
Gearing ratio (times)⁽³⁾	1.6	1.5	1.4	1.2

12. FINANCIAL INFORMATION (Cont'd)**Notes:**

- (1) *The increase in invested equity from RM5.0 million as at 31 January 2022 to RM52.0 million as at 31 January 2023 was attributed to the issuance of bonus shares, where Handal Indah (our wholly-owned subsidiary) increased the number of ordinary shares in issue from 5,000,000 to 52,000,000 by way of a bonus issue of 47,000,000 new ordinary shares during the FYE 2023.*

During the FPE 2025, the issued and fully paid up share capital of our Company increased from RM1,000 (as at the date of incorporation) to RM100,000,000 pursuant to the completion of the Acquisition of Handal Indah and Subscription of New Shares. Please refer to Section 6.1.2 of this Prospectus for further information on our Preliminary Restructuring.

- (2) *Retained earnings decreased from RM32.8 million as at 31 January 2022 to RM5.3 million as at 31 January 2023. While we recorded a PAT of RM19.5 million for the FYE 2023, the issuance of 47,000,000 shares by way of a bonus issue resulted in the decrease in retained earnings by RM47.0 million. Subsequently, for the FYE 2024, retained earnings increased to RM17.5 million as we recorded a PAT of RM33.2 million but was partially offset by dividends of RM21.0 million paid during the FYE 2024. For the FPE 2025, we recorded a PAT of RM33.7 million and our retained earnings increased further to RM51.2 million.*
- (3) *Computed based on total borrowings over total equity.*

12.2 MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion and analysis of our financial condition and results of operations is based on our combined financial information with respect to the FYE 2022, FYE 2023, FYE 2024, and FPE 2024 and FPE 2025, which have been derived from the Accountants' Report as set out in Section 13 of this Prospectus.

There are no accounting policies which are peculiar to our Group because of the nature of the business and industry which we are involved in. For further details on the material accounting policies of our Group, see Note 3 of the Accountants' Report as set out in Section 13 of this Prospectus.

12.2.1 Overview of our business

We operate within the mass transit sector providing both cross-border and local bus services. We provide accessibility and mobility to people and communities supported by our fleet of 683 buses and 4 depots as at the LPD. As part of our initiative to support green mobility for environmental sustainability, we gradually deployed electric buses for our operations since 2023 and as at the LPD, we have a fleet of 53 electric buses.

We operate scheduled bus services including cross-border, intracity and intercity bus services, as well as chartered bus services. We also provide other services which include the provision of repair and maintenance services and rental of advertising space on selected buses.

Please refer to Section 7 of this Prospectus for further information on our business operations.

12. FINANCIAL INFORMATION (Cont'd)

12.2.2 Significant factors affecting our financial condition and results of operations

Significant factors that had affected and are expected to continue to affect our financial condition and results of operations are as follows:

- (a) **Our revenue contribution and profitability performance would vary from year to year which is attributed to consumers' demand for bus services as well as our ability to secure new contracts and control continuing operating costs incurred to support and maintain the reliability and efficiency of our services**

Our revenue grew from RM31.5 million for the FYE 2022 to RM119.6 million in the FYE 2023 and RM207.7 million for the FYE 2024. Our profitability improved significantly from a LAT of RM32.0 million for the FYE 2022 to PAT of RM19.5 million for the FYE 2023 and RM33.2 million in the FYE 2024. Our high revenue and PAT growth were mainly attributed to our low financial performance for the FYE 2022 arising from the impact of the COVID-19 pandemic. There can be no assurance that we will be able to continue to sustain these growth trends.

Our revenue contribution and profitability performance could vary from year to year. As a provider of cross-border and local bus services, the demand for our services is subject to various factors, including internal and/or external factors such as any adverse changes in economic and social conditions and/or regulatory conditions and policies, competition as well as any delays or failures in executing our business strategies and plans effectively. In addition, we also provide contracted bus services to the general public based on contracts secured from the government bodies. As such, we are dependent on our ability to continually submit tender bids and quotation proposals, or to extend the contracts or secure new contracts to expand our order book.

For the government contracted bus services, we are required to ensure our services are able to meet the minimum service level requirements as stipulated in the contracts. There will be continuing operating costs incurred for the maintenance of the vehicle fleets to ensure availability and minimum downtime of the bus services. Hence, we are subject to penalty in the event we fail to meet the monthly minimum service level requirements for the contracted bus services or increases in operating cost for maintenance works, which would affect our profitability and financial performance.

- (b) **Delays in deployment or suspension or termination of contracts may affect our business and financial performance**

Our business and financial performance is subject to risks of delays in deployment of buses and people that may fail to fulfil the services based on the contracts. The availability and reliability of bus services is crucial for public bus service operations as we are committed to provide reliable services to the general public. The delays in deployment are dependent on various factors including the existing bus availability, new bus delivery delays, driver availability, obtaining necessary permits, maintenance schedules, route planning and unexpected events such as breakdowns as well as readiness of infrastructure such as charging stations for EV fleets where any one or a combination of these factors may interrupt the deployment of our bus service operations. For the Financial Years/Period Under Review and up to the LPD, we have not experienced material interruptions in relation to the deployment of our services or any penalty incurred due to the delay in deployment of our services.

Furthermore, our business may also face the risk of suspension or termination of subsisting contracts by our customers, which may adversely affect our profitability and financial performance.

12. FINANCIAL INFORMATION (Cont'd)**(c) Reliance on contracts with government bodies and a major customer**

We secured contracts from the various government bodies to provide local intracity bus to the general public. Our revenue derived from contracted intracity bus services with the government bodies accounted for 57.5% (RM18.1 million), 29.6% (RM35.5 million), 27.7% (RM57.4 million) and 27.4% (RM56.0 million) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. In this respect, our business and financial performance is dependent on our ability to continually submit tender bids and quotation proposals, or to extend the contracts or secure new contract to expand our order book.

Furthermore, we are dependent on our major customer, APAD, by virtue of revenue contribution which accounted for RM6.3 million (20.1%), RM22.3 million (18.7%), RM43.1 million (20.8%) and RM42.1 million (20.6%) of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. As at the LPD, we have two ongoing contracts with APAD for the provision of local intracity bus services to the general public in Johor and Melaka. In the event of a reduction, suspension or termination of contracts from the said customer, if the contract is not replaced in a timely manner, it would adversely affect our profitability and financial performance.

(d) We incurred initial capital outlay in assets to facilitate our bus service operations which exposed us to high investment cost and continuing operating costs to maintain the reliability services

Our business is exposed to high investment costs and continuing operating costs to maintain our fixed asset requirements such as bus fleets, depots and related facilities including digital infrastructure to provide the wide network of bus services as well as to fulfil the contracted services with the government bodies as stipulated in the contracts.

As at 31 October 2024, we have invested RM270.3 million in our operational facilities including bus fleets, depot facilities and digital infrastructure. Moving forward, part of our strategy to increase investment in our operational facilities includes expanding bus fleets and depot facilities, as well as expanding our digital infrastructure to also cater for our network expansion. In the event we fail to obtain the funding for capital expenditure and expenses to maintain the reliability and efficiency of our services, or if we face a limitation in funding to execute our strategies, this would adversely affect our profitability and financial performance.

(e) Prolonged COVID-19 or any other contagious or virulent diseases

The spread or outbreak of the COVID-19 or any other contagious or virulent diseases may potentially affect our business operations. Our business operations and financial performance were impacted due to various COVID-19 pandemic containment measures including the restrictive movement control and border closure between 2020 and 2021. This was reflected in the low revenue and GL position for the FYE 2022 and this also adversely affected our operating cashflow position where we recorded a negative operating cashflow of RM1.6 million in the FYE 2022.

Following the relaxation of containment measures, revenue contribution from our scheduled bus service operations improved. This was reflected in our revenue growth which increased by 280.2% to RM119.6 million for the FYE 2023 (FYE 2022: RM31.5 million), and continued to grow by 73.6% to RM207.7 million for the FYE 2024 (FYE 2023: RM119.6 million). Our operating cashflow position improved to RM35.7 million for the FYE 2023 and RM73.3 million for the FYE 2024. Please refer to Section 7.15 of this Prospectus for further details on the impact of the COVID-19 pandemic on our business.

12. FINANCIAL INFORMATION (Cont'd)**(f) Impact of inflation**

Our cost of operations mainly consists of labour and fuel costs, which are subject to various operating environments and conditions such as inflation, changes in government policy relating to minimum wages and the removal or reduction of subsidies for fuel prices for public land transportation.

Our financial performance for the Financial Years/Period Under Review were not materially affected by the inflation. However, there can be no assurance that future inflation will not have an impact on our cost of operations, business and financial performance.

(g) Government/economic/fiscal/monetary policies

Our business is subject to risks relating to government, economic, fiscal or monetary policies in Malaysia and Singapore. Any unfavourable changes in government policies, economic conditions, or fiscal or monetary policies may materially affect our operations in Malaysia and Singapore. Please refer to Section 9.2.2 of this Prospectus for further details.

12.2.3 Significant accounting estimates and judgements**(i) Changes in estimates**

Estimates are continually evaluated and are based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances.

Our Directors are of the opinion that there are no significant changes in estimates at the end of each reporting period.

(ii) Critical judgements made in applying accounting policies

There are no critical judgements made by management in the process of applying the accounting policies of our Group that have a significant effect on the amounts recognised in the financial statements of our Group.

(iii) Key sources of estimation uncertainty

The following are key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

Recoverability of trade receivables and contract assets

Recoverability of trade receivables and contract assets requires management to exercise significant judgements in determining the probability of default by trade receivables and contract assets and appropriate forward looking information.

12. FINANCIAL INFORMATION (Cont'd)

12.2.4 Overview of our results of operations

Our revenue for scheduled bus services segment is derived from customers comprising the general paying public passengers from Malaysia and Singapore, and government bodies in Malaysia. This mainly comprise the following:

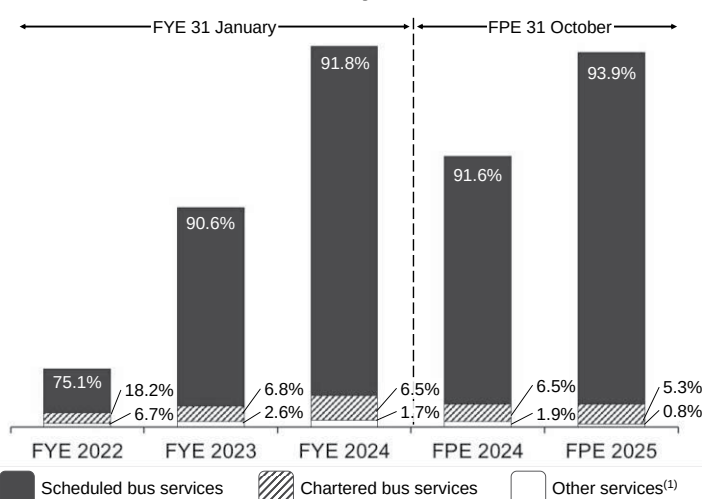
- Ticket sales to general public passengers: This is for our cross-border bus services and intercity bus services where our revenue is derived from the sale of tickets to our customers who are general public passengers. Revenue from ticket sales is recognised upon the completion of services rendered to passengers. This is also applicable for certain intracity bus routes we operate under our brand name '*Causeway Link*', which we provide to the general public in suburban areas within Johor as part of our initiatives.
- Contracted bus services for government bodies: We are contracted by various government bodies to provide intracity bus services. The revenue for the provision of contracted bus services is recognised based on the agreed fee charged for the services rendered on a monthly basis.

In addition, we provide chartered bus services and the revenue is recognised based on the agreed fee charged for services rendered on a monthly basis. As for the other services including provision of bus repair and maintenance services, and rental of advertising space on selected buses, the revenue is recognised upon completion of services rendered.

Our revenue increased by 280.2% to RM119.6 million for the FYE 2023 and 73.6% to RM207.7 million for the FYE 2024. Our business was affected by various containment measures that was implemented including restricted movements and border closures in Malaysia during the COVID-19 pandemic. This has resulted in our low revenue for the FYE 2022.

For the FYE 2022, FYE 2023, FYE 2024, FPE 2024 and FPE 2025, revenue from scheduled bus services segment accounted for 75.1%, 90.6%, 91.8%, 91.6% and 93.9% of our total revenue respectively. Meanwhile, revenue from chartered bus services segment accounted for 18.2%, 6.8%, 6.5%, 6.5% and 5.3% of our total revenue for the FYE 2022, FYE 2023, FYE 2024, FPE 2024 and FPE 2025 respectively.

Revenue by services



	FYE 2022	FYE 2023	FYE 2024	FPE 2024	FPE 2025
	RM'000	RM'000	RM'000	RM'000	RM'000
Scheduled bus services	23,637	108,376	190,649	135,295	191,806
Chartered bus services	5,712	8,126	13,525	9,567	10,750
Other services ⁽¹⁾	2,119	3,130	3,539	2,818	1,711
Total revenue	31,468	119,632	207,713	147,680	204,267

Note:

(1) Comprise mainly the provision of bus repair and maintenance services, and rental of advertising space on selected buses.

12. FINANCIAL INFORMATION (Cont'd)

Other services segment mainly include the provision of bus repair and maintenance services, and rental of advertising space on selected buses which accounted for 6.7%, 2.6%, 1.7%, 1.9% and 0.8% of our total revenue for the FYE 2022, FYE 2023, FYE 2024, FPE 2024 and FPE 2025 respectively.

For the Financial Years Under Review, FPE 2024 and FPE 2025, our revenue is transacted in the following currencies:

- Revenue for scheduled bus services with tickets purchased in Malaysia, provision of chartered bus services and other services for customers located in Malaysia is in RM; and
- Revenue for cross-border bus services in Singapore with tickets purchased in Singapore and provision of chartered bus services for customers located in Singapore is in SGD.

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12. FINANCIAL INFORMATION (Cont'd)**12.2.5 Revenue****(i) Revenue segmented by services**

	FYE 2022		FYE 2023		FYE 2024	
	RM'000	%	RM'000	%	RM'000	%
Scheduled bus services	23,637	75.1	108,376	90.6	190,649	91.8
- cross-border	4,036	12.8	63,601	53.2	122,352	58.9
- intracity	19,564	62.2	43,193	36.1	65,920	31.8
- intercity	37	0.1	1,582	1.3	2,377	1.1
Chartered bus services	5,712	18.2	8,126	6.8	13,525	6.5
Others ⁽¹⁾	2,119	6.7	3,130	2.6	3,539	1.7
Total	31,468	100.0	119,632	100.0	207,713	100.0

	FPE 2024		FPE 2025	
	RM'000	%	RM'000	%
Scheduled bus services	135,295	91.6	191,806	93.9
- cross-border	85,169	57.7	122,351	59.9
- intracity	48,610	32.9	66,335	32.5
- intercity	1,516	1.0	3,120	1.5
Chartered bus services	9,567	6.5	10,750	5.3
Others ⁽¹⁾	2,818	1.9	1,711	0.8
Total	147,680	100.0	204,267	100.0

Note:

- (1) Mainly comprise of the provision of bus repair and maintenance services and rental of advertising space on selected buses.

For the Financial Years Under Review, FPE 2024 and FPE 2025, the key operational metrics of our main operations, namely our cross-border and intracity bus services, are as follows:

	FYE 2022	FYE 2023	FYE 2024	FPE 2024	FPE 2025
Cross-border bus services					
Ridership ('000 number of passengers)	71	5,892	15,672	10,921	15,921
Intracity bus services (contracted)					
Operated mileage ('000 km)	4,991	13,069	22,046	16,167	20,783

As at the LPD, we have a fleet of 683 buses comprising the following:

Type of service	Number of buses
Cross-border bus service ⁽¹⁾	155
Intracity bus service	400
Intercity bus service	11
Chartered bus service	109
Others ⁽²⁾	8
Total	683

12. FINANCIAL INFORMATION (Cont'd)**Notes:**

- (1) *This refers to our 155 buses with approvals and omnibus licences including 150 buses for the operation of JB-SG cross-border bus services and 5 buses for intercity bus services between Kuala Lumpur/Melaka and Singapore.*
- (2) *This refers to buses that are on standby.*

(a) FYE 2023 compared to FYE 2022

Our revenue increased by RM88.2 million or 280.2% to RM119.6 million for the FYE 2023 (FYE 2022: RM31.5 million) which was attributed to the increase in revenue from our scheduled bus services segment following the relaxation of the COVID-19 containment measures. During the FYE 2022, our scheduled bus service operations was affected by the various containment measures due to COVID-19 pandemic.

Our revenue from scheduled bus services segment increased by RM84.7 million or 358.5% to RM108.4 million for the FYE 2023 (FYE 2022: RM23.6 million) and this was contributed by the following:

- increase in revenue from our cross-border bus services by RM59.6 million to RM63.6 million for the FYE 2023 (FYE 2022: RM4.0 million) as we gradually recommenced our JB-SG cross-border bus services after the reopening of borders in April 2022. The demand for our JB-SG bus services picked up and this was reflected in the increase in ridership from approximately 71,000 passengers for the FYE 2022 to approximately 5.9 million passengers for the FYE 2023.
- increase in revenue from our intracity bus services by RM23.6 million or 120.8% to RM43.2 million for the FYE 2023 (FYE 2022: RM19.6 million). This was mainly attributed to the commencement of the *myBas* services under the SBST programme which contributed RM22.3 million to our revenue for the FYE 2023. We secured a 3-year contract from APAD where we were appointed as the network operator for 19 intracity bus routes covering Kota Tinggi, Masai, Kulai, Gelang Patah and Pontian in Johor.
- increase in revenue from our intercity bus services by RM1.5 million to RM1.6 million for the FYE 2023 (FYE 2022: approximately RM37,000) as we gradually recommenced our intercity bus routes which were previously halted due to the containment measures implemented including interstate and inter-district travel restrictions during the various MCO periods. Our revenue from intercity bus services of RM1.6 million for the FYE 2023 was mainly contributed by the intercity bus services between Johor and Klang Valley, as well as the intercity bus services from JB Sentral to Senai Airport.

In addition, the increase in our revenue for the FYE 2023 was partly contributed by the increase in revenue from chartered bus services segment which increased by RM2.4 million or 42.3% to RM8.1 million (FYE 2022: RM5.7 million). This was mainly contributed by the recommencement of our chartered bus services for cross-border transportation to Singapore following the reopening of borders in the FYE 2023.

12. FINANCIAL INFORMATION (Cont'd)

Our revenue from other services segment increased by RM1.0 million or 47.7% to RM3.1 million for the FYE 2023 (FYE 2022: RM2.1 million) and this was primarily contributed by the increase in revenue from repair and maintenance services which were provided to third party customers and related parties.

(b) FYE 2024 compared to FYE 2023

Our revenue increased by RM88.1 million or 73.6% to RM207.7 million for the FYE 2024 (FYE 2023: RM119.6 million) which was mainly attributed to the increase in revenue from our scheduled bus services segment.

Our revenue from scheduled bus services segment increased by RM82.3 million or 75.9% to RM190.7 million for the FYE 2024 (FYE 2023: RM108.4 million) and this was contributed by the following:

- increase in revenue from our cross-border bus services by RM58.8 million or 92.4% to RM122.4 million for the FYE 2024 (FYE 2023: RM63.6 million). This was mainly attributed to the increase in demand for our JB-SG cross-border bus services as reflected in the increase in ridership of 166.0% from approximately 5.9 million passengers for the FYE 2023 to 15.7 million passengers for the FYE 2024.

In the FYE 2024, the ridership for our JB-SG cross-border bus services increased by 166.0% while the revenue growth was 92.4% for the FYE 2024. The lower growth in revenue compared to ridership growth was mainly attributed to the normalisation of ticket prices after the VTL scheme ended in April 2022. In the FYE 2023, the ticket price for the JB-SG cross-border bus services was higher as we operated the bus services under the land VTL scheme for 3 months during the FYE 2023. The average ticket price under the VTL scheme was RM45/SGD20 and the scheme ended in April 2022. Subsequently the ticket price normalised since May 2022 when the border fully reopened. The ticket price range between RM2.60 and RM8.00/SGD2.60 to SGD6.00 during the FYE 2023.

- increase in revenue from our intracity bus services by RM22.7 million or 52.6% to RM65.9 million for the FYE 2024 (FYE 2023: RM43.2 million). This was mainly attributed to higher revenue from the *myBas* services under the SBST programme in Johor Bahru and the surrounding areas which commenced in March 2022. Revenue derived from the operation of the *myBas* services increased by RM20.8 million or 93.1% to RM43.1 million for the FYE 2024. This was reflected in the increase of 97.2% in the operated mileage for the FYE 2024. Since the commencement in March 2022, we gradually deployed buses for the *myBas* services throughout the FYE 2023. On average, we operated 11 routes per month in the FYE 2023 compared to 17 routes per month in the FYE 2024.
- increase in revenue from our intercity bus services by RM0.8 million or 50.3% to RM2.4 million for the FYE 2024 (FYE 2023: RM1.6 million). This was mainly contributed by the increase in demand for our intercity bus services between Johor and Klang Valley, as well as the intercity bus services from JB Sentral to Senai Airport.

12. FINANCIAL INFORMATION (Cont'd)

Our revenue increase was partly due to the growth in revenue from chartered bus services segment, which increased by RM5.4 million, or 66.4%, reaching RM13.5 million for the FYE 2024 (FYE 2023: RM8.1 million). This growth was partly due to the provision of chartered bus services for cross-border transportation to Singapore, where we secured two new contracts from Customer A in Singapore. Additionally, the revenue growth for the FYE 2024 was contributed by increased revenue from the provision of chartered bus services in Malaysia.

Revenue from the other services segment increased by RM0.4 million or 13.1% to RM3.5 million for the FYE 2024 (FYE 2023: RM3.1 million), mainly contributed by the growth in revenue from the provision of repair and maintenance services in the FYE 2024. We provide repair and maintenance services to third party customers as well as related parties.

(c) FPE 2025 compared to FPE 2024

Our revenue increased by RM56.6 million or 38.3% to RM204.3 million for the FPE 2025 (FPE 2024: RM147.7 million), mainly attributed to the increase in revenue from our scheduled bus services segment.

Our revenue from scheduled bus services segment increased by RM56.5 million or 41.8% to RM191.8 million for the FPE 2025 (FPE 2024: RM135.3 million) and this was mainly contributed by the following:

- increase in revenue from our cross-border bus services by RM37.2 million or 43.7% to RM122.4 million for the FPE 2025 (FPE 2024: RM85.2 million). This was mainly attributed to the increased demand for our JB-SG cross-border bus services as reflected in the rise in ridership from approximately 10.9 million passengers in the FPE 2024 to 15.9 million passengers in the FPE 2025.
- increase in revenue from our intracity bus services by RM17.7 million or 36.5% to RM66.3 million for the FPE 2025 (FPE 2024: RM48.6 million). This was mainly attributed to the commencement of the *BAS.MY* services in Melaka in May 2024 and the *Rapid KL* services in Klang Valley in June 2024 which collectively contributed revenue of RM9.5 million in the FPE 2025. The increase in revenue was also partly contributed by the increase in revenue by RM3.4 million from the *myBas* services in Johor Bahru and surrounding areas and this was reflected in the increase of 12.7% in the operated mileage in the FPE 2025. On average, we operated 18 routes per month in the FPE 2025 compared to 17 routes per month in the FPE 2024. Furthermore, the average operated mileage per route had increased by 5.1% in the FPE 2025.
- increase in revenue from our intercity bus services by RM1.6 million or 105.8% to RM3.1 million for the FPE 2025 (FPE 2024: RM1.5 million). The increase was mainly contributed by the rise in demand for our intercity bus services between Johor and Klang Valley.

In addition, the increase in our revenue was partly contributed by the growth in our revenue from chartered bus services segment by RM1.2 million or 12.4% to RM10.8 million in the FPE 2025 (FPE 2024: RM9.6 million). This was mainly attributed to the increased revenue for cross-border chartered bus services to Singapore for Customer A, as well as for domestic chartered bus services, mainly for a customer involved in the travel and transportation industry in Malaysia.

Our revenue from the other services segment decreased by RM1.1 million or 39.3% to RM1.7 million for the FPE 2025 (FPE 2024: RM2.8 million). This was mainly due to the decrease in revenue from repair and maintenance provided to related parties. Since May 2024, we have ceased the provision of repair and maintenance services to related parties.

12. FINANCIAL INFORMATION (Cont'd)**12.2.6 Direct operating costs****(i) Direct operating costs**

	FYE 2022		FYE 2023		FYE 2024	
	RM'000	%	RM'000	%	RM'000	%
Direct labour costs	10,482	29.0	28,900	33.3	55,731	38.6
Fuel, spare parts and consumables	10,437	28.9	18,308	21.1	33,171	23.0
Subcontracted services	1,303	3.6	14,785	17.1	20,213	14.0
Depreciation	10,097	27.9	10,334	11.9	14,684	10.2
Others ⁽¹⁾	3,835	10.6	14,349	16.6	20,538	14.2
Total	36,154	100.0	86,676	100.0	144,337	100.0

	FPE 2024		FPE 2025	
	RM'000	%	RM'000	%
Direct labour costs	38,902	37.9	62,157	42.4
Fuel, spare parts and consumables	22,690	22.1	32,554	22.2
Subcontracted services	14,909	14.5	13,914	9.5
Depreciation	9,965	9.7	13,969	9.5
Others ⁽¹⁾	16,180	15.8	23,939	16.4
Total	102,646	100.0	146,533	100.0

Note:

- (1) Comprise mainly rental of buses for our bus service operations, rental of kiosks and space for ticketing counters, insurance, utility costs including electricity, tolls, parking and related expenses, penalties arising from failure to meet specified service performance criteria and security expenses.

(ii) Direct operating costs segmented by services

	FYE 2022		FYE 2023		FYE 2024	
	RM'000	%	RM'000	%	RM'000	%
Scheduled bus services	27,807	76.9	76,483	88.3	128,665	89.1
- cross-border	6,914	19.1	38,973	45.0	68,446	47.4
- intracity	20,853	57.7	36,208	41.8	58,189	40.3
- intercity	40	0.1	1,302	1.5	2,030	1.4
Chartered bus services	6,088	16.8	6,686	7.7	11,741	8.2
Others ⁽¹⁾	2,259	6.3	3,507	4.0	3,931	2.7
Total	36,154	100.0	86,676	100.0	144,337	100.0

	FPE 2024		FPE 2025	
	RM'000	%	RM'000	%
Scheduled bus services	91,318	89.0	135,529	92.5
- cross-border	47,449	46.3	70,843	48.4
- intracity	42,610	41.5	61,878	42.2
- intercity	1,259	1.2	2,808	1.9
Chartered bus services	8,122	7.9	9,834	6.7
Others ⁽¹⁾	3,206	3.1	1,170	0.8
Total	102,646	100.0	146,533	100.0

12. FINANCIAL INFORMATION (Cont'd)**Note:**

- (1) *Comprise mainly the provision of bus repair and maintenance services and rental of advertising space on selected buses.*

(a) Direct labour costs

Direct labour costs consist of salaries, statutory contributions and other related expenses for employees involved in our bus operations including drivers and technicians for repair and maintenance. Direct labour costs constitute a major proportion of our cost of sales which accounted for 29.0%, 33.3%, 38.6%, 37.9% and 42.4% of our total cost of sales for the FYE 2022, FYE 2023, FYE 2024, FPE 2024 and FPE 2025 respectively.

For the FYE 2023, our direct labour costs increased by RM18.4 million or 175.7% to RM28.9 million (FYE 2022: RM10.5 million). This was mainly attributed to the increase in the number of drivers from 451 drivers as at 31 January 2022 to 618 drivers as at 31 January 2023. The increase in number of drivers was primarily to support our business operations, particularly for the deployment of buses required for the commencement of the *myBas* services in March 2022. The increase in direct labour costs was also partly attributed to the increase in other employees (including technicians) from 103 employees as at 31 January 2022 to 131 employees as at 31 January 2023 coupled with the increase in minimum wage from RM1,200 to RM1,500 which took effect on 1 May 2022.

For the FYE 2024, our direct labour costs increased by RM26.8 million or 92.8% to RM55.7 million (FYE 2023: RM28.9 million). This was mainly attributed to the increase in the number of drivers from 618 drivers as at 31 January 2023 to 825 drivers as at 31 January 2024 as we gradually deployed more buses for the *myBas* services which commenced in March 2022. The increase in direct labour costs was also contributed by the increase in other employees (including technicians) from 131 employees as at 31 January 2023 to 231 employees as at 31 January 2024. The increase in direct labour cost was also partly contributed by increment in salaries as well as bonus payment for the FYE 2024.

For the FPE 2025, our direct labour costs increased by RM23.3 million or 59.8% to RM62.2 million (FPE 2024: RM38.9 million). This was mainly due to the increase in the number of drivers from 794 drivers as at 31 October 2023 to 1,046 drivers as at 31 October 2024, as well as other employees (including technicians) which increased from 192 employees as at 31 October 2023 to 285 employees as at 31 October 2024. This was primarily attributed to the deployment of bus drivers following the commencement of the *BAS.MY* services in Melaka and the *Rapid KL* services in Klang Valley. The increase was also partly contributed by increment in salaries as well as bonus payment for the FPE 2025.

(b) Fuel, spare parts and consumables

Fuel, spare parts and consumables costs represent the second largest component of our cost of sales and this accounted for 28.9%, 21.1%, 23.0%, 22.1% and 22.2% of our total cost of sales for the FYE 2022, FYE 2023, FYE 2024, FPE 2024 and FPE 2025 respectively. Fuel costs comprise diesel which is used for our ICE buses, while spare parts and consumables are mainly for repair and maintenance of our buses.

Our fuel, spare parts and consumables costs increased by RM7.9 million or 75.4% to RM18.3 million for the FYE 2023 (FYE 2022: RM10.4 million), mainly contributed by the increase in fuel costs. This was mainly due to the recommencement of our JB-SG cross-border bus services after the reopening of borders in April 2022 as well as the commencement of the *myBas* services under the SBST programme in March 2022.

12. FINANCIAL INFORMATION (Cont'd)

For the FYE 2024, our fuel, spare parts and consumables cost increased by RM14.9 million or 81.2% to RM33.2 million (FYE 2023: RM18.3 million). The increase was mainly attributed to the increase in fuel costs for our bus service operations on the back of increase in demand for our cross-border bus services as well as increase in the operated mileage for our intracity bus services under the *myBas* services. In addition, the increase was contributed by the increase in spare parts and consumable costs for repair and maintenance of our fleet of buses on the back of increased bus service operations, as well as increase in demand for repair and maintenance services by third party customers and related parties.

For the FPE 2025, our fuel, spare parts and consumables costs increased by RM9.9 million or 43.5% to RM32.6 million (FPE 2024: RM22.7 million). The increase was mainly attributed to the increase in fuel costs for our bus service operations on the back of increased demand for our cross-border bus services as well as increase in operated mileage for our intracity bus services following the commencement of the *BAS.MY* services in Melaka and the *Rapid KL* services in Klang Valley. The increase was also partly contributed by the increase in spare parts and consumable costs for the repair and maintenance of our fleet of buses on the back of increased bus service operations in the FPE 2025.

(c) Subcontracted services

Our subcontracted services refer to the engagement of third party bus service operators for some of our intracity bus services routes under the SBST programme, as well as subcontracted repair and maintenance services. Notwithstanding our Group's future plans to expand our bus fleet, we intend to continue the engagement of third party bus service operators to run some of our bus routes.

For the FYE 2023, our subcontracted services increased by RM13.5 million to RM14.8 million (FYE 2022: RM1.3 million). This was mainly contributed by RM10.7 million for the subcontracted bus services for the operation of the *myBas* routes in Johor Bahru and surrounding areas which commenced in March 2022. The increase was also partly attributed to the increase of RM2.8 million for subcontracted repair and maintenance services.

Our subcontracted services further increased by RM5.4 million or 36.7% to RM20.2 million for the FYE 2024 (FYE 2023: RM14.8 million). This was mainly attributed to the increase of RM4.6 million for subcontracted bus services for the *myBas* services due to the increase in subcontracted routes for our bus service operators, as well as increase of RM0.8 million for subcontracted repair and maintenance services.

For the FPE 2025, the subcontracted services decreased by RM1.0 million or 6.7% to RM13.9 million (FPE 2024: RM14.9 million). This was mainly attributed to the reduction in subcontracted routes for one of the bus service operators.

(d) Depreciation

Depreciation costs mainly consist of depreciation of our buses. Our depreciation costs increased by RM0.2 million or 2.3% to RM10.3 million for the FYE 2023 (FYE 2022: RM10.1 million) due to the purchases of 34 units of new buses during the FYE 2023. Our depreciation costs further increased by RM4.4 million or 42.1% to RM14.7 million for the FYE 2024 due to the additional 102 units of new buses purchased during the FYE 2024.

For the FPE 2025, our depreciation costs increased by RM4.0 million or 40.2% to RM14.0 million (FPE 2024: RM10.0 million) which was contributed by the 197 units of new buses purchased during the FPE 2025.

12. FINANCIAL INFORMATION (Cont'd)**(e) Other costs**

Other costs mainly comprised rental of buses for our bus service operations, rental of kiosks and space for ticketing counters, insurance, utility costs including electricity, tolls, parking and related expenses, penalties arising from failure to meet specified service performance criteria and security expenses.

For the FYE 2023, our other costs increased by RM10.5 million to RM14.3 million (FYE 2022: RM3.8 million). This was mainly contributed by the increase of RM2.8 million in rental of buses, increase of RM1.8 million for tolls, parking and related expenses, and RM1.4 million of penalties arising mainly from failure to meet specified service performance criteria such as trip efficiency and punctuality mainly for the *myBas* services under the SBST programme. Save for the penalties imposed, there were no other implications to our Group.

For the FYE 2024, our other costs increased by RM6.2 million or 43.1% to RM20.5 million (FYE 2023: RM14.3 million). This was mainly contributed by the increase of RM2.2 million in rental of buses, increase of RM2.1 million for tolls, parking and related expenses, and increase of RM1.5 million in insurance expenses.

For the FPE 2025, our other costs increased by RM7.8 million or 48.0% to RM23.9 million (FPE 2024: RM16.2 million). This was mainly contributed by the increase of RM1.8 million in insurance expenses, increase of RM1.4 million in utility expenses, as well as increase of RM1.2 million for tolls, parking and related expenses on the back of increased bus service operations in the FPE 2025.

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12. FINANCIAL INFORMATION (Cont'd)**12.2.7 (GL)/GP****(i) (GL)/GP segmented by services**

	FYE 2022			FYE 2023			FYE 2024		
	(GL) RM'000	%	(GL) margin %	GP/(GL) RM'000	%	GP/(GL) margin %	GP/(GL) RM'000	%	GP/(GL) margin %
Scheduled bus services	(4,170)	89.0	(17.6)	31,893	96.7	29.4	61,984	97.7	32.5
- cross-border	(2,878)	61.4	(71.3)	24,628	74.7	38.7	53,906	85.0	44.1
- intracity	(1,289)	27.5	(6.6)	6,985	21.2	16.2	7,731	12.2	11.7
- intercity	(3)	0.1	(8.1)	280	0.8	17.7	347	0.5	14.6
Chartered bus services	(376)	8.0	(6.6)	1,440	4.4	17.7	1,784	2.9	13.2
Others ⁽¹⁾	(140)	3.0	(6.6)	(377)	(1.1)	(12.0)	(392)	(0.6)	(11.1)
Total / Group (GL)/GP margin	(4,686)	100.0	(14.9)	32,956	100.0	27.5	63,376	100.0	30.5

	FPE 2024			FPE 2025		
	GP/(GL) RM'000	%	GP/(GL) margin %	GP RM'000	%	GP margin %
Scheduled bus services	43,977	97.7	32.5	56,277	97.5	29.3
- cross-border	37,720	83.8	44.3	51,508	89.2	42.1
- intracity	6,000	13.3	12.3	4,457	7.7	6.7
- intercity	257	0.6	17.0	312	0.6	10.0
Chartered bus services	1,445	3.2	15.1	916	1.6	8.5
Others ⁽¹⁾	(388)	(0.9)	(13.8)	541	0.9	31.6
Total / Group GP margin	45,034	100.0	30.5	57,734	100.0	28.3

Note:

(1) Comprise mainly the provision of bus repair and maintenance services and rental of advertising space on selected buses.

12. FINANCIAL INFORMATION (Cont'd)

Our GP and GP margin were primarily contributed by our cross-border bus services, where the revenue was mainly transacted in SGD, while our business operations are based in Malaysia, where the operating costs were mainly transacted in RM. For the Financial Years/Period Under Review, the revenue recorded in SGD constituted 9.0%, 41.0%, 49.0%, and 50.4% of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively.

Please refer to Section 9.1.9 of this Prospectus for further details on our exposure to foreign exchange risks.

Notwithstanding this, the year-over-year fluctuations in our GP and GP margin were mainly due to other factors as further discussed below:

(a) FYE 2023 compared to FYE 2022

For the FYE 2023, we recorded a GP of RM33.0 million with a GP margin of 27.5%, as compared to a GL of RM4.7 million with a GL margin of 14.9% in the FYE 2022. We recorded an overall GL in the FYE 2022 as our operation was affected by the various COVID-19 containment measures including border closure between Malaysia and Singapore. During the FYE 2022, our cross-border bus services was suspended due to the border closure while our intracity and intercity bus services continued to operate at reduced frequencies with fewer routes. We continued to incur costs such as salaries for our employees including drivers as well as other fixed costs namely depreciation. This has consequently affected our financial performance and resulted in the GL for the FYE 2022.

The improvement in GP for the FYE 2023 was mainly contributed by the growth in GP from our scheduled bus services segment from a GL of RM4.2 million to a GP of RM31.9 million. Our GP margin from our scheduled bus services improved from a GL margin of 17.6% for the FYE 2022 to a GP margin of 29.4% for the FYE 2023. This was mainly contributed by the following:

- GP from cross-border bus services improved from a GL of RM2.9 million for the FYE 2022 to a GP of RM24.6 million for the FYE 2023 following the resumption of our cross-border bus services. This was reflected in the increase in revenue for this segment from RM4.0 million for the FYE 2022 to RM63.6 million for the FYE 2023, on the back of higher ridership. Our GP margin from the cross-border bus services improved from a GL margin of 71.3% for the FYE 2022 to 38.7% for the FYE 2023 following the resumption of cross-border bus services.
- GP from intracity bus services improved from a GL of RM1.3 million for the FYE 2022 to a GP of RM7.0 million for the FYE 2023. This was mainly contributed by the commencement of the *myBas* services under the SBST programme in the FYE 2023, as well as an increase in GP from our other intracity bus routes we provide in Johor which recorded a GL in the FYE 2022. Our GP margin from the intracity bus services improved from a GL margin of 6.6% for the FYE 2022 to 16.2% for the FYE 2023 following the commencement of the *myBas* services.
- GP from intercity bus services improved from a GL of approximately RM3,000 for the FYE 2022 to a GP of RM0.3 million for the FYE 2023 following the gradual recommencement of our intercity bus routes. This was reflected in the increase in revenue from intercity bus services from approximately RM37,000 for the FYE 2022 to RM1.6 million for the FYE 2023. Our GP margin from the intercity bus services improved from a GL margin of 8.1% for the FYE 2022 to 17.7% for the FYE 2023 following the gradual recommencement of our intercity bus routes.

12. FINANCIAL INFORMATION (Cont'd)

As for our chartered bus services segment, we recorded a GP of RM1.4 million for the FYE 2023 as compared to a GL of RM0.4 million for the FYE 2022 which was reflected in the increase in revenue from this segment from RM5.7 million in the FYE 2022 to RM8.1 million in the FYE 2023. Following the recommencement of chartered bus services for cross-border transportation as well as increase in revenue from the provision of chartered bus services in Malaysia, our GP margin from chartered bus services segment improved from a GL margin of 6.6% for the FYE 2022 to a GP margin of 17.7% for the FYE 2023. This was mainly attributed to an increase in chartering bus services provided, which drove improvements in operating efficiency. This was reflected in the lower proportion of operating costs over revenue for our chartered bus services which decreased by 24.3% for the FYE 2023.

As for our other services segment, we recorded a GL of RM0.1 million and RM0.4 million with a GL margin of 6.6% and 12.0% for the FYE 2022 and FYE 2023 respectively. The GL for the FYE 2022 was mainly attributed to the repair and maintenance services where fixed costs continued to be incurred as our maintenance services were affected by COVID-19 containment measures. Meanwhile, the GL for the FYE 2023 was mainly attributed to the provision of on-demand shuttle service due to revenue shortfall in covering the costs and we have ceased operations since 1 May 2024.

(b) FYE 2024 compared to FYE 2023

Our GP increased by RM30.4 million or 92.3% to RM63.4 million for the FYE 2024 (FYE 2023: RM33.0 million), while GP margin improved from 27.5% for the FYE 2023 to 30.5% for the FYE 2024. The improvement was mainly attributed to our scheduled bus services.

Our GP from scheduled bus services segment increased by RM30.1 million or 94.4% to RM62.0 million in the FYE 2024 (FYE 2023: RM31.9 million). This was mainly contributed by the following:

- an increase in GP from our cross-border bus services by RM29.3 million or 118.9% to RM53.9 million in the FYE 2024 (FYE 2023: RM24.6 million). This was also reflected in our revenue growth of 92.4% from the cross-border bus services for the FYE 2024. Our GP margin from the cross-border bus services increased from 38.7% for the FYE 2023 to 44.1% for the FYE 2024 on the back of an increase in ridership.
- an increase in GP from our intracity bus services by RM0.7 million or 10.7% to RM7.7 million for the FYE 2024 (FYE 2023: RM7.0 million), which was also reflected in the revenue growth of 52.6% from intracity bus services for the FYE 2024. The GP margin from the intracity bus services declined from 16.2% for the FYE 2023 to 11.7% for the FYE 2024. This was due to higher operating costs mainly attributed to increased driver expenses, resulting from the progressive deployment of new buses for the *myBas* new routes during the said financial year. This was reflected in the higher proportion of operating costs over revenue for our intracity bus services, which increased by 4.5% for the FYE 2024.

12. FINANCIAL INFORMATION (Cont'd)

- increase in GP from our intercity bus services by approximately RM67,000 or 23.9% to approximately RM347,000 for the FYE 2024 (FYE 2023: approximately RM280,000), which was also reflected in the revenue growth of 50.3% from intercity bus services for the FYE 2024. Our GP margin from the intercity bus services declined from 17.7% for the FYE 2023 to 14.6% for the FYE 2024. This was due to higher operating costs arising mainly from increased driver expenses on the back of increase in salaries as well as bonus payment. This was reflected in the higher proportion of operating costs over revenue for our intercity bus services which increased by 3.1% for the FYE 2024.

The GP from chartered bus services segment increased by RM0.3 million or 23.9% to RM1.8 million for the FYE 2024 (FYE 2023: RM1.4 million). This was also reflected in the increase in our revenue growth of 66.4% from the intercity bus services for the FYE 2024. The GP margin from the chartered bus services declined from 17.7% for the FYE 2023 to 13.2% for the FYE 2024. This was due to higher operating costs as reflected in the higher proportion of operating costs over revenue for our chartered bus services which increased by 4.5% for the FYE 2024. The higher operating costs was mainly from increased driver expenses on the back of increase in salaries as well as bonus payment.

For our other services segment, we recorded a GL of approximately RM392,000 with a GL margin of 11.1% in the FYE 2024 (FYE 2023: GL of RM377,000 with GL margin of 12.0%). The GL for the FYE 2024 was mainly attributed to the provision of on-demand shuttle service due to revenue shortfall in covering the costs. Nonetheless, we have ceased the provision of on-demand shuttle services since 1 May 2024.

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12. FINANCIAL INFORMATION (Cont'd)**(c) FPE 2025 compared to FPE 2024**

Our GP increased by RM12.7 million or 28.2% to RM57.7 million for the FPE 2025 (FPE 2024: RM45.0 million), mainly contributed by our cross-border bus services. Our GP margin decreased from 30.5% for the FPE 2024 to 28.3% for the FPE 2025.

Our GP from scheduled bus services segment increased by RM12.3 million or 28.0% to RM56.3 million for the FPE 2025 (FPE 2024: RM44.0 million). The increase was contributed by the following:

- an increase in GP from our cross-border bus services by RM13.8 million or 36.6% to RM51.5 million for the FPE 2025 (FPE 2024: RM37.7 million). This was reflected in the increase in our revenue by 43.7% from cross-border bus services in the FPE 2025 on the back of higher ridership. The GP margin from this segment declined from 44.3% for the FPE 2024 to 42.1% for the FPE 2025. This was mainly due to higher operating costs including fuel costs and driver expenses. This was reflected in the higher proportion of operating costs over revenue for our cross-border bus services which increased by 2.2% for the FPE 2025.
- an increase in GP from our intercity bus services by approximately RM55,000 or 21.4% to approximately RM312,000 in the FPE 2025 (FPE 2024: approximately RM257,000), which was also reflected in our revenue growth of 105.8% from the intercity bus services for the FPE 2025. The GP margin from our intercity bus services declined from 17.0% for the FPE 2024 to 10.0% for the FPE 2025. This was mainly due to higher operating costs including fuel costs and driver expenses. This was reflected in the higher proportion of operating costs over revenue for our intercity bus services which increased by 7.0% for the FPE 2025.

The increase in GP from scheduled bus services segment was partially offset by a decrease in GP from our intracity bus services by RM1.5 million or 25.7% to RM4.5 million for the FPE 2025 (FPE 2024: RM6.0 million). This was due to higher operating costs, including increased depreciation costs from the newly purchased buses, as well as higher driver expenses and fuel costs associated with the commencement of the *BAS.MY* services in Melaka and the *Rapid KL* services in Klang Valley. The *BAS.MY* services in Melaka and the *Rapid KL* services in Klang Valley commenced in May 2024 and June 2024 respectively. The GP margin from our intracity bus services declined from 12.3% for the FPE 2024 to 6.7% for the FPE 2025. The decrease in GP margin was mainly primarily due to higher operating costs including depreciation, fuel costs and driver expenses, during the initial stages for the deployment of these new bus services. This was reflected in the higher proportion of operating costs over revenue for our intracity bus services which increased by 5.6% for the FPE 2025.

The GP from chartered bus services segment decreased by RM0.5 million or 36.6% to RM0.9 million for the FPE 2025 (FPE 2024: RM1.4 million), while GP margin declined from 15.1% in the FPE 2024 to 8.5% in the FPE 2025. This was mainly due to the increase in operating costs including fuel costs and salaries as reflected in the higher proportion of operating costs over revenue for our chartered bus services which increased by 6.6% for the FPE 2025.

For our other services segment, we recorded a GP of RM0.5 million with a GP margin of 31.6% for the FPE 2025 as compared to a GL of RM0.4 million with a GL margin of 13.8% for the FPE 2024. The turnaround in the GP and GP margin was mainly following the cessation of the provision of on-demand shuttle services which previously recorded a GL for the FPE 2024.

12. FINANCIAL INFORMATION (Cont'd)**12.2.8 Other operating income**

	FYE 2022		FYE 2023		FYE 2024	
	RM'000	%	RM'000	%	RM'000	%
Rental income ⁽¹⁾	1,276	37.8	1,163	36.1	1,214	23.5
Gain on foreign exchange	-	-	-	-	1,587	30.8
Sales of scrap ⁽²⁾	38	1.1	794	24.6	994	19.3
Deposits written back ⁽³⁾ and other compensation ⁽⁴⁾	944	28.0	32	1.0	114	2.2
Implementation of contactless payment system ⁽⁵⁾	377	11.2	-	-	-	-
Training services ⁽⁶⁾	358	10.6	490	15.2	460	8.9
Initial set-up fee ⁽⁷⁾	-	-	-	-	123	2.4
Others ⁽⁸⁾	383	11.3	745	23.1	666	12.9
Total	3,376	100.0	3,224	100.0	5,158	100.0

	FPE 2024		FPE 2025	
	RM'000	%	RM'000	%
Rental income ⁽¹⁾	918	22.5	372	15.9
Gain on foreign exchange	1,324	32.5	910	38.9
Sales of scrap ⁽²⁾	959	23.5	121	5.2
Deposits written back ⁽³⁾ and other compensation ⁽⁴⁾	50	1.2	117	5.0
Training services ⁽⁶⁾	319	7.8	-	-
Initial set-up fee ⁽⁷⁾	-	-	303	12.9
Others ⁽⁸⁾	508	12.5	518	22.1
Total	4,078	100.0	2,341	100.0

Notes:

- (1) Refers to income received from the rental of office space to related parties as well as rental of depot, counters and commercial space at Taman Ungku Tun Aminah (TUTA) Bus Terminal.
- (2) Mainly old buses and spare parts.
- (3) For the FYE 2022, the deposits written back of RM0.9 million mainly include deposits collected from bus drivers pertaining to the maximum indemnity from bus drivers to our Group amounting to RM1,000 per driver and recovery of bus drivers' training cost prepaid by us.
- (4) Other compensation received in the FYE 2023, FYE 2024, FPE 2024 and FPE 2025 were mainly pertaining to compensation from our drivers for the damages arising from accidents.
- (5) Refers to the income received from Visa Worldwide Pte Ltd for the implementation and deployment of contactless payment systems on our buses as well as the related marketing and promotional materials.
- (6) Refers to incentives received under the National Dual Training System programme by Department of Skills Development, an agency under the Ministry of Human Resources Malaysia.
- (7) Refers to the initial set-up fee charged to our customers for the printing of decals for the rental of advertising space on selected buses.

12. FINANCIAL INFORMATION (Cont'd)

- (8) *Mainly include income pertaining to administrative fees charged to our related parties for the shared services provided, provision of IT support services to our related parties and interest income mainly from the interest charged to our related parties on advances extended for the Financial Years Under Review, FPE 2024 and FPE 2025. Others also comprised insurance claim from an insurance company arising from accidents involving our drivers and buses for the FYE 2024 and FPE 2025, as well as recovery of impairment of receivables, as well as gain on lease termination for the FPE 2025.*

(a) FYE 2023 compared to FYE 2022

Our other operating income decreased by RM0.2 million or 4.5% to RM3.2 million for the FYE 2023 (FYE 2022: RM3.4 million) primarily attributed to the decrease in deposits written back and other compensation to approximately RM32,000 in the FYE 2023 (FYE 2022: RM0.9 million). The amount written back of RM0.9 million in the FYE 2022 mainly include deposits collected from bus drivers pertaining to the maximum indemnity of RM1,000 per driver to our Group, and the recovery of bus drivers' training cost prepaid by us. Pursuant to the employment letter, we are entitled to claim these expenses from the respective drivers, but had not done so in the past. The nature of these write-backs is considered in the ordinary and usual course of business and is expected to recur. However, in the FYE 2022, balances that were previously not recognized were regularised.

The decrease in other income was partly offset by an increase of RM0.8 million in sales of scrap mainly comprising old buses sold as scrap as these buses were fully depreciated and no longer viable for continued operations.

(b) FYE 2024 compared to FYE 2023

Our other operating income increased by RM1.9 million or 60.0% to RM5.2 million for the FYE 2024 (FYE 2023: RM3.2 million) and this was mainly attributed to the realised gain on foreign exchange of RM1.6 million due to the movement in foreign exchange arising from transactions related to our Singapore operations which were transacted in SGD, as well as an increase of RM0.2 million in sales of scrap comprising mainly old buses and spare parts.

(c) FPE 2025 compared to FPE 2024

Our other operating income decreased by RM1.7 million or 42.6% to RM2.3 million for the FPE 2025 (FPE 2024: RM4.1 million), primarily attributed to the decrease of RM0.8 million in sales of scrap, decrease of RM0.5 million in rental income and decrease of RM0.4 million in gain on foreign exchange.

12. FINANCIAL INFORMATION (Cont'd)**12.2.9 Distribution and other operating expenses**

	FYE 2022		FYE 2023		FYE 2024	
	RM'000	%	RM'000	%	RM'000	%
Subscription fees ⁽¹⁾	438	77.0	909	64.0	1,235	33.4
Upkeep and maintenance ⁽²⁾	63	11.1	179	12.6	1,055	28.5
Processing fees ⁽³⁾	2	0.3	403	28.3	596	16.1
Travelling and transportation	19	3.3	33	2.3	277	7.5
Others	47 ⁽⁴⁾	8.3	(103) ⁽⁵⁾	(7.2)	536 ⁽⁶⁾	14.5
Total	569	100.0	1,421	100.0	3,699	100.0

	FPE 2024		FPE 2025	
	RM'000	%	RM'000	%
Subscription fees ⁽¹⁾	964	39.4	520	29.9
Upkeep and maintenance ⁽²⁾	761	31.1	224	12.9
Processing fees ⁽³⁾	425	17.4	526	30.3
Travelling and transportation	101	4.1	326	18.8
Others	195 ⁽⁷⁾	8.0	141 ⁽⁸⁾	8.1
Total	2,446	100.0	1,737	100.0

Notes:

- (1) Including mainly the subscription fees for online platforms and application software for our bus operations.
- (2) Including upkeep and maintenance of depots, offices, hostel as well as motor vehicles.
- (3) Refers to payment processing fees for the use of contactless payments by passengers.
- (4) Mainly include donations and sponsorships and depreciation of investment property.
- (5) Mainly include the gain on foreign exchange and gain on disposal of a passenger car.
- (6) Mainly include donations and sponsorships, and loss on foreign exchange.
- (7) Mainly include donations and sponsorships, advertisement expenses, and loss on foreign exchange.
- (8) Mainly include donations and sponsorships, entertainment and annual dinner expenses.

12. FINANCIAL INFORMATION (Cont'd)

(a) FYE 2023 compared to FYE 2022

The distribution and other operating expenses increased by RM0.9 million or 149.7% to RM1.4 million for the FYE 2023 (FYE 2022: RM0.6 million). This was mainly attributed to the increase of RM0.5 million in the subscription fees for online platforms and application software for our bus operations. The increase in our distribution and other operating expenses was partly contributed by the increase of RM0.4 million in processing fees for the use of contactless payments by passengers.

(b) FYE 2024 compared to FYE 2023

The distribution and other operating expenses increased by RM2.3 million or 160.3% to RM3.7 million for the FYE 2024 (FYE 2023: RM1.4 million). This was mainly attributed to the following:

- increase of RM0.9 million in upkeep and maintenance mainly for our depot and head office;
- increase of RM0.3 million in subscription fees for online platforms and application software for our bus operations;
- increase of RM0.2 million in travelling and transportation expenses; and
- increase of RM0.6 million in other expenses, mainly due to RM0.2 million of realised loss in foreign exchange, and an increase of RM0.2 million for donations.

(c) FPE 2025 compared to FPE 2024

The distribution and other operating expenses decreased by RM0.7 million or 29.0% to RM1.7 million for the FPE 2025 (FPE 2024: RM2.4 million). This was mainly attributed to the decrease of approximately RM0.5 million in upkeep and maintenance mainly for depot and head office, as well as decrease of RM0.4 million in subscription fees for online platforms and application software for our bus operations. The decrease was partially offset by an increase of RM0.2 million in travelling and transportation expenses.

12. FINANCIAL INFORMATION (Cont'd)**12.2.10 Administrative expenses and net loss on impairment of receivables**

	FYE 2022		FYE 2023		FYE 2024	
	RM'000	%	RM'000	%	RM'000	%
Administrative expenses:						
- Staff costs	4,160	48.3	4,990	53.0	6,777	47.7
- Directors' remuneration	427	5.0	551	5.8	783	5.5
- PPE impaired and written-off ⁽¹⁾	1,393	16.2	896	9.5	1,472	10.4
- Depreciation and amortisation ⁽²⁾	1,615	18.7	987	10.5	1,228	8.6
- Professional fees ⁽³⁾	282	3.3	623	6.6	1,123	7.9
- Authority fees ⁽⁴⁾	84	1.0	444	4.7	656	4.6
- Others ⁽⁵⁾	658	7.5	923	9.9	2,166	15.3
Total	8,619	100.0	9,414	100.0	14,205	100.0

Net loss on impairment of receivables⁽⁶⁾ **22,619** **-** **751**

	FPE 2024		FPE 2025	
	RM'000	%	RM'000	%
Administrative expenses:				
- Staff costs	4,578	50.4	6,354	42.2
- Directors' remuneration	566	6.2	584	3.9
- PPE impaired and written-off ⁽¹⁾	334	3.7	2,716	18.0
- Depreciation and amortisation ⁽²⁾	922	10.2	986	6.5
- Professional fees ⁽³⁾	715	7.9	557	3.7
- Authority fee ⁽⁴⁾	490	5.4	1,229	8.2
- Others ⁽⁵⁾	1,476	16.2	2,640	17.5
Total	9,081	100.0	15,066	100.0

Net loss on impairment of receivables⁽⁶⁾ **-** **489**

Notes:

(1) For the Financial Years/Period Under Review, the PPE impaired and written-off were:

- FYE 2022: RM1.4 million mainly comprise the write-off of office equipment such as time attendance systems and fire protection systems, furniture and fittings and electrical installation, which were technically or physically obsolete and no longer in use.
- FYE 2023: RM0.9 million mainly comprise the write-off of old buses as they were either no longer considered useful or economically viable or are significantly damaged.
- FYE 2024: RM1.5 million mainly comprise the impairment of a leasehold land as the recoverable amount of the land was lower than its carrying amount, and the write-off of old buses as they were either no longer considered useful or economically viable or are significantly damaged.
- FPE 2025: RM2.7 million mainly comprise the write-off of old buses, as well as ticketing machines as the cost of restoring or maintaining these assets being more costly than acquiring new ones.

(2) Refers to depreciation of PPE including lands and buildings, furniture and fittings, office equipment, renovation, right-of-use assets and amortisation of intangible assets.

12. FINANCIAL INFORMATION (Cont'd)

- (3) *Includes legal fee, audit fee, tax agent fee, architect fee, recruitment fee and professional fee for system implementation.*
- (4) *Includes stamp duty, foreign worker levy, quit rent and assessment fees, as well as licence fees.*
- (5) *Mainly comprise office related expenses, utilities, bank charges, tender expenses, insurance, upkeep and maintenance expenses.*
- (6) *For the Financial Years/Period Under Review, the net impairment loss of trade and other receivables were:*
 - *FYE 2022: RM22.6 million mainly comprise the impairment of other receivables which were amount owing by related parties.*
 - *FYE 2024: RM0.8 million mainly comprise the impairment of amount owing by a customer as well as impairment loss of trade receivables recognised based on expected credit losses computed in accordance with MFRS 9.*
 - *FPE 2025: RM0.5 million mainly comprise the impairment of amount owing by a customer as well as impairment loss of trade receivables recognised based on expected credit losses computed in accordance with MFRS 9.*

(a) FYE 2023 compared to FYE 2022

Our administrative expenses increased by RM0.8 million or 9.2% to RM9.4 million for the FYE 2023 (FYE 2022: RM8.6 million). This was mainly attributed to the following:

- increase in staff costs of RM0.8 million due to the increase in the number of employees from 245 employees as at 31 January 2022 to 285 employees as at 31 January 2023;
- increase in authority fees of RM0.4 million arising from an increase in stamp duty pertaining to the revolving credit facilities secured and used for the purchase of buses; and
- increase in professional fees of RM0.3 million mainly architect fee for the expansion of our depot facilities, legal fees for the preparation of banking facility agreements, tax agent fee for transfer pricing documents and professional fee for system implementation.

The increase in administrative expenses was partially moderated by the decrease of RM0.6 million in depreciation and amortisation in the FYE 2023 due to office equipment and motor vehicles that are fully depreciated as well as waiver of rental for the TUTA Bus Terminal between January 2022 and December 2022.

There was a net loss on impairment of trade and other receivables of RM22.6 million for the FYE 2022 mainly from other receivables which were amount owing by related parties. The amount owing by related parties, namely Manja Technologies SG and Hugo Mobility SG were pertaining to the advances extended to them and/or payments made on behalf of Manja Technologies SG and Hugo Mobility SG for their employee salaries, where in return Manja Technologies SG and Hugo Mobility SG assisted in developing the software applications that we use.

12. FINANCIAL INFORMATION (Cont'd)**(b) FYE 2024 compared to FYE 2023**

Our administrative expenses increased by RM4.8 million or 50.9% to RM14.2 million for the FYE 2024 (FYE 2023: RM9.4 million). This was mainly attributed to the following:

- increase in staff costs of RM1.8 million due to increments and bonus payments coupled with the increase in the number of employees from 285 employees as at 31 January 2023 to 365 employees as at 31 January 2024.
- increase in PPE written-off of RM0.6 million mainly due to the impairment of leasehold land as the recoverable amount of the land was lower than its carrying amount;
- increase in professional fees of RM0.5 million mainly professional fee for system implementation, recruitment fee, legal fee for the preparation of banking facility agreements as well as architect fee for the expansion of our depot facilities; and
- increase in other expenses by RM1.2 million, primarily due to the increase of RM0.4 million in tender expenses for a contracted intracity bus service with the government bodies as well as an increase of RM0.4 million in bank charges pertaining to fees charged by payment gateway for the processing of online payments for the reload of *ManjaLink* card.

There was a net loss on impairment of trade and other receivables of RM0.8 million for the FYE 2024 mainly comprised amount owing by a customer for intracity bus services that was past due for more than 12 months, as well as impairment loss of trade receivables recognised based on expected credit losses computed in accordance with MFRS 9.

(c) FPE 2025 compared to FPE 2024

Our administrative expenses increased by RM6.0 million or 65.9% to RM15.1 million for the FPE 2025 (FPE 2024: RM9.1 million). This was mainly attributed to the increase of RM2.4 million in PPE written-off which mainly comprised old buses and ticketing machines as the cost of restoring or maintaining these assets being more costly than acquiring new ones, as well as increase of RM1.8 million in staff costs due to the increase in the number of employees from 309 employees as at 31 October 2023 to 407 employees as at 31 October 2024.

There was a net loss on impairment of trade receivables of RM0.5 million for the FPE 2025 mainly comprised amount owing by a customer for intracity bus services that was past due for more than 12 months, as well as impairment loss of trade receivables recognised based on expected credit losses computed in accordance with MFRS 9.

12. FINANCIAL INFORMATION (Cont'd)**12.2.11 Finance costs**

	FYE 2022		FYE 2023		FYE 2024	
	RM'000	%	RM'000	%	RM'000	%
Interest expense on:						
- lease liabilities	705	42.1	1,543	51.1	2,219	46.9
- revolving credit	899	53.8	1,303	43.1	2,217	46.8
- term loans	-	-	-	-	245	5.2
- bank overdrafts	69	4.1	174	5.8	51	1.1
Total	1,673	100.0	3,020	100.0	4,732	100.0

	FPE 2024		FPE 2025	
	RM'000	%	RM'000	%
Interest expense on:				
- lease liabilities	1,642	45.8	2,383	44.6
- revolving credit	1,775	49.6	1,245	23.3
- term loans	57	1.6	1,639	30.6
- bank overdrafts	108	3.0	78	1.5
Total	3,582	100.0	5,345	100.0

(a) FYE 2023 compared to FYE 2022

Our finance costs increased by RM1.3 million or 80.5% for the FYE 2023. This was mainly attributed to the increase in lease interest by RM0.8 million contributed by the higher interest expense on hire purchases of additional PPE including buses and related facilities during the FYE 2023.

The increase was also partly attributed to the increase in interest expense on revolving credit by RM0.4 million arising from the higher utilisation of banking facilities which were mainly utilised for the purchase of buses as well as working capital purposes.

(b) FYE 2024 compared to FYE 2023

Our finance costs increased by RM1.7 million or 56.7% for the FYE 2024. This was mainly attributed to the increase in interest expense on revolving credit by RM0.9 million arising from the higher utilisation of banking facilities which were mainly utilised for the purchase of buses as well as working capital purposes.

The increase also partly attributed to the increase in lease liabilities interest by RM0.7 million contributed by the higher interest expense on hire purchases arising from the purchase of new buses during the FYE 2024.

(c) FPE 2025 compared to FPE 2024

Our finance costs increased by RM1.8 million or 49.2% for the FPE 2025, mainly attributed to RM1.6 million of interest expense on term loans. This was mainly attributed to the new term loans which were utilised for the purchase of new buses and to refinance the short-term borrowings (i.e. revolving credits).

12. FINANCIAL INFORMATION (Cont'd)**12.2.12 (LBT)/PBT, (LAT)/PAT and effective tax rate**

	FYE 2022	FYE 2023	FYE 2024	FPE 2024	FPE 2025
(LBT)/PBT (RM'000)	(34,790)	22,325	45,146	34,004	37,439
(LBT)/PBT margin	(110.6%)	18.7%	21.7%	23.0%	18.3%
Tax income/(expenses) (RM'000)	2,745	(2,811)	(11,974)	(9,799)	(3,746)
Effective tax rate	-	12.6%	26.5%	28.8%	10.0%
(LAT)/PAT (RM'000)	(32,045)	19,514	33,172	24,205	33,693
(LAT)/PAT margin	(101.8%)	16.3%	16.0%	16.4%	16.5%

(a) FYE 2023 compared to FYE 2022

For the FYE 2023, we recorded a PBT of RM22.3 million with a PBT margin of 18.7%. Our profitability improved from the LBT of RM34.8 million with a LBT margin of 110.6% for the FYE 2022 as the revenue from our scheduled bus service operations improved following the relaxation of COVID-19 containment measures. Similarly, our PAT also improved to RM19.5 million with a PAT margin of 16.3% following the increase of our PBT for the FYE 2023 (FYE 2022: LAT of RM32.0 million and LAT margin of 101.8%).

Our effective tax rate for the FYE 2023 was 12.6%, which was lower than the statutory tax rate of 24.0%, mainly due to the effect of lower tax rate of 17.0% in Singapore, and utilisation of deferred tax assets previously not recognised (using the unutilised tax losses from prior year to offset tax liabilities for the FYE 2023).

(b) FYE 2024 compared to FYE 2023

Our PBT increased by RM22.8 million or 102.2% to RM45.1 million for the FYE 2024 (FYE 2023: RM22.3 million), while PBT margin improved from 18.7% for the FYE 2023 to 21.7% for the FYE 2024. Similarly, our PAT increased by RM13.7 million or 70.0% to RM33.2 million for the FYE 2024 (FYE 2023: RM19.5 million). This was mainly attributed to the increase in our revenue and GP for the FYE 2023. Please refer to Sections 12.2.5 and 12.2.7 of this Prospectus for further details.

For the FYE 2024, our effective tax rate was 26.5%, which was higher than the statutory tax rate of 24.0%. This was mainly due to the under provision of income tax in the prior years in the FYE 2020 and the FYE 2021. As a result of the higher taxation, our PAT margin decreased from 16.3% for the FYE 2023 to 16.0% for the FYE 2024.

(c) FPE 2025 compared to FPE 2024

Our PBT increased by RM3.4 million or 10.1% to RM37.4 million for the FPE 2025 (FPE 2024: RM34.0 million) and this was mainly contributed by the increase in our revenue and GP in the FPE 2025. Our PBT margin declined from 23.0% for the FPE 2024 to 18.3% for the FPE 2025. This was mainly due to higher administrative expenses as well as finance costs, coupled with lower other operating income for the FPE 2025.

For the FPE 2025, our effective tax rate was 10.0% which was lower than the statutory tax rate of 24.0%. This was mainly due to the effect of lower tax rate of 17.0% in Singapore, and the over provision of income tax in prior years. Our PAT increased by RM9.5 million or 39.2% to RM33.7 million for the FPE 2025 (FPE 2024: RM24.2 million), while PAT margin increased from 16.4% for the FPE 2024 to 16.5% for the FPE 2025.

12. FINANCIAL INFORMATION (Cont'd)

12.2.13 Liquidity and capital resources

(i) Working capital

Our business has been financed by a combination of internal and external sources of funds. Internal sources comprised shareholders' equity and cash generated from our operations while external source was mainly banking facilities from financial institutions. The utilisation of these funds was for our business operations and growth.

For the FYE 2022, FYE 2023 and FYE 2024, we experienced net current liabilities position at RM43.6 million (as at 31 January 2022), RM31.4 million (as at 31 January 2023) and RM51.9 million (as at 31 January 2024). This was mainly attributed to the expansion of our fleet of buses during the FYE 2022, FYE 2023 and FYE 2024 where we have been using bank borrowings mainly short-term borrowings to fund our expansion as mentioned above.

In addition, this was also partly attributed to low trade receivables as at 31 January 2022 as our business was affected by the COVID-19 condition that affected our cross-border bus services. Subsequent to the FYE 2024, this has been rectified as we have drawn down a new long-term facility to refinance the existing revolving credit facilities, and followed by a capital injection pursuant to the Subscription of New Shares completed on 23 July 2024. For the FYE 2024, our net current liabilities position has taken into effect the payment of dividends amounting to RM21.0 million during the financial year. We have also declared a dividend of RM9.0 million on 21 February 2025 for the FYE 2025, which was paid on 5 March 2025 ("**Dividend Payout for the FYE 2025**") and funded via internally generated funds. Please refer to Section 12.5 of this Prospectus for further details on our Dividend Policy.

Based on our audited combined statements of financial position as at 31 October 2024, we have:

- (i) cash and bank balances and deposits with licensed banks of RM44.5 million; and
- (ii) available banking facilities, consisting of term loans for the purchase of buses, as well as revolving credits and bank overdrafts for working capital purposes, with a total credit limit of RM249.6 million, of which RM129.4 million has yet to be utilised as at the LPD.

After taking into consideration the funding requirements for our upcoming capital expenditures and our future plans as set out in Section 7.5 of this Prospectus, existing level of cash and bank balances and deposits with licensed banks, credit facilities available, expected cash flows to be generated from our operations and the estimated net proceeds from the Public Issue, our Board is of the view that we will have sufficient working capital for 12 months from the date of this Prospectus.

12. FINANCIAL INFORMATION (Cont'd)**(ii) Cash flow**

The following is our cash flow for the Financial Years/Period Under Review based on our audited Combined Financial Statements which should be read in conjunction with the Accountants' Report included in Section 13 of this Prospectus:

	FYE 2022	FYE 2023	FYE 2024	FPE 2025
	RM'000	RM'000	RM'000	RM'000
Net cash (used in)/from operating activities	(1,657)	35,742	73,308	41,063
Net cash used in investing activities	(2,221)	(46,085)	(37,505)	(66,975)
Net cash from/(used in) financing activities	3,983	19,613	(28,329)	45,480
Net increase /(decrease) in cash and cash equivalents	105	9,270	7,474	19,568
Effects of exchange rate changes on cash and cash equivalents	(33)	(332)	850	(1,321)
Cash and cash equivalents at the beginning of the financial year/period	8,447	8,518	17,456	25,780
Cash and cash equivalent at end of the financial year/period	8,518	17,456	25,780	44,027

All of our cash and cash equivalents are held in RM and SGD. Save for any applicable financial covenants and the Act, and subject to the availability of distributable profits and reserves, there are no legal, financial or economic restrictions on our subsidiary's ability to transfer funds to our Company in the form of cash dividends, loans or advances.

(a) Net cash used in/from operating activities**FYE 2022**

For the FYE 2022, our net cash used in operating activities was RM1.6 million. This was based on the LBT of RM34.8 million, after adjusting for non-cash and non-operating items of RM37.1 million as well as working capital changes, which mainly comprised the following:

- increase in trade and other receivables by RM3.6 million, mainly due to higher outstanding trade receivables including past due outstanding receivables for our intracity bus services and chartered bus services; and
- increase in trade and other payables by RM1.8 million, mainly due to higher outstanding trade payables as at 31 January 2022 arising from amount owing to our suppliers for the purchases of spare parts, consumables, fuel and subcontractors for the repair and maintenance services.

In addition, we paid RM2.1 million in income tax in the FYE 2022.

12. FINANCIAL INFORMATION (Cont'd)

Our business operations were affected due to various COVID-19 containment measures which has impacted on our financial performance as reflected in the low revenue contribution and GL condition in the FYE 2022. Our operation of cross-border and intracity bus services were affected by the border closure between Malaysia and Singapore as well as low ridership for the intracity bus services due to the COVID-19 containment measures implemented during the period. Our negative operating cash flow was also impacted by the slow payments from our customers for the intracity bus services and chartered bus services.

FYE 2023

For the FYE 2023, our net cash from operating activities was RM35.7 million. This was based on the PBT of RM22.3 million, after adjusting for non-cash and non-operating items of RM15.0 million as well as working capital changes, which mainly comprised the following:

- increase in trade and other receivables by RM10.0 million, mainly due to increase in contract assets arising from billings which have yet to be issued to our customers for intracity bus services and higher outstanding trade receivables from our customers for intracity bus services and chartered bus services; and
- increase in trade and other payables by RM9.2 million, arising from higher accruals mainly pertaining to subcontracted bus services provided and higher outstanding trade payables as at 31 January 2023.

In addition, we paid RM0.9 million in income tax in the FYE 2023.

FYE 2024

For the FYE 2024, our net cash from operating activities was RM73.3 million. This was based on the PBT of RM45.1 million, after adjusting for non-cash and non-operating items of RM22.9 million as well as working capital changes which mainly comprised the following:

- increase in trade and other payables by RM2.8 million, arising from higher accruals mainly pertaining to subcontracted bus services provided; and
- decrease in trade and other receivables by RM2.5 million mainly due to decrease in contract assets as the billings have subsequently been issued to our customers for intracity bus services, and decrease in outstanding trade receivables from improved collections.

FPE 2025

For the FPE 2025, our net cash from operating activities was RM41.1 million. This was based on the PBT of RM37.4 million, after adjusting for non-cash and non-operating items of RM22.5 million as well as working capital changes, which mainly comprised the following:

- increase in trade and other receivables by RM16.0 million mainly attributed to the advance payments to suppliers for the purchase of buses as well as increase in contract assets arising from billings which have yet to be issued to our customers for intracity bus services. Contract assets as at 31 October 2024 was RM10.0 million, and RM7.7 million have been subsequently billed as at the LPD; and
- increase in trade and other payables by RM4.1 million arising from higher outstanding trade payables as at 31 October 2024.

12. FINANCIAL INFORMATION (Cont'd)

In addition, we paid RM6.9 million in income tax in the FPE 2025.

(b) Net cash used in investing activities**FYE 2022**

For the FYE 2022, our net cash used in investing activities was RM2.2 million. This was mainly attributed to RM3.2 million used for the repayments to the director of Handal Indah for payment on behalf of and/or advances extended by Lim Han Weng for working capital purposes. The net cash used in investing activities was partially offset by RM1.0 million of repayments from our related parties for the payments on behalf of and/or advances extended to the related parties for working capital purposes.

FYE 2023

For the FYE 2023, our net cash used in investing activities was RM46.1 million and this was mainly attributed to the following:

- RM18.8 million of cash used for the upfront payments for the purchase of buses.
- RM8.5 million of cash used to partially fund purchases of PPE in the FYE 2023 amounting to RM18.2 million. The PPE purchased mainly comprised buses, bus accessories and ticketing machines. Please refer to Note 9A of the Accountants' Report set out in Section 13 of this Prospectus for further details on the financing for the total purchases of PPE in the FYE 2023.
- RM8.4 million used for the advances to related parties for working capital purposes.
- RM7.8 million used for the repayments to the director of Handal Indah for payment on behalf of and/or advances extended by Lim Han Weng for working capital purposes.
- RM2.8 million used for the purchase of unquoted shares including 99.9% of equity interest in PT Handal Bus Listrik and 30.0% of equity interest in Jaguh Bayu Sdn Bhd. Subsequently in the FYE 2024, our Group disposed its entire equity interest in these companies.

The net cash used in investing activities was partially offset by the interest received mainly from advances to related parties amounting to RM0.1 million and by the proceeds from disposal of PPE amounting to RM0.1 million.

FYE 2024

For the FYE 2024, our net cash used in investing activities was RM37.5 million and this was mainly attributed to the following:

- RM22.2 million of cash used to partially fund purchases of PPE in the FYE 2024 amounting to RM64.0 million. The PPE purchased mainly comprised buses, machineries and ticketing machines as well as expansion of EV Bus Depot. Please refer to Note 9A of the Accountants' Report set out in Section 13 of this Prospectus for further details on the financing for the total purchases of PPE in the FYE 2024.
- RM2.4 million of cash used for the upfront payments for the purchase of buses.

12. FINANCIAL INFORMATION (Cont'd)

- RM9.1 million used for the repayments to the directors of Handal Indah comprising RM5.4 million for the payment on behalf of and/or advances extended by Lim Han Weng for working capital purposes. The advances have been fully settled as at the LPD. The remaining RM3.7 million was in relation to payments to Mat Sin Bin Bidin and Bah Kim Lian for the dividends declared in the prior years.
- RM7.0 million used for the payments to our related parties for the purchase of buses, settlement of amount owing to a related party, as well as net advances to related parties for working capital purposes.

The net cash used in investing activities was partially moderated by RM2.8 million received from the disposals of quoted shares in PT Handal Bus Listrik as mentioned above as well as proceeds from the disposal of PPE amounting to RM0.4 million.

FPE 2025

For the FPE 2025, our net cash used in investing activities was RM67.0 million and this was mainly attributed to RM75.7 million of cash used to partially fund purchases of PPE in the FPE 2025 amounting to RM79.0 million. The PPE purchased mainly comprised the purchase of buses, bus accessories and ticketing machines as well as expansion of EV Bus Depot. Please refer to Note 9A of the Accountants' Report set out in Section 13 of this Prospectus for further details on the financing for the total purchases of PPE in the FPE 2025.

The net cash used in investing activities was partially offset by the RM8.3 million received from the settlement of amount owing by related parties.

(c) Net cash from/used in financing activities**FYE 2022**

For the FYE 2022, our net cash from financing activities was RM4.0 million and this was mainly attributed to RM8.5 million from the drawdown of revolving credits used for working capital purposes and purchase of buses. The net cash from financing activities was partially offset by RM3.6 million used for the repayment of lease liabilities including rental of buildings, bus terminal, ticketing counters as well as equipment and machines as well as hire purchase, and RM1.0 million for interest expenses.

FYE 2023

For the FYE 2023, our net cash from financing activities was RM19.6 million and this was mainly attributed to RM28.5 million from the drawdown of revolving credits used for working capital purposes and purchase of buses. The net cash from financing activities was partially offset by RM7.4 million used for the repayment of lease liabilities and RM1.5 million for interest expenses.

FYE 2024

For the FYE 2024, our net cash used in financing activities was RM28.3 million and this was mainly attributed to the following:

- dividend payment of RM21.0 million including RM5.0 million for the dividends declared for the FYE 2023 and RM16.0 million for the dividends declared for the FYE 2024;

12. FINANCIAL INFORMATION (Cont'd)

- RM12.8 million used for the repayment of lease liabilities including rental of buildings, bus terminal, ticketing counters as well as equipment and machines as well as hire purchase;
- RM10.0 million used for the repayment of revolving credits; and
- RM2.5 million for interest expenses.

The net cash used in financing activities was partially moderated by RM18.0 million of cash received from the drawdown of term loans used for the purchases of buses.

FPE 2025

For the FPE 2025, our net cash from financing activities was RM45.5 million and this was mainly attributed to the following:

- RM76.9 million of cash received from the drawdown of term loans mainly used for the purchase of new buses and to refinance existing borrowings (i.e. revolving credits);
- RM20.0 million of proceeds from the increase in share capital pursuant to the Subscription of New Shares; and
- RM14.5 million of cash received from the drawdown of trade financing used for the upfront payment for the purchase of buses.

The net cash from financing activities was partially offset by the following:

- RM48.5 million used for the repayment of revolving credits;
- RM14.4 million used for the repayment of lease liabilities; and
- RM3.0 million for interest expenses.

(iii) Borrowings

As at 31 October 2024, our Group's total borrowings was RM151.8 million, as follows:

Type of borrowings	Payable within 12 months RM'000	Payable after 12 months RM'000	Total RM'000
Term loans ⁽¹⁾	10,685	84,150	94,835
Trade financing ⁽²⁾	14,489	-	14,489
Hire purchase liabilities	11,537	30,917	42,454
Total	36,711	115,067	151,778

Gearing ratio⁽³⁾ **1.2**

Notes:

- (1) Term loans were mainly utilised for the purchase of buses during the Financial Years/Period Under Review.
- (2) Trade financing were mainly used for the purchases of buses.
- (3) Calculated based on total borrowings divided by total equity.

12. FINANCIAL INFORMATION (Cont'd)

As at 31 October 2024, our Group's floating and fixed rate borrowings are set out below:

	RM'000
Floating rate borrowings ⁽¹⁾	109,324
Fixed rate borrowings ⁽²⁾	42,454
Total	151,778

Notes:

(1) Comprised term loans and trade financing.

(2) Comprised hire purchase liabilities.

The maturity profile and interest rates of our borrowings as at 31 October 2024 are set out below:

	Term loan	Trade financing	Hire purchase liabilities	Total
	RM'000	RM'000	RM'000	RM'000
Under 1 year	10,685	14,489	11,537	36,711
1 - 2 years	20,185	-	8,480	28,665
2 - 5 years	47,035	-	15,334	62,369
More than 5 years	16,930	-	7,103	24,033
Total	94,835	14,489	42,454	151,778
Weighted average effective interest rates	4.91%	6.15%	3.34%	

We have obtained the release and/or discharge of the guarantees extended by Lim Han Weng and in some cases, Bah Kim Lian from the financiers by substituting the same with a corporate guarantee from our Group.

We also do not encounter any seasonality in our borrowings trend and there is no material restriction on our committed borrowing facilities. As at the LPD, we do not have any borrowings which are non-interest bearing and/or in foreign currency. As at the LPD, all of our Group's borrowings were interest bearing borrowings.

For the Financial Years/Period Review and up to the LPD, we have not defaulted on any payments of either principal sums and/or interests in relation to our borrowings.

As at the LPD, our Group is not in breach of any terms and conditions or covenants associated with the credit arrangements or bank loans, which can materially affect the financial position and results of business operations or investments in our Shares.

12. FINANCIAL INFORMATION (Cont'd)**12.2.14 Financial instrument, treasury policies and objectives**

As at the LPD, save as disclosed in Section 12.2.13(iii) above, our Group does not use any other financial instruments.

Our Group's operations have been funded through shareholders' equity, cash generated from our operations and external sources of funds. The external source of funds consists of banking facilities from financial institutions. The normal credit term granted by our suppliers ranges from 30 days to 60 days for the FPE 2025.

As at the LPD, our Group's banking facilities from financial institutions mainly consist of the following:

- term loans mainly for capital expenditure to purchase buses;
- trade financing mainly for capital expenditure to purchase buses; and
- lease liabilities used for the purchase of buses and motor vehicles under hire purchase contracts.

The interest rates for our bank borrowings are based on the market rates prevailing at the dates of the respective transactions. As at the LPD, our Group has available banking facilities of RM249.6 million including term loans for the purchase of buses, as well as revolving credits and bank overdrafts for working capital purposes, of which RM129.4 million has yet to be utilised.

The main objective of our capital management is to ensure sustainable shareholders' equity to ensure our ability to support and grow our business in order to maximise shareholders' value. We review and manage our capital structure to maintain our gearing ratio at an optimal level based on our business requirements and prevailing economic conditions.

12.2.15 Material litigation and contingent liabilities**(i) Material litigation**

Neither we nor our subsidiary are engaged in any governmental, legal or arbitration proceedings, including those relating to bankruptcy, receivership or similar proceedings which may have or have had, material or significant effects on our financial position or profitability, in the 12 months immediately preceding the date of this Prospectus.

(ii) Contingent liabilities

As at the LPD, we do not have any other material contingent liabilities which, upon becoming enforceable, may have a material adverse impact on our results of operations or financial position.

12. FINANCIAL INFORMATION (Cont'd)**12.2.16 Key financial ratios**

Our key financial ratios for the Financial Years/Period Under Review are as follows:

	FYE 2022	FYE 2023	FYE 2024	FPE 2025
Trade receivable turnover period (days) ⁽¹⁾	180	118	78	60
Trade payable turnover period (days) ⁽²⁾	131	79	44	47
Inventory turnover period (days) ⁽³⁾	94	35	32	32
Current ratio (times) ⁽⁴⁾	0.4	0.7	0.6	1.2
Gearing ratio (times) ⁽⁵⁾	1.6	1.5	1.4	1.2

Notes:

- (1) Computed based on trade receivables (excluding contract assets) and net of allowances for impairment loss over revenue (excluding revenue from the general public) for the respective years/period, multiplied by 365 days/273 days for each financial year/period.
- (2) Computed based on trade payables over total purchases of materials and services for the respective years/period, multiplied by 365 days/273 days for each financial year/period.
- (3) Computed based on inventory over total purchases of spare parts and consumables for the respective years/period, multiplied by 365 days/273 days for each financial year/period.
- (4) Computed based on current assets over current liabilities.
- (5) Computed based on total borrowings over total equity. Total borrowings comprise the following:

	FYE 2022	FYE 2023	FYE 2024	FPE 2025
	RM'000	RM'000	RM'000	RM'000
Bank overdraft	1,538	-	788	-
Revolving credits	30,027	58,482	48,498	-
Term loans	-	-	17,997	94,835
Trade financing	-	-	-	14,489
Hire purchases owing to financial institutions	26,093	28,355	33,570	42,454

Our trade payables turnover period was lower than our trade receivables turnover period during the Financial Years/Period under Review. Our cashflow management takes into account the cash generated from our operations, including cash received from ticket sales under our cross-border bus service operations and also collections from customers on credit terms. In addition, we also utilise banking facilities such as revolving credits and bank overdrafts for our working capital.

(i) Trade receivables

We deal with our customers on credit terms. The credit terms that we generally grant to our customers are as follows:

	FYE 2022	FYE 2023	FYE 2024	FPE 2025
Normal credit terms (days)	30 - 60	30 - 60	30 - 60	30 - 60

Save for the FPE 2025, our trade receivables turnover period ranged between 78 days to 180 days, which exceeded the normal credit terms. This was mainly due to slow payments from our customers for intracity and chartered bus services.

12. FINANCIAL INFORMATION (Cont'd)

Our trade receivables turnover period improved from 180 days as at 31 January 2022 to 118 days as at 31 January 2023 and further improved to 78 days as at 31 January 2024. This was mainly attributed to the improvement in collections from our customers as reflected in the lower proportion of outstanding trade receivables (excluding contract assets) over revenue (excluding revenue from the general public) which decreased from 49.3% for the FYE 2022 to 32.2% for the FYE 2023 and further decreased to 21.4% in the FYE 2024.

For the FYE 2022, the trade receivables turnover period of 180 days was mainly attributed to the past due trade receivables which accounted for 67.9% (RM9.0 million) of the total trade receivables (excluding contract assets) as at 31 January 2022, and these were mainly past due trade receivables from a customer for contracted intracity bus services. As at the LPD, all of these outstanding trade receivables have been settled and/or impaired.

For the FYE 2023, the trade receivables turnover period of 118 days was mainly attributed to the past due trade receivables which accounted for 82.6% (RM12.4 million) of the total trade receivables (excluding contract assets) as at 31 January 2023, and these were mainly past due trade receivables from our customers for intracity and chartered bus services. As at the LPD, all of these outstanding trade receivables have been settled and/or impaired.

For the FYE 2024, the trade receivables turnover period of 78 days was mainly attributed to the past due trade receivables which accounted for 72.9% (RM11.6 million) of the total trade receivables (excluding contract assets) as at 31 January 2024 and these were mainly past due trade receivables from our customers for intracity and chartered bus services. As at the LPD, RM11.0 million of these outstanding trade receivables have been settled and/or impaired. The remaining RM0.6 million were outstanding since December 2023 up to January 2024, which are pending further discussion with our customer pertaining to service performance or pending verification of invoices by our customer.

Notwithstanding the above, our trade receivables turnover period improved from 78 days as at 31 January 2024 to 60 days as at 31 October 2024, which was within the normal credit terms granted to our customers. This was mainly attributed to better collections from our customers on the back of higher revenue for the FPE 2025.

The ageing analysis of our Group's trade receivables as at 31 October 2024 is as follows:

	Trade receivables ⁽¹⁾ as at 31 October 2024 RM'000	Subsequent collections as at the LPD RM'000	Net trade receivables after subsequent collections as at the LPD RM'000
Not past due	2,882	1,107	1,775
1 - 30 days	2,302	1,819	483
31 - 120 days	4,704	3,064	1,640
More than 120 days	5,120	4,321	799
Total	15,008	10,311	4,697

Note:

(1) Excluding contract assets and net of allowances for impairment loss.

12. FINANCIAL INFORMATION (Cont'd)

As at the LPD, RM10.3 million or 68.7% of our trade receivables as at 31 October 2024 has been subsequently collected. The remaining outstanding trade receivables of RM4.7 million was mainly past due amount from customers for intracity and chartered bus services. We do not have any payment arrangement with our customers but we make constant efforts to collect the outstanding amounts, including follow-up calls and meetings.

The slow collections from our customers are not expected to have any material impact on our Group's operating cash flows, as the operations of our cross-border bus service are based on cash received upon ticket sales to the general public. For the FPE 2025, we have a net cash from operating activities of RM41.1 million.

(ii) Trade payables

We deal with our suppliers comprising suppliers and subcontractors on credit terms. Our suppliers including suppliers and subcontractors generally grant us credit terms as follows:

	FYE 2022	FYE 2023	FYE 2024	FPE 2025
Normal credit terms (days)	30 to 60	30 to 60	30 to 60	30 to 60

Our Group's trade payables turnover period was 131 days as at 31 January 2022 and 79 days as at 31 January 2023, which exceeded the normal credit terms. This was due to slow payments to suppliers mainly for the purchases of spare parts, consumables, fuel and subcontractors for the repair and maintenance services. The slow payments to our suppliers were mainly due to working capital management to manage and reserve cash flow as a result of the COVID-19 pandemic. The trade payables turnover period improved to 44 days as at 31 January 2024 mainly due to timely payments to our suppliers.

The trade payables turnover period increased from 44 days as at 31 January 2024 to 47 days as at 31 October 2024, mainly due to outstanding trade payables to our subcontracted bus service operators, as well as suppliers for the purchases of fuel, spare parts and consumables. This was mainly attributable to time required to verify documentation before processing payments. This was reflected in the higher proportion of trade payables over total purchases of materials and services of 17.2% as at 31 October 2024 as compared to 12.1% as at 31 January 2024.

The ageing analysis of our Group's trade payables as at 31 October 2024 is as follows:

	Trade payables as at 31 October 2024 RM'000	Subsequent payments as at the LPD RM'000	Net trade payables after subsequent payments as at the LPD RM'000
Not past due	4,848	4,459	389
1 - 30 days	3,271	2,787	484
31 - 120 days	1,119	987	132
More than 120 days	729	185	544
Total	9,967	8,418	1,549

12. FINANCIAL INFORMATION (Cont'd)

As at the LPD, RM8.4 million or 84.5% of the trade payables as at 31 October 2024 has been subsequently paid. The remaining outstanding trade payables of RM1.5 million mainly comprised amount due to our suppliers for spare parts, repair and maintenance services as well as subcontracted bus services. We continued to make payments to our suppliers upon verification of documentation for payment processing and there has been no adverse effects arising from the late payment to suppliers.

(iii) Inventory

Our inventories mainly comprise spare parts and consumables for the repair and maintenance of our buses. Our inventory turnover period was 94 days as at 31 January 2022 and subsequently improved to 35 days, 32 days and 32 days as at 31 January 2023, 31 January 2024 and 31 October 2024, respectively. The inventory turnover period was higher at 94 days as at 31 January 2022 due to the higher inventories of spare parts and consumables where there were lower bus services during FYE 2022, as business operations were affected due to the COVID-19 containment measures.

(iv) Current ratio

Our current ratio increased from 0.4 times as at 31 January 2022 to 0.7 times as at 31 January 2023. This was mainly attributed to the increase in other receivables arising from RM18.8 million of advance payments to third party suppliers which were upfront payments for the purchase of buses. The increase in other receivables was partly due to increase of RM12.1 million in amount owing by related parties pertaining to advances extended for working capital purposes. The increase in current ratio was partially offset by higher current liabilities due to higher borrowings as at 31 January 2023 which were primarily used for purchase of buses.

Our current ratio decreased to 0.6 times as at 31 January 2024 due to the increase in current liabilities arising from higher current tax liabilities coupled with lower current assets as there was lower advance payments to third party suppliers.

Our current ratio increased from 0.6 times as at 31 January 2024 to 1.2 times as at 31 October 2024. This was attributed to higher current assets as well as the decrease in current liabilities. The increase in current assets was mainly attributed to the increase in cash and bank balances from RM27.0 million as at 31 January 2024 to RM44.5 million as at 31 October 2024. The decrease in current liabilities was mainly due to decrease in short-term borrowings (i.e. revolving credits) as a new term loan was drawn down to refinance these revolving credits.

(v) Gearing ratio

Our gearing ratio was 1.6 times, 1.5 times, 1.4 times and 1.2 times as at 31 January 2022, 31 January 2023, 31 January 2024 and 31 October 2024 respectively. Our gearing ratio was above 1.0 times during the Financial Years/Period Under Review, mainly due to the outstanding bank borrowings which were primarily used for the expansion of our fleet of buses for the newly contracted intracity bus services in Johor Bahru and Malacca.

12. FINANCIAL INFORMATION (Cont'd)**12.2.17 Trend analysis**

Save as disclosed in this section and in Sections 7, 8 and 9 of this Prospectus, to the best of our Board's knowledge and belief, there are no other known trends, uncertainties, demands, commitments or events and factors that are reasonably likely to have a material effect on our business, financial condition and results of operations or that would make our Group's historical financial statements not indicative of future financial performance. Accordingly, taking into consideration of our Group's future business strategies and plans and the expected increase in depreciation in line with the increase in our capital expenditure, we do not expect any material adverse impact to our revenue recognition and operating expenses moving forward.

12.2.18 Significant changes/events

- (a) During the FYE 2024, we entered into an arrangement with a related party, Handal Ceria, for the purchase of 81 buses and 42 ticketing machines with a total consideration amounting to RM18,551,000.
- (b) On 18 July 2024, we secured a new term loan amounting to RM63,100,000 for the purpose of refinancing certain short-term borrowings.
- (c) On 23 July 2024, our Company acquired the entire issued share capital of Handal Indah for a total consideration of RM79,999,000 and became the investment holding company of Handal Indah. Subsequently on 24 July 2024, Handal Indah increased its paid-up capital by an additional 18,000,000 ordinary shares which were fully subscribed by our Company for a total consideration of RM18,000,000.
- (d) On 27 September 2024, we entered into a sale and purchase agreement with a third party for the acquisition of the Tebrau Property, for a total purchase consideration of RM24,000,000. We have paid a deposit of RM2,400,000 for the acquisition. As at the LPD, the SPA is yet to be completed.
- (e) On 21 February 2025, we declared dividends of RM9.0 million for the FYE 2025 to our existing shareholders, which were paid on 5 March 2025.

12.2.19 Order book

As at the LPD, we have 18 subsisting contracts with total unbilled order book of RM174.6 million, the details of which are set out below:

	Unbilled order book as at the LPD RM million	Expected timeline to be recognised		
		FYE 2026 RM million	FYE 2027 RM million	FYE 2028- 2031 RM million
Scheduled bus services	158.3	68.7	51.9	37.7
Chartered bus services	16.3	7.6	4.8	3.9
Total	174.6	76.3	56.7	41.6

12. FINANCIAL INFORMATION (Cont'd)**12.2.20 Capital expenditures and divestures****Capital expenditures**

Our capital expenditures for the Financial Years/Period Under Review and up to the LPD are set out below:

	FYE 2022	FYE 2023	FYE 2024	FPE 2025	From 1 November 2024 up to the LPD
	RM'000	RM'000	RM'000	RM'000	RM'000
Buildings	-	1,604	183	591	-
Buses	-	12,926	54,112	68,863	24,787
Bus accessories	-	1,067	691	176	150
Motor vehicles	-	-	524	1,145	134
Office equipment	53	213	396	865	332
Electrical installation	-	562	60	7	-
Furniture and fittings	47	32	183	38	22
Machinery	-	76	2,300	2,482	11
Renovation	-	95	2	108	-
Ticketing machines	-	993	1,609	2,039	35
Other assets	92	69	185	626	-
Buses work-in-progress	-	526	-	1,965	-
Capital work-in-progress	-	-	3,777	120	-
Total	192	18,163	64,022	79,025	25,470

Our capital expenditure was primarily funded via a combination of bank borrowings and internally generated funds.

FYE 2022

For the FYE 2022, our capital expenditure was RM0.2 million which mainly comprised air conditioners, office equipment and furniture and fittings.

FYE 2023

For the FYE 2023, our capital expenditure was RM18.2 million, which mainly comprised the following:

- RM12.9 million for the purchase of 29 units of ICE buses and 5 units of electric buses;
- RM1.6 million for the expansion of our Mutiara ICE Bus Depot as well as our HQ;
- RM1.1 million for the purchase of bus accessories such as LED destination displays, routers, CCTV and fare collection coinbox;
- RM1.0 million for the purchase of 177 units of ticketing machines;
- RM0.6 million for the installation of an electric substation for the operational facilities and charging stations at our EV Bus Depot; and
- RM0.5 million of capital work-in-progress mainly capitalisable deposits paid for the purchase of buses as well as the finance costs for the letter of credit for the purchase of these buses.

12. FINANCIAL INFORMATION (Cont'd)**FYE 2024**

For the FYE 2024, our capital expenditure was RM64.0 million, which mainly comprised the following:

- RM54.1 million for the purchase of 69 units of ICE buses and 33 units of electric buses;
- RM3.8 million for the expansion of EV Bus Depot;
- RM2.3 million for the purchase of machineries including DC chargers for our EV Bus Depot, overhead grinders and workshop equipment; and
- RM1.6 million for the purchase of 325 units of ticketing machines.

FPE 2025

For the FPE 2025, our capital expenditure was RM79.0 million, which mainly comprised the following:

- RM68.9 million for the purchase of 182 units of ICE buses and 15 units of electric buses;
- RM2.5 million for the purchase of machineries mainly for the expansion of EV Bus Depot;
- RM2.0 million for the purchase of 379 units of ticketing machines; and
- RM2.0 million for the purchase of bus accessories such as LED destination displays, routers, CCTV and fare collection coin boxes.

1 November 2024 up to the LPD

From 1 November 2024 and up to the LPD, our capital expenditure was RM25.5 million, which mainly comprised RM24.8 million for the purchase of 67 units of ICE buses.

Capital divestitures

Our capital divestitures for the Financial Years/Period Under Review and up to the LPD are set out below:

	FYE 2022	FYE 2023	FYE 2024	FPE 2025	From 1 November 2024 up to the LPD
	RM'000	RM'000	RM'000	RM'000	RM'000
Buses	-	-	379	40	-
Machinery	-	-	-	317	-
Motor vehicles	115	1	*	90	-
Other assets	1	-	-	27	-
Total	116	1	379	474	-

* Less than RM1,000.

12. FINANCIAL INFORMATION (Cont'd)**FYE 2022**

For the FYE 2022, our capital divestiture was RM0.1 million which mainly comprised the disposal of 1 unit of van.

FYE 2023

For the FYE 2023, our capital divestiture was approximately RM1,000 which was for the disposal of 1 unit of passenger car.

FYE 2024

For the FYE 2024, our capital divestiture was RM0.4 million which mainly comprised the disposal of 8 units of buses.

FPE 2025

For the FPE 2025, our capital divestiture was RM0.5 million and this was mainly attributed to the disposal of machinery amounting to RM0.3 million.

1 November 2024 up to the LPD

From 1 November 2024 and up to the LPD, we do not have any capital divestitures.

12.2.21 Material commitment for capital expenditures

As at the LPD, our Group's material commitments for capital expenditure are set out below:

	RM'000
Approved and contracted for:	28,547
Purchase of buses ⁽¹⁾	6,947
Acquisition of the Tebrau Property ⁽²⁾	21,600
Approved but not contracted for⁽³⁾:	90,000
Expand vehicle fleet	70,000
Setting up additional charging stations	15,000
Expand digital infrastructure	5,000
Total	118,547

Notes:

- (1) As at the LPD, we have confirmed orders for the purchase of 55 buses which include 10 electric buses and 45 ICE buses. The purchase of these 55 buses is approximately RM32.9 million, of which RM26.0 million has been paid and the remaining RM6.9 million will be funded via internally generated funds and/or bank borrowings.
- (2) The total purchase consideration for the Tebrau Property is RM24.00 million. As at the LPD, we have paid a deposit of RM2.40 million for the acquisition and the remaining balance will be funded via internally generated funds and/or bank borrowings. Please refer to Section 12.2.18(d) of this Prospectus for further details on the status of the SPA.
- (3) The capital commitments above will be funded by the proceeds from the Public Issue. Please refer to Section 4.6 of this Prospectus for further details.

12. FINANCIAL INFORMATION (Cont'd)**12.2.22 Financial risk management**

We are exposed to market risks arising from our operations and use of financial instruments. Our key market risk exposures are interest rate risk and foreign currency risk.

Interest rate risk

All of our borrowings are interest-bearing obligations. Any hike in interest rates would affect our financial performance. Our finance cost mainly comprises interest charges on banking facilities, mainly term loans, revolving credits, bank overdrafts, and hire purchase facilities that are granted by bank and financial institutions.

As at 31 October 2024, our total bank borrowings owing to financial institutions was RM151.8 million, of which all were interest bearing, comprising RM109.3 million based on floating interest rates and the remaining RM42.5 million based on fixed rates. Our finance costs increased by 80.5% to RM3.0 million in the FYE 2023 (FYE 2022: RM1.7 million), and further increased by 56.7% to RM4.7 million in the FYE 2024 due to the higher utilisation of bank borrowings for capital expenditure and working capital. In this respect, any increase in drawdown of borrowings and/or interest rates may impact on our financial performance.

Foreign currency risk

Our business is exposed to the risk of foreign exchange fluctuations where 9.0%, 41.0%, 49.0%, and 50.4% of our total revenue for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively, were transacted in SGD. Our purchases of materials and services that were transacted in foreign currencies, which was mainly SGD, accounted for 0.2%, 0.9%, 1.1% and 1.0% of our total purchases of materials and services for the FYE 2022, FYE 2023, FYE 2024 and FPE 2025 respectively. Any adverse changes in exchange rates between RM and SGD would have an adverse effect on our financial performance.

Details of our foreign currency exchange gains and losses during the Financial Years/Period Under Review are as follows:

	FYE 2022	FYE 2023	FYE 2024	FPE 2025
	RM'000	RM'000	RM'000	RM'000
Realised gain/(loss) on foreign exchange	(3)	101	1,410	(9)
Unrealised gain/(loss) on foreign exchange	(1)	*	-	910
Net gain/(loss)	(4)	100	1,410	901

* Less than RM1,000.

Our business is subject to risk relating to any unfavourable foreign currency exchange rate fluctuations which could materially affect our financial performance. As at the LPD, we have foreign currency forward hedging facility amounting to RM17.0 million which have yet to be utilised. Please refer to Section 9.1.9 of this Prospectus for further details.

12. FINANCIAL INFORMATION (Cont'd)**12.3 CAPITALISATION AND INDEBTEDNESS**

The table below sets out our Group's capitalisation and indebtedness based on our unaudited management accounts as at 31 January 2025 and pro forma after taking into account the Share Split, Public Issue and Dividend Payout for the FYE 2025, and the utilisation of proceeds from the Public Issue. The pro forma financial information below does not represent our capitalisation and indebtedness as at 31 January 2025 and is provided for illustrative purpose only.

	Unaudited	I	II
	As at 31 January 2025	After the Share Split, Public Issue and Dividend Payout for the FYE 2025	After I and use of proceeds
	RM'000	RM'000	RM'000
Indebtedness			
Current			
<i>Secured and guaranteed:</i>			
- Term loans	14,722	14,722	14,722
- Lease liabilities owing to financial institutions	7,868	7,868	7,868
<i>Unsecured and unguaranteed:</i>			
- Lease liabilities owing to non-financial institutions	2,235	2,235	2,235
Non-current			
<i>Secured and guaranteed:</i>			
- Term loans	105,473	105,473	105,473
- Lease liabilities owing to financial institutions	41,440	41,440	41,440
<i>Unsecured and unguaranteed:</i>			
- Lease liabilities owing to non-financial institutions	4,612	4,612	4,612
Total indebtedness	176,350	176,350	176,350
Capitalisation			
- Share capital	100,000	215,900	213,700
- Reserves	30,603	21,603	15,803
Total capitalisation	130,603	237,503	229,503⁽¹⁾
Total capitalisation and indebtedness	306,953	413,853	405,853
Gearing ratio (times)⁽²⁾	1.35	0.74	0.77

Notes:

(1) Calculated after taking into account, among others, the Dividend Payout for the FYE 2025, the gross proceeds raised from the Public Issue based on the IPO Price and the estimated listing expenses.

(2) Computed as total indebtedness divided by total capitalisation.

12. FINANCIAL INFORMATION (Cont'd)**12.4 REPORTING ACCOUNTANTS' REPORT ON THE COMPILATION OF PRO FORMA STATEMENTS OF FINANCIAL POSITION**

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 Malaysia

The Board of Directors
HI Mobility Berhad
 Level 16, Menara South Point,
 Mid Valley City,
 Medan Syed Putra Selatan,
 59200, Kuala Lumpur,
 Malaysia.

Date: 24 February 2025

Our Ref: BDO/JS/TTXW/ljh

Dear Sir/Madam,

HI Mobility Berhad ("HIMB" or the "Company") and its subsidiary ("Group")
Report on Compilation of the Pro Forma Consolidated Statements of Financial Position as at 31 October 2024

We have completed our assurance engagement to report on the compilation of the pro forma consolidated statements of financial position of the Group as at 31 October 2024 ("Pro Forma Consolidated Statements of Financial Position"). The Pro Forma Consolidated Statements of Financial Position together with the accompanying notes thereon, for which we have stamped for purpose of identification, have been compiled by the Board of Directors of the Company ("Board of Directors") for inclusion in the prospectus of the Company ("the Prospectus") in connection with the listing of and quotation for the entire enlarged issued share capital of the Company on the Main Market of Bursa Malaysia Securities Berhad ("Listing").

The applicable criteria on the basis of which the Board of Directors has compiled the Pro Forma Consolidated Statements of Financial Position are described in the Notes thereon to the Pro Forma Consolidated Statements of Financial Position and are in accordance with the Prospectus Guidelines issued by Securities Commission Malaysia ("Prospectus Guidelines") and the Guidance Note for Issuers of Pro Forma Financial Information issued by the Malaysian Institute of Accountants.

The Pro Forma Consolidated Statements of Financial Position have been compiled by the Board of Directors to illustrate the impact of the events or transactions as set out in the Notes to the Pro Forma Consolidated Statements of Financial Position on the financial position of the Group as at 31 October 2024 had the Listing been affected as at 31 October 2024. As part of this process, information about the financial position of the Group has been extracted by the Board of Directors from the Group's audited consolidated statements of financial position as at 31 October 2024.

Directors' Responsibility for the Pro Forma Consolidated Statements of Financial Position

The Board of Directors is solely responsible for compiling the Pro Forma Consolidated Statements of Financial Position on the basis as described in the Notes thereon to the Pro Forma Consolidated Statements of Financial Position and in accordance with the requirements of the Prospectus Guidelines.

12. FINANCIAL INFORMATION (Cont'd)*Our Independence and Quality Management*

We are independent of the Group in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants (“By-Laws”) and the International Ethics Standards Board for Accountants’ *International Code of Ethics for Professional Accountants (including International Independence Standards)* (“IESBA Code”), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

The firm applies Malaysian Approved International Standard on Quality Management 1 (ISQM 1), *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements* and accordingly requires the firm to design, implement and operate a system of quality management including policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Reporting Accountants’ Responsibility

Our responsibility is to express an opinion, as required by the Prospectus Guidelines, about whether the Pro Forma Consolidated Statements of Financial Position have been compiled, in all material respects, by the Board of Directors on the basis described in Notes to the Pro Forma Consolidated Statements of Financial Position.

We conducted our engagement in accordance with International Standard on Assurance Engagement (ISAE) 3420, *Assurance Engagement to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus*, issued by the International Auditing and Assurance Standards Board and adopted by the Malaysian Institute of Accountants. This standard requires that we comply with ethical requirements and plan and perform procedures to obtain reasonable assurance about whether the Board of Directors has compiled, in all material respects, the Pro Forma Consolidated Statements of Financial Position on the basis set out in Notes thereon to the Pro Forma Consolidated Statements of Financial Position and in accordance with the requirements of the Prospectus Guidelines.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the Pro Forma Consolidated Statements of Financial Position, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the Pro Forma Consolidated Statements of Financial Position. In providing this opinion, we do not accept any responsibility for such reports or opinions beyond that owed to those to whom those reports or opinion were addressed by us at the dates of their issue.

The purpose for inclusion of the Pro Forma Consolidated Statements of Financial Position included in the Prospectus is solely to illustrate the impact of significant events or transactions on unadjusted financial information of the entity as if the events had occurred or the transactions had been undertaken at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the events or transactions at that date would have been as presented.

12. FINANCIAL INFORMATION (Cont'd)**Reporting Accountants' Responsibility (continued)**

A reasonable assurance engagement to report on whether the Pro Forma Consolidated Statements of Financial Position have been compiled, in all material respects, on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by the Board of Directors in the compilation of the Pro Forma Consolidated Statements of Financial Position provide a reasonable basis for presenting the significant effects directly attributable to the events or transactions, and to obtain sufficient appropriate evidence about whether:

- The related pro forma adjustments give appropriate effect to those criteria; and
- The Pro Forma Consolidated Statements of Financial Position reflect the proper application of those adjustments to the unadjusted statements of financial information.

The procedures selected depend on our judgement, having regard to our understanding of the nature of the Group, the events or transactions in respect of which the Pro Forma Consolidated Statements of Financial Position have been compiled, and other relevant engagement circumstances.

The engagement also involves evaluating the overall presentation of the Pro Forma Consolidated Statements of Financial Position.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the Pro Forma Consolidated Statements of Financial Position of the Group have been compiled, in all material respects, on the basis set out in the Notes thereon to the Pro Forma Consolidated Statements of Financial Position and in accordance with the requirements of the Prospectus Guidelines.

Other Matters

This report has been prepared solely for the purpose stated above, in connection with the Listing. As such, this Report should not be used for any other purpose without our prior written consent. Neither the Firm nor any member or employee of the Firm undertakes responsibility arising in any way whatsoever to any party in respect of this report contrary to the aforesaid purpose.

Yours faithfully,

BDO PLT
201906000013 (LLP0018825-LCA) & AF 0206
Chartered Accountants

Sia Yeak Hong
03413/02/2027 J
Chartered Accountant

12. FINANCIAL INFORMATION (Cont'd)**HI Mobility Berhad (202401023591(1569440-A))
Pro Forma Consolidated Statements of Financial Position****1. INTRODUCTION AND BASIS OF PREPARATION****1.1 Introduction**

The Pro Forma Consolidated Statements of Financial Position of HI Mobility Berhad (“Company”) and its subsidiary (collectively referred to as the “Group”) as at 31 October 2024 (“Pro Forma Consolidated SOFP”) together with the notes thereon, for which the Directors of the Company are solely responsible, has been prepared for illustrative purposes only for the purpose of inclusion in the prospectus in connection with the listing of and quotation for the entire enlarged issued share capital of the Company on the Main Market of Bursa Malaysia Securities Berhad (“Listing”).

1.2 Basis of preparation

The Pro Forma Consolidated SOFP have been prepared based on audited consolidated statement of financial position of the Group as at 31 October 2024, which were prepared in accordance with Malaysian Financial Reporting Standards (“MFRS”), IFRS Accounting Standards, and in a manner consistent with the format of financial statements and accounting policies of the Group.

The Pro Forma Consolidated SOFP have been prepared for illustrative purposes only to show the effects of the transactions as set out in Note 2 on the audited consolidated statements of financial position of the Group as at 31 October 2024 had the transactions been effected on 31 October 2024, and should be read in conjunction with the notes thereon. Due to its nature, the Pro Forma Consolidated SOFP is not necessarily indicative of the financial position of the Group that would have been attained had the effects of the transactions as set out in Note 2 actually occurred at the respective dates. Further, such information does not purport to predict the future financial position of the Group.

The audited consolidated statements of financial position of the Group for the financial period ended 31 October 2024 used in the preparation of the Pro Forma Consolidated SOFP was not subject to any audit qualification.

2. LISTING SCHEME

The Listing exercise as defined in Note 2.1 and Other Material Transaction as defined in Note 2.2 are included in the Pro Forma Consolidated SOFP to show the effects of the transactions on the audited consolidated statements of financial position of the Group as at 31 October 2024 had the transactions been effected on 31 October 2024 in accordance with the Prospectus Guidelines.

2.1 Listing exercise

In conjunction with and as integral part of the Listing, the Company had proposed to undertake the following transactions:

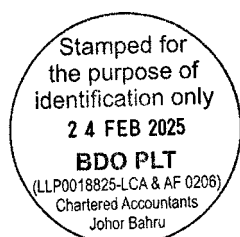
2.1.1 Share Split

The Company will undertake the subdivision of 1 ordinary share into 4.05 new Shares (“Share Split”). Upon completion of the Share Split, the total number of Shares will increase from 100,000,000 Shares to 405,000,000 Shares.

2.1.2 Public Issue

The Company will undertake an Initial Public Offering (“IPO”) comprising of a public issue of 95,000,000 new Shares (“Public Issue”) and offer for sale of existing 35,000,000 Shares at an issue/offer price of RM1.22 per Share.

Upon completion of the Listing, the enlarged issued share capital of RM215,900,000 comprising 500,000,000 Shares will be listed and quoted on the Main Market of Bursa Malaysia Securities Berhad.



12. FINANCIAL INFORMATION (Cont'd)**HI Mobility Berhad (202401023591(1569440-A))
Pro Forma Consolidated Statements of Financial Position****2. LISTING SCHEME (continued)****2.1 Listing exercise (continued)****2.1.3 Utilisation of proceeds**

The proceeds from the Public Issue of RM115.90 million are expected to be utilised as follows:

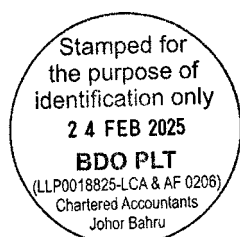
Details of utilisation	Estimated timeframe for utilisation upon Listing	RM	Percentage of gross proceeds %
(i) Bus fleet expansion and electrification*	Within 24 months	70,000,000	60.4
(ii) Expansion of electric vehicle ("EV") charging infrastructure*	Within 24 months	15,000,000	12.9
(iii) Technological enhancement*	Within 24 months	5,000,000	4.4
(iv) Working capital*	Within 24 months	17,900,000	15.4
(v) Defraying fees and expenses in relation to the Listing exercise^	Within 6 months	8,000,000	6.9
		<u>115,900,000</u>	<u>100.0</u>

* These utilisation of proceeds are not adjusted in the Pro Forma II to the Pro Forma Consolidated SOFP as at 31 October 2024, as the Group has yet to enter into any agreement or issue any purchase order in relation to the proceeds earmarked for bus fleet expansion and electrification, expansion of EV charging infrastructure, technological enhancement as well as working capital.

^ The estimated listing expenses totaling RM8,000,000 to be borne by the Company comprise amongst others, underwriting fees, placement fees, brokerage fees, professional fees and miscellaneous expenses, of which RM2,100,000 had been paid and capitalised in prepayment of the Group up to 31 October 2024. Upon completion of the Listing, a total of RM2,200,000 is assumed to be directly attributable to the IPO and as such, will be debited against the share capital of the Company and the remaining expenses of RM5,800,000 will be expensed off to the statement of profit or loss and other comprehensive income.

The utilisation of proceeds will have the following impact on the Pro Forma Consolidated SOFP as at 31 October 2024:

	Effects on Total Assets RM	Decrease Effects on Total Equity RM
Cash and bank balances	(5,900,000)	-
Prepayment	(2,100,000)	-
Share capital	-	(2,200,000)
Reserves	-	(5,800,000)
	<u>(8,000,000)</u>	<u>(8,000,000)</u>



12. FINANCIAL INFORMATION (Cont'd)***HI Mobility Berhad (202401023591(1569440-A))
Pro Forma Consolidated Statements of Financial Position*****2. LISTING SCHEME (continued)****2.1 Listing exercise (continued)****2.1.4 Employee Share Option Scheme ("ESOS")**

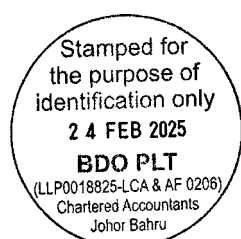
In conjunction with the Listing, HIMB proposes to establish the ESOS which entails the granting of ESOS Options to the eligible directors and eligible employees of the Group.

The ESOS will be administered by the Nomination and Remuneration Committee and governed by the By-Laws. The total number of Shares which may be made available under the ESOS shall not exceed in aggregate 10.00% ("Maximum Limit") of HIMB's total number of issued Shares at any one time during the duration of the ESOS.

The ESOS is not illustrated in the Pro Forma Consolidated SOFP as the ESOS options under the ESOS have yet to be granted as of the date of this report.

2.2 Other Material Transaction

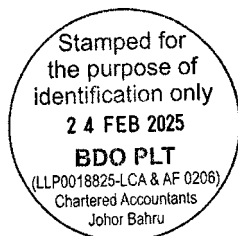
On 21 February 2025, the Company declared dividend of RM9,000,000 in respect of the financial year ended 31 January 2025 to be paid out to its existing shareholders prior to the completion of the Listing.



12. FINANCIAL INFORMATION (Cont'd)**HI Mobility Berhad (202401023591(1569440-A))
Pro Forma Consolidated Statements of Financial Position****3. PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 OCTOBER 2024**

The Pro Forma Consolidated SOFP of the Group as at 31 October 2024 have been prepared for illustrative purposes only to show the effects on the audited consolidated statements of financial position of the Group as at 31 October 2024 based on the assumptions that transactions set out in Note 2 had been effected on 31 October 2024, and should be read in conjunction with notes accompanying to the Pro Forma Consolidated SOFP.

	Note	As at 31 October 2024 RM	Adjustments for Share Split, Public Issue and Other Material Transaction RM	<u>Pro Forma I</u> After Share Split and Public Issue RM	Adjustments for Utilisation of Proceeds RM	<u>Pro Forma II</u> After Pro Forma I and Utilisation of Proceeds RM
ASSETS						
Non-current assets						
Property, plant and equipment		214,111,117	-	214,111,117	-	214,111,117
Right-of-use assets		6,299,141	-	6,299,141	-	6,299,141
Intangible assets		5,700	-	5,700	-	5,700
Investment property		550,636	-	550,636	-	550,636
Deferred tax assets		5,940,663	-	5,940,663	-	5,940,663
		226,907,257	-	226,907,257	-	226,907,257
Current assets						
Inventories		771,356	-	771,356	-	771,356
Trade and other receivables	3.2.1	59,150,457	-	59,150,457	(2,100,000)	57,050,457
Current tax assets		49,189	-	49,189	-	49,189
Cash and bank balances	3.2.2	44,467,765	106,900,000	151,367,765	(5,900,000)	145,467,765
		104,438,767	106,900,000	211,338,767	(8,000,000)	203,338,767
TOTAL ASSETS		331,346,024	106,900,000	438,246,024	(8,000,000)	430,246,024
EQUITY AND LIABILITIES						
Equity attributable to owners the Company						
Share capital	3.2.3	100,000,000	115,900,000	215,900,000	(2,200,000)	213,700,000
Reserves	3.2.3	21,848,256	(9,000,000)	12,848,256	(5,800,000)	7,048,256
TOTAL EQUITY		121,848,256	106,900,000	228,748,256	(8,000,000)	220,748,256



12. FINANCIAL INFORMATION (Cont'd)

HI Mobility Berhad (202401023591(1569440-A))
Pro Forma Consolidated Statements of Financial Position

3. PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 OCTOBER 2024 (continued)

	Note	As at 31 October 2024 RM	Adjustments for Share Split, Public Issue and Other Material Transaction RM	<u>Pro Forma I</u> After Share Split and Public Issue RM	Adjustments for Utilisation of Proceeds RM	<u>Pro Forma II</u> After Pro Forma I and Utilisation of Proceeds RM
EQUITY AND LIABILITIES (continued)						
Non-current liabilities						
Borrowings		84,150,514	-	84,150,514	-	84,150,514
Lease liabilities		35,329,855	-	35,329,855	-	35,329,855
		119,480,369	-	119,480,369	-	119,480,369
Current liabilities						
Trade and other payables		34,853,502	-	34,853,502	-	34,853,502
Borrowings		25,173,686	-	25,173,686	-	25,173,686
Lease liabilities		13,432,168	-	13,432,168	-	13,432,168
Current tax liabilities		16,558,043	-	16,558,043	-	16,558,043
		90,017,399	-	90,017,399	-	90,017,399
TOTAL LIABILITIES		209,497,768	-	209,497,768	-	209,497,768
TOTAL EQUITY AND LIABILITIES		331,346,024	106,900,000	438,246,024	(8,000,000)	430,246,024
Net assets (RM)		121,848,256		228,748,256		220,748,256
Number of ordinary shares assumed in issue		100,000,000		500,000,000		500,000,000
Net assets attributable to equity holders per ordinary shares		1.22		0.46		0.44



12. FINANCIAL INFORMATION (Cont'd)

HI Mobility Berhad (202401023591(1569440-A))
Pro Forma Consolidated Statements of Financial Position

3. PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 OCTOBER 2024 (continued)**3.1 Pro Forma adjustments to the Pro Forma Consolidated Statements of Financial Position****3.1.1 Pro Forma I**

Pro Forma I incorporates the effects of the Share Split, Public Issue and Other Material Transaction as set out in Note 2.1.1, Note 2.1.2 and Note 2.2.

3.1.2 Pro Forma II

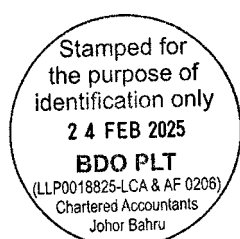
Pro Forma II incorporates the effects of Pro Forma I and the utilisation of proceeds as set out in Note 2.1.3.

3.2 Notes to the Pro Forma Consolidated Statements of Financial Position**3.2.1 Trade and other receivables**

	RM
As at 31 October 2024/Pro Forma I	59,150,457
Adjustments for utilisation of proceeds	<u>(2,100,000)</u>
Pro Forma II	<u><u>57,050,457</u></u>

3.2.2 Cash and bank balances

	RM
As at 31 October 2024	44,467,765
Adjustments for Share Split and Public Issue	115,900,000
Adjustments for distribution of dividend	<u>(9,000,000)</u>
Pro Forma I	151,367,765
Adjustments for utilisation of proceeds	<u>(5,900,000)</u>
Pro Forma II	<u><u>145,467,765</u></u>



12. FINANCIAL INFORMATION (Cont'd)

HI Mobility Berhad (202401023591(1569440-A))
Pro Forma Consolidated Statements of Financial Position

3. PRO FORMA CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 OCTOBER 2024 (continued)**3.2 Notes to the Pro Forma Consolidated Statements of Financial Position (continued)****3.2.3 Share capital and reserves**

	Share capital RM	Exchange translation reserve RM	Merger reserve RM	Distributable Retained earnings RM	Total equity RM
Balance as at 31 October 2024	100,000,000	(1,325,046)	(27,999,000)	51,172,302	121,848,256
Proceeds from the Share Split, Public Issue and Other Material Transaction	115,900,000	-	-	(9,000,000)	106,900,000
Pro Forma I	215,900,000	(1,325,046)	(27,999,000)	42,172,302	228,748,256
Estimated listing expenses attributable to IPO	(2,200,000)	-	-	-	(2,200,000)
Estimated other listing expenses	-	-	-	(5,800,000)	(5,800,000)
	(2,200,000)	-	-	(5,800,000)	(8,000,000)
Pro Forma II	213,700,000	(1,325,046)	(27,999,000)	36,372,302	220,748,256

Stamped for
the purpose of
identification only
24 FEB 2025
BDO PLT
(LLP0018825-LCA & AF 0206)
Chartered Accountants
Johor Bahru

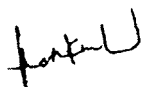
12. FINANCIAL INFORMATION (Cont'd)

*HI Mobility Berhad (202401023591(1569440-A))
Pro Forma Consolidated Statements of Financial Position*

APPROVAL BY THE BOARD OF DIRECTORS

Approved and adopted by the Board of Directors of HI Mobility Berhad in accordance with a resolution dated 24 February 2025.

Signed on behalf of the Board of Directors.



.....
Bah Kim Lian
Director

Kuala Lumpur
24 February 2025



.....
Lim Chern Chuen
Director

12. FINANCIAL INFORMATION (Cont'd)**12.5 DIVIDEND POLICY**

No inference should be made from any of the foregoing statements as to our actual future profitability or our ability to pay dividends in the future. It is our Board's policy to recommend dividends to allow our shareholders to participate in the profits of our Group. Nonetheless, our Group does not have any formal dividend policy.

The dividend that our Board may recommend or declare in any particular financial year or period will be subject to the factors outlined below as well as any other factors deemed relevant by our Board. In considering the level of dividend payments, if any, upon recommendation by our Board, we intend to consider various factors including:

- (i) our level of cash, gearing and return on equity and retained earnings;
- (ii) our expected financial performance;
- (iii) our projected levels of capital expenditure and other investment plans;
- (iv) our working capital requirements; and
- (v) any contractual restrictions and/or commitments.

The payment and amount of any dividends and distributions to our shareholders will be at the discretion of our Board and will depend on the factors mentioned above (which may not be exhaustive).

Investors should note that this dividend policy merely describes our present intention and shall not constitute legally binding statements in respect of our future dividends which are subject to modifications (including non-declaration thereof) at our Board's discretion. We cannot assure you that we will be able to pay dividends or that our Board will declare dividends in the future. There can also be no assurance that future dividends declared by our Board, if any, will not differ materially from historical dividend levels. Please refer to Section 9 of this Prospectus for factors which may affect or restrict our ability to pay dividends.

As at the LPD, save for any applicable financial covenants and the Act, and subject to the availability of distributable profits and reserves, there are no dividend restrictions imposed on us or our subsidiary.

The following table sets out the dividends declared and/or paid by our Group for the Financial Years/Period Under Review, and the corresponding dividend payout ratio:

	FYE 2022	FYE 2023	FYE 2024	FPE 2025
	RM'000	RM'000	RM'000	RM'000
Dividends declared	-	5,000	16,000	-
Dividends paid ⁽¹⁾	-	-	21,000	-
(LAT)/PAT	(32,045)	19,514	33,172	33,693
Dividend payout ratio ⁽²⁾ (%)	-	25.6	48.2	-

Notes:

(1) *The dividends were funded entirely from internally generated funds and paid out of the retained earnings of our Company.*

(2) *Computed based on dividends declared divided by PAT.*

Subsequent to the Financial Years/Period Under Review, we have declared a dividend of RM9.0 million on 21 February 2025 to our existing shareholders for the FYE 2025, which was paid on 5 March 2025 and funded via internally generated funds.

13. ACCOUNTANTS' REPORT

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Suite 18-04 Level 18 Menara Zurich
 15 Jalan Dato' Abdullah Tahir
 80300 Johor Bahru
 Johor Darul Ta'zim
 Malaysia

The Board of Directors
HI Mobility Berhad
 Level 16, Menara South Point,
 Mid Valley City,
 Medan Syed Putra Selatan,
 59200, Kuala Lumpur,
 Malaysia.

Date: 24 February 2025

Our ref: BDO/JS/TTXW/ljh

Dear Sir/Madam,

Reporting Accountants' Opinion on the Combined Financial Statements contained in the Accountants' Report of HI Mobility Berhad ("HIMB" or "the Company")

Opinion

We have audited the Combined Financial Statements of HI Mobility Berhad and its combining entity (collectively known as the "Group"), which comprise the combined statements of financial position as at 31 January 2022, 31 January 2023, 31 January 2024 and 31 October 2024 of the Group, combined statements of profit or loss and other comprehensive income, combined statements of changes in equity and combined statements of cash flows of the Group for the financial years/period ended 31 January 2022, 31 January 2023, 31 January 2024 and 31 October 2024 and notes to the Combined Financial Statements, including material accounting policy information as set out in this report.

The Combined Financial Statements have been prepared for inclusion in the prospectus of the Company (the "Prospectus") in connection with the listing of and quotation of the entire enlarged issued share capital of the Company on the Main Market of Bursa Malaysia Securities Berhad (the "Listing"). This report is given for the purpose of complying with the Prospectus Guidelines issued by the Securities Commission Malaysia and for no other purpose.

In our opinion, the Combined Financial Statements give a true and fair view of the financial position of the Group as at 31 January 2022, 31 January 2023, 31 January 2024 and 31 October 2024 and of their financial performance and their cash flows for each of the financial years/period ended 31 January 2022, 31 January 2023, 31 January 2024 and 31 October 2024 in accordance with Malaysian Financial Reporting Standards ("MFRSs") and IFRS Accounting Standards.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Reporting Accountants' Responsibilities for the Audit of the Combined Financial Statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

13. ACCOUNTANTS' REPORT (Cont'd)**Basis for Opinion (continued)***Independence and Other Ethical Responsibilities*

We are independent of the Group in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Directors' Responsibility for the Combined Financial Statements

The Directors of the Company ("Directors") are responsible for the preparation of the Combined Financial Statements of the Group so as to give a true and fair view in accordance with MFRSs and IFRS Accounting Standards. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of the Combined Financial Statements of the Group that are free from material misstatement, whether due to fraud or error.

In preparing the Combined Financial Statements of the Group, the Directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Reporting Accountants' Responsibility for the Audit of the Combined Financial Statements

Our objectives are to obtain reasonable assurance about whether the Combined Financial Statements of the Group as a whole are free from material misstatement, whether due to fraud or error, and to issue a report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Combined Financial Statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- (a) Identify and assess the risks of material misstatement of the Combined Financial Statements of the Group, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

13. ACCOUNTANTS' REPORT (Cont'd)**Reporting Accountants' Responsibility for the Audit of the Combined Financial Statements (continued)**

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also: (continued)

- (b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control of the Group.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- (d) Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the Combined Financial Statements of the Group or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- (e) Evaluate the overall presentation, structure and content of the Combined Financial Statements of the Group, including the disclosures, and whether the Combined Financial Statements of the Group represents the underlying transactions and events in a manner that achieve fair presentation.
- (f) Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the Combined Financial Statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Other Matters

The comparative information in respect of the combined statements of profit or loss and other comprehensive income, combined statements of changes in equity, combined statements of cash flows and related notes to the Combined Financial Statements for the financial period ended 31 October 2023 has not been audited.

13. ACCOUNTANTS' REPORT (Cont'd)



Restriction on Distribution and Use

This report has been prepared solely to comply with Chapter 10, Part II Division 1: Equity of the Prospectus Guidelines issued by the Securities Commission Malaysia and for inclusion in the Prospectus in connection with the Listing and for no other purposes. We do not assume responsibility to any other person for the content of this report.

A handwritten signature in black ink, appearing to be 'R. M. P.' or similar, written over the text 'BDO PLT'.

BDO PLT
201906000013 (LLP0018825-LCA) & AF 0206
Chartered Accountants

A handwritten signature in black ink, appearing to be 'Sia Yeak Hong', written over the text 'Sia Yeak Hong'.

Sia Yeak Hong
03413/02/2027 J
Chartered Accountant

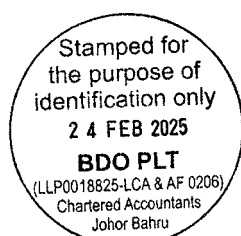
13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

**HISTORICAL FINANCIAL INFORMATION
COMBINED STATEMENTS OF FINANCIAL POSITION OF THE GROUP**

	Note	31.1.2022 Audited RM	31.1.2023 Audited RM	31.1.2024 Audited RM	31.10.2024 Audited RM
ASSETS					
Non-current assets					
Property, plant and equipment	9	96,131,142	104,239,622	153,795,435	214,111,117
Right-of-use assets	10	1,447,445	1,835,747	2,802,078	6,299,141
Intangible assets	11	11,411	19,106	7,050	5,700
Investment property	12	588,366	574,217	561,248	550,636
Deferred tax assets	13	4,219,171	2,679,555	3,795,272	5,940,663
		102,397,535	109,348,247	160,961,083	226,907,257
Current assets					
Inventories	14	577,830	483,650	560,022	771,356
Trade and other receivables	15	19,804,010	58,829,083	42,241,634	59,150,457
Current tax assets		25,703	36,303	45,303	49,189
Other investments	16	-	2,826,851	-	-
Cash and bank balances	17	10,471,222	17,879,502	26,991,256	44,467,765
		30,878,765	80,055,389	69,838,215	104,438,767
TOTAL ASSETS		133,276,300	189,403,636	230,799,298	331,346,024
EQUITY AND LIABILITIES					
Equity attributable to common controlling shareholders/ owners of parent of the combining entity					
Share capital/Invested equity *	18	5,000,000	52,000,000	52,000,000	100,000,000
Reserves	19	31,967,952	5,018,526	18,613,135	21,848,256
TOTAL EQUITY		36,967,952	57,018,526	70,613,135	121,848,256

* Number of ordinary shares on combined basis

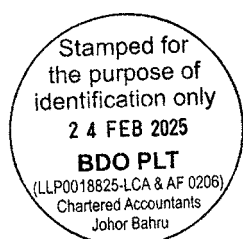


13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

HISTORICAL FINANCIAL INFORMATION
COMBINED STATEMENTS OF FINANCIAL POSITION OF THE GROUP (continued)

	Note	31.1.2022 Audited RM	31.1.2023 Audited RM	31.1.2024 Audited RM	31.10.2024 Audited RM
LIABILITIES					
Non-current liabilities					
Borrowings	21	-	-	14,729,275	84,150,514
Lease liabilities	10	21,870,444	20,915,709	23,752,599	35,329,855
		<u>21,870,444</u>	<u>20,915,709</u>	<u>38,481,874</u>	<u>119,480,369</u>
Current liabilities					
Trade and other payables	20	33,117,892	38,876,619	37,596,059	34,853,502
Borrowings	21	31,565,214	58,482,376	52,554,128	25,173,686
Lease liabilities	10	5,658,889	9,328,745	12,686,548	13,432,168
Current tax liabilities		4,095,909	4,781,661	18,867,554	16,558,043
		<u>74,437,904</u>	<u>111,469,401</u>	<u>121,704,289</u>	<u>90,017,399</u>
TOTAL LIABILITIES		<u>96,308,348</u>	<u>132,385,110</u>	<u>160,186,163</u>	<u>209,497,768</u>
TOTAL EQUITY AND LIABILITIES		<u>133,276,300</u>	<u>189,403,636</u>	<u>230,799,298</u>	<u>331,346,024</u>



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

**HISTORICAL FINANCIAL INFORMATION
COMBINED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
OF THE GROUP**

		1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
	Note					
Revenue	22	31,468,026	119,631,762	207,712,638	204,266,901	147,680,138
Direct operating costs		(36,154,384)	(86,675,574)	(144,336,968)	(146,532,586)	(102,645,634)
Gross (loss)/profit		(4,686,358)	32,956,188	63,375,670	57,734,315	45,034,504
Other operating income		3,376,270	3,223,794	5,157,515	2,340,605	4,077,987
Net loss on impairment of receivables	15(j)	(22,618,710)	-	(750,853)	(488,551)	-
Distribution and other operating expenses		(569,230)	(1,420,841)	(3,698,773)	(1,737,041)	(2,445,602)
Administrative expenses		(8,619,364)	(9,414,056)	(14,205,113)	(15,065,688)	(9,080,867)
Finance costs	23	(1,673,133)	(3,020,137)	(4,732,297)	(5,344,560)	(3,581,711)
(Loss)/Profit before taxation	24	(34,790,525)	22,324,948	45,146,149	37,439,080	34,004,311
Taxation	25	2,745,168	(2,811,057)	(11,974,287)	(3,746,353)	(9,798,815)
(Loss)/Profit for the financial year/period		(32,045,357)	19,513,891	33,171,862	33,692,727	24,205,496
Other comprehensive income, net of tax						
Items that may be reclassified subsequently to profit or loss						
Foreign exchange translations	25(d)	347,864	536,683	1,422,747	(2,458,606)	1,159,599
Total comprehensive (loss)/income		(31,697,493)	20,050,574	34,594,609	31,234,121	25,365,095
Earnings per share attributable to common controlling shareholders/owners of parent of the combining entity						
Basic and diluted (sen)	29	(6.41)	3.90	6.63	6.74	4.84

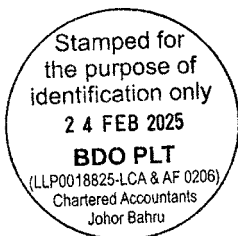
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BDO PLT
(LLP0018825-LCA & AF 0206)
Chartered Accountants
Johor Bahru

13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

**HISTORICAL FINANCIAL INFORMATION
COMBINED STATEMENTS OF CHANGES IN EQUITY OF THE GROUP**

Audited	Note	Invested equity RM	Exchange translation reserve RM	Retained earnings RM	Total equity RM
Balance as at 1 February 2021		5,000,000	(1,173,734)	64,839,179	68,665,445
Loss for the financial year		-	-	(32,045,357)	(32,045,357)
Other comprehensive income, net of tax		-	347,864	-	347,864
Total comprehensive income/(loss)		-	347,864	(32,045,357)	(31,697,493)
Balance as at 31 January 2022/1 February 2022		5,000,000	(825,870)	32,793,822	36,967,952
Profit for the financial year		-	-	19,513,891	19,513,891
Other comprehensive income, net of tax		-	536,683	-	536,683
Total comprehensive income		-	536,683	19,513,891	20,050,574
Transaction with owners					
Issuance of bonus shares		47,000,000	-	(47,000,000)	-
Balance as at 31 January 2023/1 February 2023		52,000,000	(289,187)	5,307,713	57,018,526
Profit for the financial year		-	-	33,171,862	33,171,862
Other comprehensive income, net of tax		-	1,422,747	-	1,422,747
Total comprehensive income		-	1,422,747	33,171,862	34,594,609
Transaction with owners					
Dividends paid	28	-	-	(21,000,000)	(21,000,000)
Balance as at 31 January 2024/1 February 2024		52,000,000	1,133,560	17,479,575	70,613,135

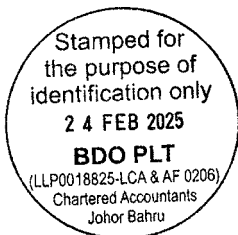


13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

HISTORICAL FINANCIAL INFORMATION
COMBINED STATEMENTS OF CHANGES IN EQUITY OF THE GROUP (continued)

Audited	Note	Share capital RM	Invested equity RM	Exchange translation reserve RM	Merger reserve RM	Retained earnings RM	Total equity RM
Balance as at 1 February 2024		-	52,000,000	1,133,560	-	17,479,575	70,613,135
Profit for the financial period		-	-	-	-	33,692,727	33,692,727
Other comprehensive income, net of tax		-	-	(2,458,606)	-	-	(2,458,606)
Total comprehensive (loss)/income		-	-	(2,458,606)	-	33,692,727	31,234,121
Transaction with owners							
Incorporate of the Company	18	1,000	-	-	-	-	1,000
Acquisition of subsidiary in business combination under common control	18	79,999,000	(52,000,000)	-	(27,999,000)	-	-
Issuance of ordinary shares	18	20,000,000	-	-	-	-	20,000,000
Total transaction with owners		100,000,000	(52,000,000)	-	(27,999,000)	-	20,001,000
Balance as at 31 October 2024		100,000,000	-	(1,325,046)	(27,999,000)	51,172,302	121,848,256
Unaudited							
Balance as at 1 February 2023		-	52,000,000	(289,187)	-	5,307,713	57,018,526
Profit for the financial period		-	-	-	-	24,205,496	24,205,496
Other comprehensive income, net of tax		-	-	1,159,599	-	-	1,159,599
Total comprehensive income		-	-	1,159,599	-	24,205,496	25,365,095
Balance as at 31 October 2023		-	52,000,000	870,412	-	29,513,209	82,383,621

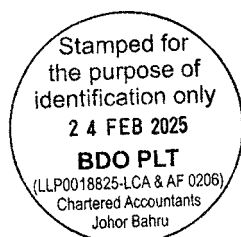


13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

HISTORICAL FINANCIAL INFORMATION
COMBINED STATEMENTS OF CASH FLOWS OF THE GROUP

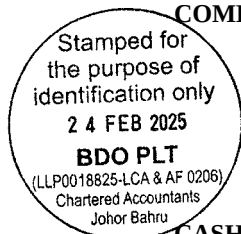
		1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
	Note					
CASH FLOWS FROM OPERATING ACTIVITIES						
(Loss)/Profit before taxation		(34,790,525)	22,324,948	45,146,149	37,439,080	34,004,311
Adjustments for:						
Depreciation:						
- right-of-use assets	10	1,088,442	773,348	1,498,629	1,462,546	1,077,518
- investment property	12	14,149	14,149	12,969	10,612	9,432
(Gain)/loss on lease termination		(246,462)	17,152	-	(27,992)	-
Intangible assets:						
- amortisation	11	6,619	5,805	9,056	1,350	8,156
- written off	11	7	-	7,499	-	7,499
Interest expense	23	1,673,133	3,020,137	4,732,297	5,344,560	3,581,711
Interest income	24	(52,852)	(128,122)	(8,850)	(36,707)	(3,238)
Inventories written off	14	302	509	-	-	-
Net loss on impairment of receivables	15(j)	22,618,710	-	750,853	488,551	-
Property, plant and equipment:						
- depreciation	9	10,616,317	10,542,105	14,404,281	13,490,594	9,791,737
- (gain)/loss on disposal	24	(16,297)	(100,164)	(10,327)	9,575	9,404
- impairment loss	9	-	-	1,137,500	-	-
- written off	9	1,393,077	895,788	334,474	2,708,737	334,462
Unrealised loss/(gain) on foreign exchange	24	943	338	-	(910,303)	-
Operating profit before changes in working capital		2,305,563	37,365,993	68,014,530	59,980,603	48,820,992
Inventories		15,032	93,671	(76,372)	(211,334)	(119,968)
Trade and other receivables		(3,633,696)	(9,957,234)	2,538,508	(15,984,576)	(27,835,295)
Trade and other payables		1,765,221	9,188,679	2,839,759	4,148,654	15,118,272
Net cash generated from operations		452,120	36,691,109	73,316,425	47,933,347	35,984,001
Tax paid		(2,108,652)	(949,615)	(9,000)	(6,870,790)	(2,349)
Net cash (used in)/from operating activities		(1,656,532)	35,741,494	73,307,425	41,062,557	35,981,652



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))

Accountants' Report

HISTORICAL FINANCIAL INFORMATION**COMBINED STATEMENTS OF CASH FLOWS OF THE GROUP (continued)****CASH FLOWS FROM INVESTING ACTIVITIES**

		1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Advances from/(Repayments to) related parties		983,878	(8,417,773)	(7,014,152)	8,282,008	(15,133,542)
(Purchases)/Disposals of other investments		-	(2,826,851)	2,826,851	-	2,826,851
Repayments to directors		(3,231,628)	(7,773,278)	(9,115,177)	-	-
Interest received		52,852	128,122	8,850	36,707	3,238
Placement of deposits with licensed bank		(5,313)	(8,503)	-	(18,044)	-
Proceeds from disposal of property, plant and equipment		132,230	101,552	388,867	463,743	269,950
Purchase of:						
- intangible assets	11	-	(13,500)	(4,499)	-	(4,499)
- property, plant and equipment	9(a)	(153,220)	(27,274,626)	(24,595,690)	(75,739,510)	(4,864,412)
Net cash used in investing activities		<u>(2,221,201)</u>	<u>(46,084,857)</u>	<u>(37,504,950)</u>	<u>(66,975,096)</u>	<u>(16,902,414)</u>

CASH FLOWS FROM FINANCING ACTIVITIES

Dividends paid	28	-	-	(21,000,000)	-	-
Interest expenses		(967,693)	(1,477,351)	(2,513,600)	(2,961,941)	(1,939,625)
Drawdown/(repayment) of:						
- revolving credits		8,504,716	28,455,324	(9,983,827)	(48,498,549)	(6,297,273)
- term loans		-	-	17,996,591	76,838,502	14,180,000
- trade financing		-	-	-	14,489,107	-
- lease liabilities	10	(3,554,486)	(7,364,812)	(12,828,033)	(14,388,260)	(9,455,774)
Proceeds from issuance of shares	18	-	-	-	20,001,000	-
Net cash generated from/(used in) financing activity		<u>3,982,537</u>	<u>19,613,161</u>	<u>(28,328,869)</u>	<u>45,479,859</u>	<u>(3,512,672)</u>
Net increase in cash and cash equivalents		104,804	9,269,798	7,473,606	19,567,320	15,566,566
Effects of exchange rate changes on cash and cash equivalents		(33,041)	(331,859)	849,885	(1,320,592)	823,693
Cash and cash equivalents at beginning of financial year/period		<u>8,446,719</u>	<u>8,518,482</u>	<u>17,456,421</u>	<u>25,779,912</u>	<u>17,456,421</u>
Cash and cash equivalents at end of financial year/period	17	<u>8,518,482</u>	<u>17,456,421</u>	<u>25,779,912</u>	<u>44,026,640</u>	<u>33,846,680</u>

13. ACCOUNTANTS' REPORT (Cont'd)

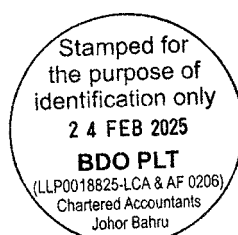
HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

HISTORICAL FINANCIAL INFORMATION
COMBINED STATEMENTS OF CASH FLOWS OF THE GROUP (continued)

RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

	Lease liabilities (Note 10) RM	Borrowing* (Note 21) RM
Audited		
At 1 February 2021	31,069,122	21,522,336
Cash flows	(3,554,486)	8,504,716
Non-cash flows:		
- Lease termination	(692,649)	-
- Unwinding of interest	705,440	-
- Translation differences	1,906	-
At 31 January 2022/1 February 2022	27,529,333	30,027,052
Cash flows	(7,364,812)	28,455,324
Non-cash flows:		
- Additions of lease liabilities	8,796,651	-
- Lease termination	(267,697)	-
- Unwinding of interest	1,542,786	-
- Translation differences	8,193	-
At 31 January 2023/1 February 2023	30,244,454	58,482,376
Cash flows	(12,828,033)	8,012,764
Non-cash flows:		
- Additions of lease liabilities	16,804,029	-
- Unwinding of interest	2,218,697	-
At 31 January 2024/1 February 2024	36,439,147	66,495,140
Cash flows	(14,388,260)	42,829,060
Non-cash flows:		
- Additions of lease liabilities	24,542,361	-
- Lease termination	(213,844)	-
- Unwinding of interest	2,382,619	-
At 31 October 2024	<u>48,762,023</u>	<u>109,324,200</u>
Unaudited		
At 1 February 2023	30,244,454	58,482,376
Cash flows	(9,455,774)	7,882,727
Non-cash flows:		
- Additions of lease liabilities	5,915,198	-
- Unwinding of interest	1,642,086	-
At 31 October 2023	<u>28,345,964</u>	<u>66,365,103</u>

* Borrowings exclude bank overdraft.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

HI MOBILITY BERHAD [202401023591] (1569440 - A)

(Incorporated in Malaysia)

NOTES TO THE COMBINED FINANCIAL STATEMENTS**1. GENERAL INFORMATION**

The Company was incorporated in Malaysia under the Companies Act 2016 on 12 June 2024 as a private limited liability company under the name of HI Mobility Sdn. Bhd.. On 24 October 2024, the Company changed its name to HI Mobility Berhad ("HIMB" or the "Company") and converted to a public limited company.

The registered office of the Company is located at Level 5, Tower 8, Avenue 5, Horizon 2, Bangsar South City, 59200 Kuala Lumpur W.P. Kuala Lumpur, Malaysia.

The principal place of business of the Company is located at No. 23, Jalan Firma 2, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor.

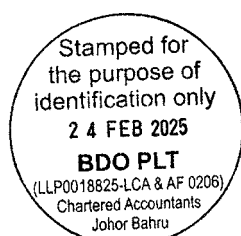
The Company was incorporated for the purpose of undertaking, among others, a restructuring and acquisition exercise that resulted in it becoming the holding company of Handal Indah Sdn. Bhd. ("HISB" or "other combining entity"). Note 2 to the Combined Financial Statements explains further the basis of preparation of the Combined Financial Statements.

The principal activity of the Company is investment holding. The principal activity of the other combining entity is as disclosed in Note 7 to the Combined Financial Statements.

These Combined Financial Statements are presented in Ringgit Malaysia ("RM"), which is also the functional currency of the Company.

2. BASIS OF PREPARATION

The Accountants' Report comprises the Combined Financial Statements of the Company and the other combining entity (collectively referred to as the "Group") for the financial years ended ("FYE(s)") 31 January 2022, 31 January 2023, 31 January 2024 and financial period ended ("FPE") 31 October 2024. The Combined Financial Statements of the Group consist of the audited financial statements of the other combining entity and are prepared solely for inclusion in the Prospectus of the Company in connection with the listing of and quotation for the entire enlarged issued share capital of HIMB on the Main Market of Bursa Malaysia Securities Berhad (the "Listing").



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

2. BASIS OF PREPARATION (continued)

The Combined Financial Statements of the Group are prepared using the audited financial statements of the other combining entity for the relevant financial years/period and its statutory auditors are as follows:

Company	Relevant Financial Years/Period	Auditors
HI Mobility Berhad	FPE 31 October 2024 (Incorporated on 12 June 2024)	BDO PLT
Handal Indah Sdn. Bhd.	FYE 31 January 2022 FYE 31 January 2023 FYE 31 January 2024 FPE 31 October 2024	BDO PLT BDO PLT BDO PLT BDO PLT

The audited financial statements of the other combining entity for the relevant financial years/period reported above were not subject to any qualification or modification.

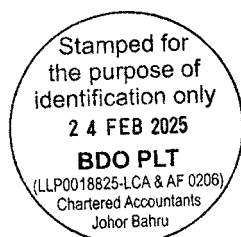
The Combined Financial Statements of the Group have been prepared in accordance with Malaysian Financial Reporting Standards ("MFRSs"), IFRS Accounting Standards, Guidance Note on Combined Financial Statements issued by the Malaysian Institute of Accountants and on the assumption that the Group has been operating as a single economic entity throughout the financial years/period presented in these Combined Financial Statements.

The Combined Financial Statements of the Group consist of the combined financial statements of the Company and its combining entity as disclosed in Note 7 to the Combined Financial Statements, which were under common control throughout the reporting periods. The common control of the combining entity has been established by virtue of Lim Han Weng, being the promoter and substantial shareholder of the Company.

Entities under common control are entities which are ultimately controlled by the same parties and that control is not transitory. Common control exists when the same parties have ultimate collective power to govern the financial and operating policies of each of the combining entities so as to obtain benefits from their activities, and that ultimate collective power is not transitory. The financial statements of commonly controlled entities are included in the Combined Financial Statements from the day that common control commences until the date that control ceases.

The Combined Financial Statements of the Group for the relevant period are prepared under historical cost convention except as otherwise stated in the Combined Financial Statements.

The Combined Financial Statements have been prepared using financial information obtained from the records of the combining entity during the financial years/period. Consequently, the Group presented comparative information as if the business combinations had taken place before the start of the earliest period before presented in the Financial Statements.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))

Accountants' Report

2. BASIS OF PREPARATION (continued)

The financial information as presented in the Combined Financial Statements may not correspond with the consolidated financial statements of the Group has the relevant acquisitions to legally constitute the Group been incorporated for the respective financial years and period. Consequently, such financial information in the Combined Financial Statements does not purport to predict the financial positions, results of operations and cash flows of the Group for the financial years/period.

The preparation of these Combined Financial Statements in conformity with MFRSs and IFRS Accounting Standards requires the Directors to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue and expenses and disclosure of contingent assets and contingent liabilities. In addition, the Directors are also required to exercise their judgement in the process of applying the accounting policies. The areas involving such judgements, estimates and assumptions are disclosed in Note 6 to the Combined Financial Statements. Although these estimates and assumptions are based on the Directors' best knowledge of events and actions, actual results could differ from those estimates.

3. MATERIAL ACCOUNTING POLICIES**3.1 Common control business combinations****3.1.1 Basis of consolidation**

The consolidated financial statements of the Group incorporate the financial statements of the Company and its combined entity. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

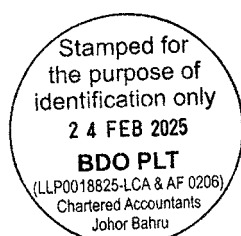
- (a) Power over the investee;
- (b) Exposure, or rights, to variable returns from its involvement with the investee; and
- (c) The ability to use its power over the investee to affect its returns.

3.1.2 Business combinations under common control

Business combination involving entities under common control are accounted for by applying the merger method of accounting. The assets and liabilities of the merger entities are reflected at their carrying amounts reported in the individual financial information.

In a business combination under common control, any differences between the cost of the merger and the share capital of the 'acquired' entity are reflected within equity as merger reserve.

The combined statements of profit or loss and other comprehensive income reflect the results of the combining entities for the full financial years and the comparatives are presented as if the entities had always been combined since the date for which the entities had come under common control.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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3. MATERIAL ACCOUNTING POLICIES (continued)**3.2 Property, plant and equipment and depreciation**

All items of property, plant and equipment (excluding right-of-use asset) are initially measured at cost. Cost includes expenditure that is directly attributable to the acquisition of the assets.

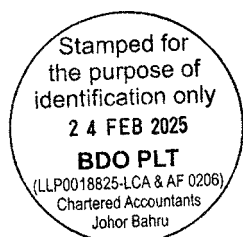
Each part of an item of property, plant and equipment (excluding right-of-use asset) with a cost that is significant in relation to the total cost of the asset and which has different useful life, is depreciated separately.

Depreciation is calculated to write off the cost of the assets to their residual values on a straight line basis over their estimated useful lives. The principal depreciation years are as follows:

Leasehold lands	48 to 60 years
Buildings	50 years
Bus accessories	3 to 10 years
Diesel buses	15 years
Electric buses	
- battery system components	8 years
- other components	15 years
Electrical installation	10 years
Furniture and fittings	4 to 10 years
Machinery	
- electric vehicle charging station network and equipment	10 years
- others	10 years
Motor vehicles	5 years
Office equipment	3 to 10 years
Renovation	10 years
Ticketing machines	10 years
Other assets	3 to 10 years

Buses work-in-progress and capital work-in-progress are not depreciated until such time when the asset is available for use.

At the end of each reporting period, the carrying amount of an item of property, plant and equipment is assessed for impairment when events or changes in circumstances indicate that its carrying amount may not be recoverable. A write down is made if the carrying amount exceeds the recoverable amount.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))

Accountants' Report

3. MATERIAL ACCOUNTING POLICIES (continued)**3.3 Leases****The Group as a lessee*****Right-of-use asset***

The right-of-use asset is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term, as follows:

Buildings	2 to 7.5 years
Bus terminals	2 to 5 years
Ticketing counters	2 to 6 years
Equipment and machines	3 to 5 years

The depreciation term of leasehold lands, diesel buses, electric buses and motor vehicles are disclosed in Note 3.2 to the Combined Financial Statements.

Lease liability

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. The lease payments are discounted using the incremental borrowing rate of the Group. Subsequent to the initial recognition, the Group measures the lease liability by increasing the carrying amount to reflect interest in the lease liability, reducing the carrying amount to reflect lease payments made, and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Group as a lessor

Leases in which the Group do not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and are recognised over the lease term on the same bases as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

3.4 Contract assets

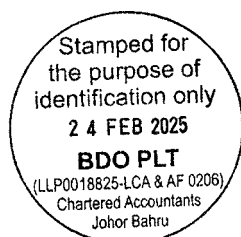
Contract asset is the right to consideration for goods or services transferred to the customers. Contract liability is the obligation to transfer goods or services to customer for which the Group has received the consideration or has billed the customer.

Contract assets are transferred to receivables when the rights to economic benefits become unconditional. This usually occurs when the Group issues billing to the customer.

3.5 Financial instruments**(a) Financial assets**

Financial assets are recognised in the statements of financial position when, and only when, the Group become a party to the contractual provisions of the financial instrument.

When financial assets are initially recognised, they are measured at fair value, plus, in the case of financial assets not at Fair Value Through Profit or Loss ("FVTPL"), directly attributable transaction costs.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))

Accountants' Report

3. MATERIAL ACCOUNTING POLICIES (continued)**3.5 Financial instruments (continued)****(b) Financial liabilities**

Financial liabilities are classified according to the substance of the contractual arrangements entered into and met the definition of a financial liability.

Financial liabilities are recognised in the statement of financial position when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. Financial liabilities are classified as either financial liabilities measured at FVTPL or financial liabilities measured at amortised cost.

3.6 Impairment of financial assets

The Group applies the simplified approach to measure expected credit loss ("ECL"). This entails recognising a lifetime expected loss allowance for all trade receivables.

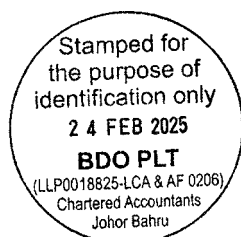
Expected credit losses are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive. The estimate of expected cash shortfall shall reflect the cash flows expected from collateral and other credit enhancements that are part of the contractual terms. The shortfall is then discounted at an approximation to the original effective interest rate of the asset.

The Group considers credit loss experience and observable data such as current changes and futures forecasts in economic conditions of the Group's industry to estimate the amount of expected impairment loss. The methodology and assumptions including any forecasts of future economic conditions are reviewed regularly.

Impairment for trade receivables that do not contain a significant financing component are recognised based on the simplified approach within MFRS 9 using the lifetime expected credit losses.

In measuring the expected credit losses on trade receivables, the probability of non-payment by the trade receivables is adjusted by forward looking information and multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. For trade receivables, which are reported net, such impairments are recorded in a separate impairment account with the loss being recognised in the statement of profit or loss and other comprehensive income. On confirmation that the trade receivable would not be collectable, the gross carrying value of the asset would be written off against the associated impairment.

Impairment for other receivables are recognised based on the general approach within MFRS 9 using the forward looking expected credit loss model. The methodology used to determine the amount of the impairment is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. For those in which the credit risk has not increased significantly since initial recognition of the financial asset, twelve month expected credit losses along with gross interest income are recognised. For those in which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. At the end of the reporting period, the Group assesses whether there has been a significant increase in credit risk for financial assets by comparing the risk for default occurring over the expected life with the risk of default since initial recognition. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised. Credit impaired refers to any individually determined debtors who are in significant financial difficulties and have defaulted on payments to be impaired as at the end of the reporting period.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))

Accountants' Report

3. MATERIAL ACCOUNTING POLICIES (continued)**3.6 Impairment of financial assets (continued)**

The probability of non-payment other receivables is adjusted by forward looking information and multiplied by the amount of the expected loss arising from default to determine the twelve month or lifetime expected credit loss for the other receivables.

The carrying amount of the financial asset is reduced through the use of an allowance for impairment loss account and the amount of impairment loss is recognised in profit or loss. When a financial asset becomes uncollectible, it is written off against the allowance for impairment loss account.

3.7 Foreign currencies**(a) Functional and presentation currency**

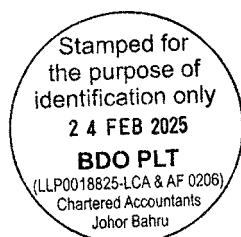
Items included in the Combined Financial Statements of the Group are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The Combined Financial Statements are presented in Ringgit Malaysia ("RM"), which is the functional and presentation currency of the Company.

(b) Foreign currency translations and balances

Transactions in foreign currencies are converted into functional currency at rates of exchange ruling at the transaction dates. Monetary assets and liabilities in foreign currencies at the end of the reporting period are translated into functional currency at rates of exchange ruling at that date. All exchange differences arising from the settlement of foreign currency transactions and from the translation of foreign currency monetary assets and liabilities are included in profit or loss in the period in which they arise. Non-monetary items initially denominated in foreign currencies, which are carried at historical cost, are translated using the historical rate as of the date of acquisition, and non-monetary items, which are carried at fair value are translated using the exchange rate that existed when the values were determined for presentation currency purposes.

(c) Foreign operations

Combined Financial Statements of foreign operations are translated at end of the reporting period exchange rates with respect to their assets and liabilities, and at exchange rates at the dates of the transactions with respect to items reflected in profit or loss and comprehensive income. All resulting translation differences are recognised as a separate component of equity.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

3. MATERIAL ACCOUNTING POLICIES (continued)**3.8 Revenue recognition**

Revenue is measured based on the consideration specified in a contract with a customer in exchange for transferring goods or services to a customer, excluding amounts collected on behalf of third parties. The Group recognises revenue when (or as) it transfers control over a product or service to customer. An asset is transferred when (or as) the customer obtains control of the asset.

Revenue is measured at the fair value of consideration received or receivable. The following describes the performance obligations in contracts with customers:

(a) Scheduled bus services

The Group provides stage bus and express bus services through selling bus tickets. Revenue is recognised at a point in time upon the completion of services rendered to passengers.

(b) Chartered bus services

The Group provides chartered bus services. Revenue recognition is based on monthly fee receivable for services rendered. Revenue is recognised at a point in time upon the completion of services rendered.

(c) Other services

The Group provides a range of repair and maintenance bus services and rental of advertising spaces on buses to customers. Revenue is recognised at a point in time upon the completion of services rendered.

Revenue recognition not in relation to performance obligations is described below:

(a) Interest income

Interest income is recognised as it accrues, using the effective interest method.

(b) Rental income

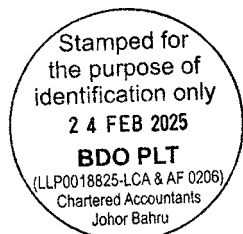
Rental income is recognised on the straight-line basis over the lease term of the relevant tenancy agreement.

3.9 Operating segments

Operating segments are defined as components of the Group that:

- (a) engage in business activities from which it could earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the Group);
- (b) whose operating results are regularly reviewed by the chief operating decision maker of the Group particularly in making decisions about resources to be allocated to the segment and assessing its performance; and
- (c) for which discrete financial information is available.

An operating segment may engage in business activities for which it has yet to earn revenues.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))

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4. ADOPTION OF NEW MFRSs AND AMENDMENTS TO MFRSs**4.1 New MFRSs adopted during the financial period**

The Group adopted the following Standards of the MFRS Framework that were issued by the Malaysian Accounting Standards Board ("MASB") during the financial period ended 31 October 2024:

Title	Effective Date
Amendments to MFRS 16 <i>Lease Liability in a Sale and Leaseback</i>	1 January 2024
Amendments to MFRS 101 <i>Classification of Liabilities as Current or Non-current</i>	1 January 2024
Amendments to MFRS 101 <i>Non-current Liabilities with Covenants</i>	1 January 2024
Amendments to MFRS 107 and MFRS 7 <i>Supplier Finance Arrangements</i>	1 January 2024

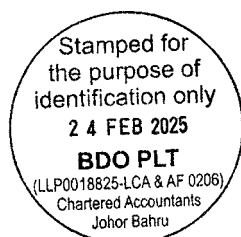
Adoption of the above Standards and Amendments did not have any material effect on the financial performance or position of the Group.

4.2 New MFRSs that have been issued, but only effective for annual periods beginning on or after 1 January 2025

The following are standards of the MFRS framework that have been issued by the MASB but have not been early adopted by the Group:

Title	Effective Date
Amendments to MFRS 121 <i>Lack of interchangeability</i>	1 January 2025
Amendments to MFRS 9 and MFRS 7 <i>Amendments to the Classification and Measurement of Financial Instruments</i>	1 January 2026
Annual Improvements to MFRS Accounting Standards	1 January 2026
MFRS 18 <i>Presentation and Disclosure in Financial Statements</i>	1 January 2027
MFRS 19 <i>Subsidiaries without Public Accountability: Disclosures</i>	1 January 2027
Amendments to MFRS 10 and MFRS 128 <i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i>	Deferred

The Group is in the process of assessing the impact of implementing these Standards and Amendments, since the effects would only be observable in future financial years.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

5. FINANCIAL INFORMATION AND LIMITATIONS

The financial information in this Report is based on the respective audited results of the other combining entity with applicable appropriate adjustments and reclassifications made for the purpose of this Report.

6. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS**6.1 Changes in estimates**

Estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Directors are of the opinion that there are no significant changes in estimates at the end of each reporting period.

6.2 Critical judgements made in applying accounting policies

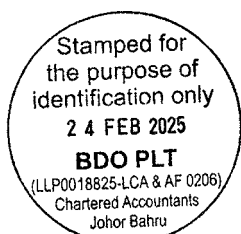
There are no critical judgements made by management in the process of applying the accounting policies of the Group that have a significant effect on the amounts recognised in the Combined Financial Statements.

6.3 Key sources of estimation uncertainty

The following are key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

Recoverability of trade receivables and contract assets

Recoverability of trade receivables and contract assets requires management to exercise significant judgements in determining the probability of default by trade receivables and contract assets and appropriate forward looking information.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

7. COMBINING ENTITY

Details of the combining entity are as follows:

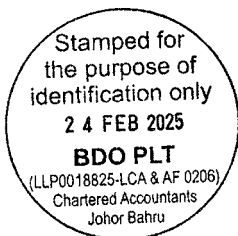
Name of combining entity	Effective interest in equity held				Date of incorporation	Country of incorporation	Principal activity
	31.1.2022	31.1.2023	31.1.2024	31.10.2024			
Handal Indah Sdn. Bhd.	100%	100%	100%	100%	19 January 1994	Malaysia	Provides bus transportation services.

8. OPERATING SEGMENTS

(a) Business segments

The primary activity of the Group is providing bus transportation services. Other services segment is not of a sufficient size to be reported separately.

Management monitors the operating results of the Group as a whole for the purpose of making decisions about resource allocation and performance assessment. Accordingly, the Group has only one (1) reportable segment.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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8. OPERATING SEGMENTS (continued)

(b) Geographical information

The business activities of the Group are predominantly located in Malaysia and Singapore.

In presenting information on the basis of geographical areas, segment revenue is based on the region and country of operations. Segment assets are based on the geographical location of the assets of the Group. Segment assets do not include deferred tax assets and current tax assets.

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Revenue from external customers					
Malaysia	28,621,447	71,865,614	109,647,545	104,645,801	79,483,715
Singapore	2,846,579	47,766,148	98,065,093	99,621,100	68,196,423
	<u>31,468,026</u>	<u>119,631,762</u>	<u>207,712,638</u>	<u>204,266,901</u>	<u>147,680,138</u>
Locations of the assets					
Malaysia					
- Non-current assets	78,898,252	88,620,889	126,570,066	188,253,233	104,735,750
- Current assets	26,480,326	65,663,526	52,358,344	81,133,923	102,983,596
	105,378,578	154,284,415	178,928,410	269,387,156	207,719,346
Singapore					
- Non-current assets	19,280,112	18,047,803	30,595,745	32,713,361	25,682,473
- Current assets	4,372,736	14,355,560	17,434,568	23,255,655	25,847,280
	23,652,848	32,403,363	48,030,313	55,969,016	51,529,753
	<u>129,031,426</u>	<u>186,687,778</u>	<u>226,958,723</u>	<u>325,356,172</u>	<u>259,249,099</u>

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24 FEB 2025
BDO PLT
(LLP0018825-LCA & AF 0206)
Chartered Accountants
Johor Bahru

13. ACCOUNTANTS' REPORT (Cont'd)

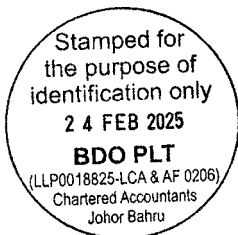
HI Mobility Berhad (202401023591 (1569440 - A))
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8. OPERATING SEGMENTS (continued)

(c) Major customers

The following are major customers with revenue equal or more than ten percent (10%) of revenue of the Group:

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Agensi Pengangkutan Awam Darat	6,331,792	22,330,365	43,111,229	42,126,661	31,968,120
Perbadanan Pengangkutan Awam Johor Sdn Bhd	9,568,832	10,560,722	10,697,720	8,192,038	7,947,108
	<u>15,900,624</u>	<u>32,891,087</u>	<u>53,808,949</u>	<u>50,318,699</u>	<u>39,915,228</u>

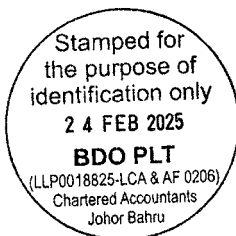


13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

9. PROPERTY, PLANT AND EQUIPMENT

31.1.2022	Balance as at 1.2.2021 RM	Additions RM	Written off RM	Disposals RM	Depreciation charge for the financial year RM	Translation differences RM	Balance as at 31.1.2022 RM
Carrying amount							
Leasehold lands							
- right-of-use assets	13,295,019	-	-	-	(300,830)	-	12,994,189
Buildings	6,763,438	-	-	-	(160,283)	-	6,603,155
Diesel buses							
- owned	30,173,146	-	(252,772)	-	(4,478,930)	18,364	25,459,808
- right-of-use assets	52,345,684	-	-	-	(4,356,339)	33,485	48,022,830
Electrical installation	123,910	-	(106,489)	-	(17,421)	-	-
Furniture and fittings	292,169	47,249	(159,311)	-	(89,360)	(450)	90,297
Machinery	159,915	-	(23)	-	(39,541)	-	120,351
Motor vehicles							
- owned	204,133	-	-	-	(128,510)	1,379	77,002
- right-of-use assets	176,407	-	-	(114,724)	(32,180)	-	29,503
Office equipment	1,863,817	52,254	(804,987)	-	(466,953)	2,050	646,181
Renovation	2,186,819	-	(1)	-	(402,221)	274	1,784,871
Other assets	425,371	92,036	(69,494)	(1,209)	(143,749)	-	302,955
	108,009,828	191,539	(1,393,077)	(115,933)	(10,616,317)	55,102	96,131,142

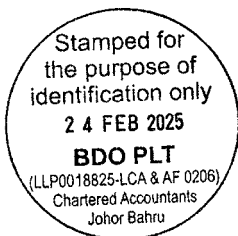


13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

9. PROPERTY, PLANT AND EQUIPMENT (continued)

	<----- As at 31.1.2022 ----->		
	Cost RM	Accumulated depreciation RM	Carrying amount RM
Leasehold lands			
- right-of-use assets	15,100,000	(2,105,811)	12,994,189
Buildings	7,976,026	(1,372,871)	6,603,155
Diesel buses			
- owned	71,600,319	(46,140,511)	25,459,808
- right-of-use assets	66,983,515	(18,960,685)	48,022,830
Furniture and fittings	200,282	(109,985)	90,297
Machinery	390,212	(269,861)	120,351
Motor vehicles			
- owned	1,613,420	(1,536,418)	77,002
- right-of-use assets	186,882	(157,379)	29,503
Office equipment	1,185,030	(538,849)	646,181
Renovation	4,131,974	(2,347,103)	1,784,871
Other assets	801,733	(498,778)	302,955
	<u>170,169,393</u>	<u>(74,038,251)</u>	<u>96,131,142</u>

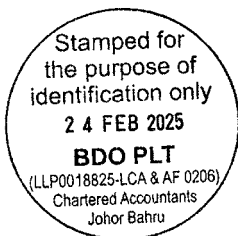


13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

9. PROPERTY, PLANT AND EQUIPMENT (continued)

	Balance as at 1.2.2022 RM	Additions RM	Reclassification RM	Written off RM	Disposals RM	Depreciation charge for the financial year RM	Translation differences RM	Balance as at 31.1.2023 RM
31.1.2023								
Carrying amount								
Leasehold lands								
- right-of-use assets	12,994,189	-	-	-	-	(300,830)	-	12,693,359
Buildings	6,603,155	1,604,080	-	-	-	(168,886)	-	8,038,349
Diesel buses								
- owned	25,459,808	4,929,202	11,337,929	(881,644)	-	(5,562,655)	395,645	35,678,285
- right-of-use assets	48,022,830	4,895,000	(11,337,929)	-	-	(3,468,583)	939,750	39,051,068
Electric buses								
- right-of-use assets	-	3,101,905	-	-	-	(48,762)	-	3,053,143
Bus accessories	-	1,067,078	-	-	-	(32,774)	-	1,034,304
Electrical installation	-	562,412	-	-	-	(28,988)	-	533,424
Furniture and fittings	90,297	31,711	-	-	-	(20,020)	6,523	108,511
Machinery	120,351	76,237	-	-	-	(35,171)	-	161,417
Motor vehicles								
- owned	77,002	-	(8,512)	-	(1,388)	(50,974)	986	17,114
- right-of-use assets	29,503	-	8,512	-	-	(16,292)	-	21,723
Office equipment	646,181	212,945	-	-	-	(192,303)	38,833	705,656
Renovation	1,784,871	94,833	-	(14,144)	-	(399,705)	3,088	1,468,943
Ticketing machines	-	992,773	-	-	-	(108,070)	-	884,703
Other assets	302,955	68,788	-	-	-	(108,092)	-	263,651
Buses work-in-progress	-	525,972	-	-	-	-	-	525,972
	96,131,142	18,162,936	-	(895,788)	(1,388)	(10,542,105)	1,384,825	104,239,622

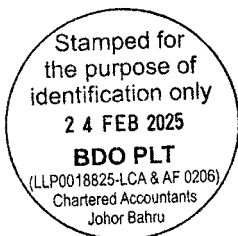


13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

9. PROPERTY, PLANT AND EQUIPMENT (continued)

	<----- As at 31.1.2023 ----->		
	Cost RM	Accumulated depreciation RM	Carrying amount RM
Leasehold lands			
- right-of-use assets	15,100,000	(2,406,641)	12,693,359
Buildings	9,580,106	(1,541,757)	8,038,349
Diesel buses			
- owned	91,465,066	(55,786,781)	35,678,285
- right-of-use assets	55,171,073	(16,120,005)	39,051,068
Electric buses			
- right-of-use assets	3,101,905	(48,762)	3,053,143
Bus accessories	1,067,078	(32,774)	1,034,304
Electrical installation	562,412	(28,988)	533,424
Furniture and fittings	244,352	(135,841)	108,511
Machinery	466,449	(305,032)	161,417
Motor vehicles			
- owned	1,411,892	(1,394,778)	17,114
- right-of-use assets	81,460	(59,737)	21,723
Office equipment	1,467,546	(761,890)	705,656
Renovation	4,160,334	(2,691,391)	1,468,943
Ticketing machines	992,773	(108,070)	884,703
Other assets	870,521	(606,870)	263,651
Buses work-in-progress	525,972	-	525,972
	<u>186,268,939</u>	<u>(82,029,317)</u>	<u>104,239,622</u>



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

9. PROPERTY, PLANT AND EQUIPMENT (continued)

31.1.2024	Balance as at 1.2.2023 RM	Additions RM	Reclassification RM	Written off RM	Disposals RM	Depreciation charge for the financial year RM	Impairment RM	Translation differences RM	Balance as at 31.1.2024 RM
Carrying amount									
Leasehold lands									
- right-of-use assets	12,693,359	-	-	-	-	(306,187)	(1,137,500)	-	11,249,672
Buildings	8,038,349	182,555	-	-	-	(195,054)	-	-	8,025,850
Diesel buses									
- owned	35,678,285	23,774,645	2,413,417	(334,245)	(378,539)	(7,270,502)	-	583,149	54,466,210
- right-of-use assets	39,051,068	4,011,600	(1,917,445)	-	-	(3,711,399)	-	806,625	38,240,449
Electric buses									
- owned	-	16,106,137	-	-	-	(340,034)	-	185,578	15,951,681
- right-of-use assets	3,053,143	10,220,181	-	-	-	(597,091)	-	149,913	12,826,146
Bus accessories	1,034,304	690,766	-	-	-	(549,081)	-	-	1,175,989
Electrical installation	533,424	59,600	-	-	-	(59,000)	-	-	534,024
Furniture and fittings	108,511	183,299	-	-	-	(37,611)	-	7,128	261,327
Machinery	161,417	2,300,173	-	-	-	(149,910)	-	-	2,311,680
Motor vehicles									
- owned	17,114	382,704	(28,968)	-	(1)	(11,357)	-	18,063	377,555
- right-of-use assets	21,723	141,348	-	-	-	(49,025)	-	-	114,046
Office equipment	705,656	396,002	(1,200)	(229)	-	(244,510)	-	36,061	891,780
Renovation	1,468,943	2,300	-	-	-	(343,535)	-	1,645	1,129,353
Ticketing machines	884,703	1,608,624	28,968	-	-	(414,909)	-	-	2,107,386
Other assets	263,651	185,548	1,200	-	-	(125,076)	-	-	325,323
Buses work-in-progress	525,972	-	(495,972)	-	-	-	-	-	30,000
Capital work-in-progress	-	3,776,964	-	-	-	-	-	-	3,776,964
	104,239,622	64,022,446	-	(334,474)	(378,540)	(14,404,281)	(1,137,500)	1,788,162	153,795,435

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13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

9. PROPERTY, PLANT AND EQUIPMENT (continued)

	<----- As at 31.1.2024 ----->			
	Cost RM	Accumulated depreciation RM	Accumulated impairment losses RM	Carrying amount RM
Leasehold lands				
- right-of-use assets	15,100,000	(2,712,828)	(1,137,500)	11,249,672
Buildings	9,762,661	(1,736,811)	-	8,025,850
Diesel buses				
- owned	114,467,714	(60,001,504)	-	54,466,210
- right-of-use assets	57,517,134	(19,276,685)	-	38,240,449
Electric buses				
- owned	16,293,004	(341,323)	-	15,951,681
- right-of-use assets	13,475,406	(649,260)	-	12,826,146
Bus accessories	1,757,844	(581,855)	-	1,175,989
Electrical installation	622,012	(87,988)	-	534,024
Furniture and fittings	442,637	(181,310)	-	261,327
Machinery	2,766,622	(454,942)	-	2,311,680
Motor vehicles				
- owned	1,809,473	(1,431,918)	-	377,555
- right-of-use assets	222,808	(108,762)	-	114,046
Office equipment	1,787,287	(895,507)	-	891,780
Renovation	4,171,087	(3,041,734)	-	1,129,353
Ticketing machines	2,630,365	(522,979)	-	2,107,386
Other assets	1,057,270	(731,947)	-	325,323
Buses work-in-progress	30,000	-	-	30,000
Capital work-in-progress	3,776,964	-	-	3,776,964
	247,690,288	(92,757,353)	(1,137,500)	153,795,435

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13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

9. PROPERTY, PLANT AND EQUIPMENT (continued)

	Balance as at 1.2.2024 RM	Additions RM	Reclassification RM	Written off RM	Disposals RM	Depreciation charge for the financial period RM	Translation differences RM	Balance as at 31.10.2024 RM
31.10.2024								
Carrying amount								
Leasehold lands								
- right-of-use assets	11,249,672	-	-	-	-	(204,194)	-	11,045,478
Buildings	8,025,850	590,934	497,821	(4,834)	-	(202,998)	-	8,906,773
Diesel buses								
- owned	54,466,210	46,157,168	7,748,300	(803,692)	(39,221)	(5,777,160)	(787,082)	100,964,523
- right-of-use assets	38,240,449	9,544,407	(10,335,227)	(50,179)	-	(2,250,479)	(449,346)	34,699,625
Electric buses								
- owned	15,951,681	8,432,371	(4,096,088)	-	-	(1,331,742)	(359,825)	18,596,397
- right-of-use assets	12,826,146	4,730,053	6,683,015	-	-	(1,740,519)	(401,476)	22,097,219
Bus accessories	1,175,989	175,500	(113,931)	(2,609)	-	(390,526)	-	844,423
Electrical installation	534,024	6,500	(147,075)	(35,355)	-	(31,495)	-	326,599
Furniture and fittings	261,327	37,800	-	(33,583)	-	(47,392)	(5,277)	212,875
Machinery								
- electric vehicle charging station network and equipment	-	2,258,821	4,729,903	-	-	(204,583)	-	6,784,141
- others	2,311,680	223,260	(1,398,518)	(12,956)	(316,615)	(113,440)	-	693,411
Motor vehicles								
- owned	377,555	579,978	-	-	(90,270)	(79,428)	(5,763)	782,072
- right-of-use assets	114,046	564,826	-	-	-	(61,309)	-	617,563
Office equipment	891,780	864,567	-	(39,709)	-	(270,222)	(26,914)	1,419,502
Renovation	1,129,353	107,977	208,764	(21,066)	-	(304,587)	(1,230)	1,119,211
Ticketing machines	2,107,386	2,039,507	-	(1,610,123)	-	(367,882)	-	2,168,888
Other assets	325,323	626,217	-	(94,631)	(27,212)	(112,638)	-	717,059
Buses work-in-progress	30,000	1,964,972	-	-	-	-	-	1,994,972
Capital work-in-progress	3,776,964	120,386	(3,776,964)	-	-	-	-	120,386
	153,795,435	79,025,244	-	(2,708,737)	(473,318)	(13,490,594)	(2,036,913)	214,111,117

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13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

9. PROPERTY, PLANT AND EQUIPMENT (continued)

	<----- As at 31.10.2024 ----->			
	Cost RM	Accumulated depreciation RM	Accumulated impairment losses RM	Carrying amount RM
Leasehold lands				
- right-of-use assets	15,100,000	(2,917,022)	(1,137,500)	11,045,478
Buildings	10,846,515	(1,939,742)	-	8,906,773
Diesel buses				
- owned	161,864,821	(60,900,298)	-	100,964,523
- right-of-use assets	50,419,490	(15,719,865)	-	34,699,625
Electric buses				
- owned	20,186,356	(1,589,959)	-	18,596,397
- right-of-use assets	24,633,742	(2,536,523)	-	22,097,219
Bus accessories	1,713,997	(869,574)	-	844,423
Electrical installation	421,722	(95,123)	-	326,599
Furniture and fittings	403,754	(190,879)	-	212,875
Machinery				
- electric vehicle charging station network and equipment	7,196,721	(412,580)	-	6,784,141
- others	1,151,678	(458,267)	-	693,411
Motor vehicles				
- owned	2,275,915	(1,493,843)	-	782,072
- right-of-use assets	761,967	(144,404)	-	617,563
Office equipment	2,435,372	(1,015,870)	-	1,419,502
Renovation	4,253,997	(3,134,786)	-	1,119,211
Ticketing machines	2,703,934	(535,046)	-	2,168,888
Other assets	1,299,380	(582,321)	-	717,059
Buses work-in-progress	1,994,972	-	-	1,994,972
Capital work-in-progress	120,386	-	-	120,386
	309,784,719	(94,536,102)	(1,137,500)	214,111,117

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13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

9. PROPERTY, PLANT AND EQUIPMENT (continued)

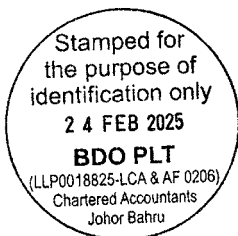
- (a) During the financial year/period, the Group made the following cash payments to purchase property, plant and equipment:

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Purchase of property, plant and equipment	191,539	18,162,936	64,022,446	79,025,244	26,964,319
Advance payment to suppliers in:					
- current year (Note 15)	-	18,759,940	2,371,865	19,023,292	11,366,602
- prior year	-	-	(18,759,940)	(2,371,865)	(18,759,940)
Amount owing to vendor (Note 20)	(38,319)	(2,288,899)	(8,699,612)	(540,261)	(10,703,699)
Financed by lease arrangement	-	(7,359,351)	(14,339,069)	(19,396,900)	(4,002,870)
Cash payments	<u>153,220</u>	<u>27,274,626</u>	<u>24,595,690</u>	<u>75,739,510</u>	<u>4,864,412</u>

- (b) As at the end of the reporting year/period, certain assets have been charged to financial institutions for credit facilities granted to the Group:

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Secured against term loans (Note 21)				
Diesel buses	-	-	16,433,284	20,492,134
Electric buses	-	-	3,947,433	16,726,835
	<u>-</u>	<u>-</u>	<u>20,380,717</u>	<u>37,218,969</u>
Secured against lease liabilities (Note 10)				
Diesel buses	48,022,830	39,051,068	38,240,449	34,699,625
Electric buses	-	3,053,143	12,826,146	22,097,219
	<u>48,022,830</u>	<u>42,104,211</u>	<u>51,066,595</u>	<u>56,796,844</u>

- (c) Certain diesel buses with carrying value of RM13,809,865 (31.1.2024: RM4,352,920) (31.1.2023: Nil) (31.1.2022: Nil) were received physically, with registration of ownership yet to be completed as at reporting year/period end.
- (d) During the financial year ended 31 January 2024, the Group recognised RM1,137,500 of impairment losses in the profit or loss as the recoverable amounts of certain leasehold land was lower than its carrying amounts.

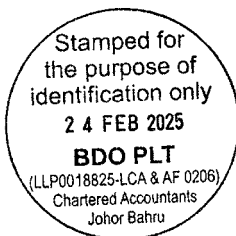


13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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10. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES**The Group as lessee****(I) Right-of-use assets**

	Balance as at 1.2.2021 RM	Disposals RM	Termination RM	Depreciation charge for the financial year RM	Translation differences RM	Balance as at 31.1.2022 RM
Carrying amount						
Buildings - rented	2,085,673	-	(170,707)	(790,658)	1,654	1,125,962
Bus terminal - rented	66,100	-	(2,834)	(40,689)	-	22,577
Ticketing counters - rented	609,424	-	(272,646)	(184,021)	-	152,757
Equipment and machines - rented	219,223	-	-	(73,074)	-	146,149
As disclosure in combined statement of financial position	2,980,420	-	(446,187)	(1,088,442)	1,654	1,447,445
Leasehold lands (Note 9)	13,295,019	-	-	(300,830)	-	12,994,189
Diesel buses (Note 9)	52,345,684	-	-	(4,356,339)	33,485	48,022,830
Motor vehicles (Note 9)	176,407	(114,724)	-	(32,180)	-	29,503
Total right-of-use assets	68,797,530	(114,724)	(446,187)	(5,777,791)	35,139	62,493,967



13. ACCOUNTANTS' REPORT (Cont'd)

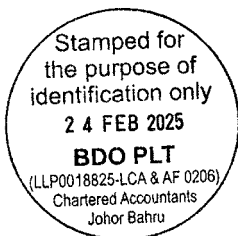
HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

10. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

The Group as lessee (continued)

(I) Right-of-use assets (continued)

	Balance as at 1.2.2022 RM	Additions RM	Reclassification RM	Termination RM	Depreciation charge for the financial year RM	Translation differences RM	Balance as at 31.1.2023 RM
Carrying amount							
Buildings - rented	1,125,962	342,013	-	(151,299)	(498,553)	9,199	827,322
Bus terminal - rented	22,577	202,542	-	1	(63,493)	-	161,627
Ticketing counters - rented	152,757	378,787	-	(133,551)	(104,996)	-	292,997
Equipment and machines - rented	146,149	513,958	-	-	(106,306)	-	553,801
As disclosure in combined statement of financial position	1,447,445	1,437,300	-	(284,849)	(773,348)	9,199	1,835,747
Leasehold lands (Note 9)	12,994,189	-	-	-	(300,830)	-	12,693,359
Diesel buses (Note 9)	48,022,830	4,895,000	(11,337,929)	-	(3,468,583)	939,750	39,051,068
Electric buses (Note 9)	-	3,101,905	-	-	(48,762)	-	3,053,143
Motor vehicles (Note 9)	29,503	-	8,512	-	(16,292)	-	21,723
Total right-of-use assets	62,493,967	9,434,205	(11,329,417)	(284,849)	(4,607,815)	948,949	56,655,040



13. ACCOUNTANTS' REPORT (Cont'd)

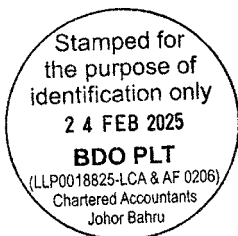
HI Mobility Berhad (202401023591 (1569440 - A))
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10. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

The Group as lessee (continued)

(I) Right-of-use assets (continued)

	Balance as at 1.2.2023 RM	Additions RM	Reclassification RM	Depreciation charge for the financial year RM	Impairment RM	Translation differences RM	Balance as at 31.1.2024 RM
Carrying amount							
Buildings - rented	827,322	2,236,895	-	(1,015,784)	-	-	2,048,433
Bus terminal - rented	161,627	200,284	-	(102,886)	-	-	259,025
Ticketing counters - rented	292,997	27,781	-	(173,644)	-	-	147,134
Equipment and machines - rented	553,801	-	-	(206,315)	-	-	347,486
As disclosure in combined statement of financial position	1,835,747	2,464,960	-	(1,498,629)	-	-	2,802,078
Leasehold lands (Note 9)	12,693,359	-	-	(306,187)	(1,137,500)	-	11,249,672
Diesel buses (Note 9)	39,051,068	4,011,600	(1,917,445)	(3,711,399)	-	806,625	38,240,449
Electric buses (Note 9)	3,053,143	10,220,181	-	(597,091)	-	149,913	12,826,146
Motor vehicles (Note 9)	21,723	141,348	-	(49,025)	-	-	114,046
Total right-of-use assets	56,655,040	16,838,089	(1,917,445)	(6,162,331)	(1,137,500)	956,538	65,232,391



13. ACCOUNTANTS' REPORT (Cont'd)

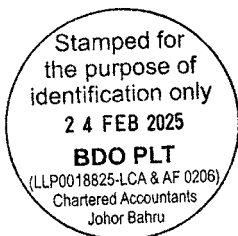
HI Mobility Berhad (202401023591 (1569440 - A))
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10. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)

The Group as lessee (continued)

(I) Right-of-use assets (continued)

	Balance as at 1.2.2024 RM	Additions RM	Reclassification RM	Termination RM	Written off RM	Depreciation charge for the financial period RM	Translation differences RM	Balance as at 31.10.2024 RM
Carrying amount								
Buildings - rented	2,048,433	4,329,405	-	(2,258)	-	(1,113,951)	-	5,261,629
Bus terminal - rented	259,025	163,685	-	(183,594)	-	(62,171)	-	176,945
Ticketing counters - rented	147,134	235,762	-	-	-	(130,220)	-	252,676
Equipment and machines - rented	347,486	416,609	-	-	-	(156,204)	-	607,891
As disclosure in combined statement of financial position	2,802,078	5,145,461	-	(185,852)	-	(1,462,546)	-	6,299,141
Leasehold lands (Note 9)	11,249,672	-	-	-	-	(204,194)	-	11,045,478
Diesel buses (Note 9)	38,240,449	9,544,407	(10,335,227)	-	(50,179)	(2,250,479)	(449,346)	34,699,625
Electric buses (Note 9)	12,826,146	4,730,053	6,683,015	-	-	(1,740,519)	(401,476)	22,097,219
Motor vehicles (Note 9)	114,046	564,826	-	-	-	(61,309)	-	617,563
Total right-of-use assets	65,232,391	19,984,747	(3,652,212)	(185,852)	(50,179)	(5,719,047)	(850,822)	74,759,026

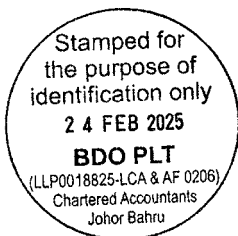


13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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10. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)**The Group as lessee (continued)****(II) Lease liabilities**

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Balance at beginning of financial year/period	31,069,122	27,529,333	30,244,454	36,439,147
Additions	-	8,796,651	16,804,029	24,542,361
Lease payments	(3,554,486)	(7,364,812)	(12,828,033)	(14,388,260)
Interest expenses	705,440	1,542,786	2,218,697	2,382,619
Termination of lease	(692,649)	(267,697)	-	(213,844)
Translation differences	1,906	8,193	-	-
Balance at end of financial year/period	<u>27,529,333</u>	<u>30,244,454</u>	<u>36,439,147</u>	<u>48,762,023</u>
Represented by:				
Current liabilities	5,658,889	9,328,745	12,686,548	13,432,168
Non-current liabilities	<u>21,870,444</u>	<u>20,915,709</u>	<u>23,752,599</u>	<u>35,329,855</u>
	<u>27,529,333</u>	<u>30,244,454</u>	<u>36,439,147</u>	<u>48,762,023</u>
Lease liabilities owing to financial institutions	26,092,414	28,354,624	33,569,787	42,453,734
Lease liabilities owing to non-financial institutions	<u>1,436,919</u>	<u>1,889,830</u>	<u>2,869,360</u>	<u>6,308,289</u>
	<u>27,529,333</u>	<u>30,244,454</u>	<u>36,439,147</u>	<u>48,762,023</u>



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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10. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)**The Group as lessee (continued)****(II) Lease liabilities (continued)**

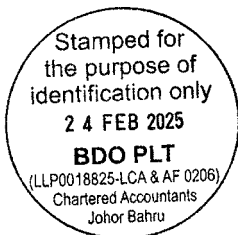
- (a) The Group has entered certain leases of equipment during the financial year/period with lease term of 12 months or less. The Group applies the "short-term lease" exemption for these leases.
- (b) The following are the amounts recognised in profit or loss:

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Depreciation charge of right-of-use assets (included in cost of sales and administrative expenses)	1,088,442	773,348	1,498,629	1,462,546	1,077,518
Interest expense on lease liabilities (included in costs of sales and finance costs)	705,440	1,542,786	2,218,697	2,382,619	1,642,086
Expense relating to short-term leases (included in cost of sales and administrative expenses)	902,741	3,706,745	6,035,676	4,410,848	4,486,516
Rental reduction arising from COVID-19 related rent concessions (included in cost of sales)	(437,924)	(102,110)	-	-	-

- (c) The Group lease contract that includes extension and termination options. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. Management exercises judgement in determining whether these extension and termination options are reasonably certain to be exercised.

There are no undiscounted potential future rental payments that are not included in the lease term as at the end of each reporting period.

- (d) Weighted average incremental borrowing rate of the lease liabilities of the Group as at the end of the reporting period 31.10.2024 is 3.53% (31.1.2024: 3.52%) (31.1.2023: 3.51%) (31.1.2022: 3.69%) per annum.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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10. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES (continued)**The Group as lessor**

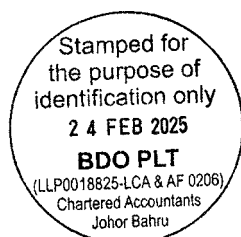
The Group had entered into non-cancellable lease agreements on certain premises mainly for ticketing counters with third parties. The monthly rental consists of a fixed base rent.

The Group has aggregated future minimum lease receivable under the above non-cancellable operating leases as at the end of each reporting period as follows:

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Less than one (1) year	228,107	113,254	121,237	175,006
One (1) to two (2) years	52,738	84,000	48,890	98,000
More than two (2) years	-	224,000	-	-
	<u>280,845</u>	<u>421,254</u>	<u>170,127</u>	<u>273,006</u>

11. INTANGIBLE ASSETS

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Website operating system and software				
At cost				
At beginning of financial year/period	101,935	27,900	41,400	36,900
Additions	-	13,500	4,499	-
Written off	<u>(74,035)</u>	<u>-</u>	<u>(8,999)</u>	<u>-</u>
At end of financial year/period	<u>27,900</u>	<u>41,400</u>	<u>36,900</u>	<u>36,900</u>
Accumulated amortisation				
At beginning of financial year/period	(83,898)	(16,489)	(22,294)	(29,850)
Charge	(6,619)	(5,805)	(9,056)	(1,350)
Written off	<u>74,028</u>	<u>-</u>	<u>1,500</u>	<u>-</u>
At end of financial year/period	<u>(16,489)</u>	<u>(22,294)</u>	<u>(29,850)</u>	<u>(31,200)</u>
Net carrying amount	<u>11,411</u>	<u>19,106</u>	<u>7,050</u>	<u>5,700</u>

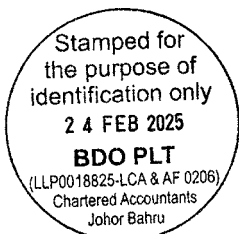


13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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12. INVESTMENT PROPERTY

	Balance as at 1.2.2021 RM	Depreciation charge for the financial year RM	Balance as at 31.1.2022 RM
31.1.2022			
Carrying amount			
Freehold building - Apartment	602,515	(14,149)	588,366
	[----- As at 31.1.2022 -----]		
	Cost RM	Accumulated depreciation RM	Carrying amount RM
Freehold building - Apartment	707,455	(119,089)	588,366
	[----- As at 31.1.2023 -----]		
	Balance as at 1.2.2022 RM	Depreciation charge for the financial year RM	Balance as at 31.1.2023 RM
31.1.2023			
Carrying amount			
Freehold building - Apartment	588,366	(14,149)	574,217
	[----- As at 31.1.2023 -----]		
	Cost RM	Accumulated depreciation RM	Carrying amount RM
Freehold building - Apartment	707,455	(133,238)	574,217
	[----- As at 31.1.2024 -----]		
	Balance as at 1.2.2023 RM	Depreciation charge for the financial year RM	Balance as at 31.1.2024 RM
31.1.2024			
Carrying amount			
Freehold building - Apartment	574,217	(12,969)	561,248
	[----- As at 31.1.2024 -----]		
	Cost RM	Accumulated depreciation RM	Carrying amount RM
Freehold building - Apartment	707,455	(146,207)	561,248



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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12. INVESTMENT PROPERTY (continued)

	Balance as at 1.2.2024 RM	Depreciation charge for the financial period RM	Balance as at 31.10.2024 RM
Carrying amount			
Freehold building - Apartment	561,248	(10,612)	550,636
	[----- As at 31.10.2024 -----]		
	Cost RM	Accumulated depreciation RM	Carrying amount RM
Freehold building - Apartment	707,455	(156,819)	550,636

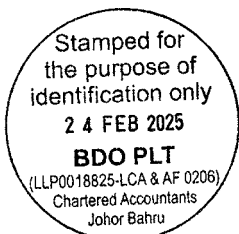
- (a) Depreciation is calculated to write off the cost of the investment properties to their residual values on a straight line basis over their estimated useful lives. The principal depreciation periods for the investments property is as follows:

Freehold building - Apartment 50 years

- (b) The following are recognised in profit or loss:

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Rental income	-	17,600	28,800	24,500	21,300
Direct operating expenses					
- income generating investment property	2,724	2,465	2,465	1,718	2,465

- (c) The fair value of the investment property of approximately RM648,000 (31.1.2024: RM648,000) (31.1.2023: RM648,000) (31.1.2022: RM605,000) at Level 3 was recommended by the Directors as at the end of reporting year/period based on comparison method that makes reference to recent market value of a similar property in the vicinity on a price per square feet basis. Any changes in the price per square feet will result in a reasonable change in the fair value of the investment property.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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12. INVESTMENT PROPERTY (continued)**The Group as lessor**

The Group had entered into non-cancellable lease agreements on a premise with third party. The monthly rental consists of a fixed base rent.

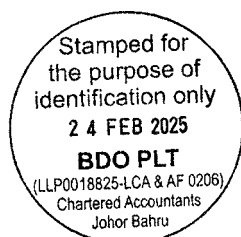
The Group has aggregated future minimum lease receivable under the above non-cancellable operating leases as at the end of each reporting period as follows:

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Less than one (1) year	17,600	28,800	34,000	36,000
One (1) to two (2) years	-	-	12,000	21,000
	<u>17,600</u>	<u>28,800</u>	<u>46,000</u>	<u>57,000</u>

13. DEFERRED TAX (ASSETS)/LIABILITIES

(a) The deferred tax (assets)/liabilities are made up of the following:

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Balance at beginning of the financial year/period	1,223,795	(4,219,171)	(2,679,555)	(3,795,272)
Recognised in profit or loss (Note 25)	(5,430,574)	1,502,640	(1,298,832)	(1,932,919)
Exchange translation difference	<u>(12,392)</u>	<u>36,976</u>	<u>183,115</u>	<u>(212,472)</u>
Balance at end of the financial year/period	<u>(4,219,171)</u>	<u>(2,679,555)</u>	<u>(3,795,272)</u>	<u>(5,940,663)</u>



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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13. DEFERRED TAX (ASSETS)/LIABILITIES (continued)

- (b) The components and movements of deferred tax (assets)/liabilities during the financial year/period are as follows:

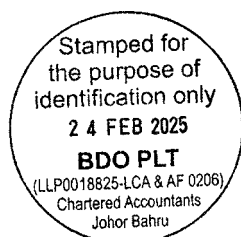
	Property, plant and equipment RM	Utilised tax losses and unabsorbed capital allowances RM	Total RM
As at 1 February 2021	10,707,172	(9,483,377)	1,223,795
Recognised in profit or loss	(2,165,532)	(3,265,042)	(5,430,574)
Exchange translation difference	(12,392)	-	(12,392)
As at 1 February 2022	8,529,248	(12,748,419)	(4,219,171)
Recognised in profit or loss	3,499,507	(1,996,867)	1,502,640
Exchange translation difference	36,976	-	36,976
As at 1 February 2023	12,065,731	(14,745,286)	(2,679,555)
Recognised in profit or loss	2,307,179	(3,606,011)	(1,298,832)
Exchange translation difference	183,115	-	183,115
As at 1 February 2024	14,556,025	(18,351,297)	(3,795,272)
Recognised in profit or loss	3,194,939	(5,127,858)	(1,932,919)
Exchange translation difference	(212,472)	-	(212,472)
As at 31 October 2024	17,538,492	(23,479,155)	(5,940,663)

Deferred tax assets are recognised for unabsorbed capital allowances and unused tax losses to the extent that it is probable that future taxable profit would be available against which the unused tax losses and the capital allowances could be utilised.

14. INVENTORIES

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
At cost				
Consumables	577,830	483,650	560,022	771,356

- (a) Cost is determined using the first-in, first-out formula. The cost of inventories comprises all costs of purchase plus other costs incurred in bringing the inventories to their present location and condition.
- (b) During the financial year ended 31 January 2023, the Group had written off inventories of RM509 (31.1.2022: RM302).



13. ACCOUNTANTS' REPORT (Cont'd)

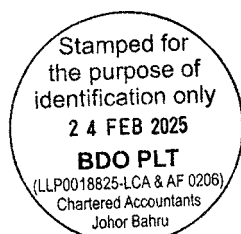
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15. TRADE AND OTHER RECEIVABLES

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Trade receivables				
Third parties	13,305,990	14,986,703	17,029,229	16,577,147
Contract assets	397,600	7,850,928	2,289,795	9,976,692
Related parties	298,459	441,737	-	-
	14,002,049	23,279,368	19,319,024	26,553,839
Less: Impairment losses				
- third parties	(366,579)	(366,579)	(1,060,961)	(1,568,827)
	13,635,470	22,912,789	18,258,063	24,985,012
Other receivables				
Third parties	1,166,308	1,460,029	1,137,198	1,070,665
Deposits	1,906,548	1,330,499	2,385,105	5,156,902
Advance payments to suppliers:				
- third parties	-	18,759,940	2,371,865	1,445,148
- related parties	-	-	-	17,578,144
Amounts owing by related parties	24,482,328	36,622,551	40,643,440	-
	27,555,184	58,173,019	46,537,608	25,250,859
Less: Impairment losses				
- third parties	(911,276)	(911,276)	(967,747)	(948,432)
- related parties	(22,164,728)	(23,833,089)	(25,700,894)	-
	(23,076,004)	(24,744,365)	(26,668,641)	(948,432)
	4,479,180	33,428,654	19,868,967	24,302,427
Total trade and other receivables	18,114,650	56,341,443	38,127,030	49,287,439
Prepayments	1,689,360	2,487,640	4,114,604	9,863,018
Grand Total	19,804,010	58,829,083	42,241,634	59,150,457

- (a) Trade receivables are non-interest bearing and the normal trade credit terms granted by the Group ranged from 30 days to 60 days (31.1.2024: 30 days to 60 days) (31.1.2023: 30 days to 60 days) (31.1.2022: 30 days to 60 days). They are recognised at their original invoice amounts, which represent their fair value on initial recognition.
- (b) Trade receivables included amount owing from a government linked agency amounting to RM7,932,682 (31.1.2024: RM7,446,951) (31.1.2023: RM9,844,575) (31.1.2022: RM8,840,666) which granted credit terms of 30 days (31.1.2024: 30 days) (31.1.2023: 30 days) (31.1.2022: 30 days).
- (c) Contract assets represent the Group's right to consideration for bus service rendered but not yet bill to customers as at financial year/period end which included government linked agency amounting to RM9,416,460 (31.1.2024: RM2,289,795) (31.1.2023: RM7,803,759) (31.01.2022: Nil). Typically, the amount will be billed within 30 to 180 days (31.1.2024: 30 to 180 days) (31.1.2023: 30 to 180 days) (31.1.2022: 30 to 60 days).
- (d) Advance payments to third party and related party suppliers related to deposit or part payment to purchase buses.



13. ACCOUNTANTS' REPORT (Cont'd)

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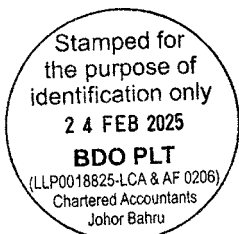
15. TRADE AND OTHER RECEIVABLES (continued)

- (e) In FYE 2022 and FYE 2023, non-trade amounts owing by related parties are unsecured and bear interest ranging from 3.4% to 4.1% per annum. In FYE 2024 and FPE 31 October 2024, non-trade amounts owing by related parties are unsecured and interest-free.
- (f) The currency exposure profile of trade and other receivables (excluding prepayments) is as follows:

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Ringgit Malaysia	16,440,435	50,382,395	38,078,086	48,142,309
Singapore Dollar	1,674,215	5,959,048	48,944	1,145,130
	<u>18,114,650</u>	<u>56,341,443</u>	<u>38,127,030</u>	<u>49,287,439</u>

- (g) Lifetime expected loss provision for trade receivables of the Group are as follows:

	Gross carrying amount RM	Lifetime ECL allowance RM	Carrying amount RM
As at 31 January 2022			
Not past due	4,641,653	-	4,641,653
Past due:			
1 to 30 days	1,311,100	-	1,311,100
31 to 120 days	3,040,265	-	3,040,265
More than 120 days	4,642,452	-	4,642,452
	8,993,817	-	8,993,817
Individual assessment	366,579	(366,579)	-
	<u>14,002,049</u>	<u>(366,579)</u>	<u>13,635,470</u>
As at 31 January 2023			
Not past due	10,470,922	-	10,470,922
Past due:			
1 to 30 days	1,627,538	-	1,627,538
31 to 120 days	3,831,646	-	3,831,646
More than 120 days	6,982,683	-	6,982,683
	12,441,867	-	12,441,867
Individual assessment	366,579	(366,579)	-
	<u>23,279,368</u>	<u>(366,579)</u>	<u>22,912,789</u>



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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15. TRADE AND OTHER RECEIVABLES (continued)

(g) Lifetime expected loss provision for trade receivables of the Group are as follows: (continued)

	Gross carrying amount RM	Lifetime ECL allowance RM	Carrying amount RM
As at 31 January 2024			
Not past due	6,874,901	(151,000)	6,723,901
Past due:			
1 to 30 days	2,028,416	(45,000)	1,983,416
31 to 120 days	6,094,515	(134,000)	5,960,515
More than 120 days	3,669,927	(79,696)	3,590,231
	11,792,858	(258,696)	11,534,162
Individual assessment	651,265	(651,265)	-
	<u>19,319,024</u>	<u>(1,060,961)</u>	<u>18,258,063</u>
As at 31 October 2024			
Not past due	13,153,151	(294,000)	12,859,151
Past due:			
1 to 30 days	2,355,375	(53,000)	2,302,375
31 to 120 days	4,811,729	(108,000)	4,703,729
More than 120 days	5,236,985	(117,228)	5,119,757
	12,404,089	(278,228)	12,125,861
Individual assessment	996,599	(996,599)	-
	<u>26,553,839</u>	<u>(1,568,827)</u>	<u>24,985,012</u>

- (h) During the financial year/period, the Group did not renegotiate the terms of any trade receivables. These receivables are not secured by any collateral.
- (i) The Group defined significant increase in credit risk based on operating performance of the receivables, changes to contractual terms, payment delays and past due information.

13. ACCOUNTANTS' REPORT (Cont'd)

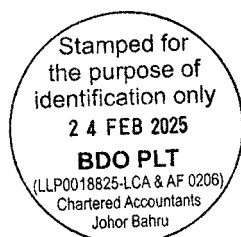
HI Mobility Berhad (202401023591 (1569440 - A))
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15. TRADE AND OTHER RECEIVABLES (continued)

- (j) Trade and other receivables that are past due and impaired at the end of the reporting period and the reconciliation of movements in allowance for impairment loss accounts is as follows:

	Trade receivables RM	Other receivables RM	Total RM
As at 31 January 2022			
At beginning of financial year	365,530	772,798	1,138,328
Net charge	1,049	22,617,661	22,618,710
Translation differences	-	(314,455)	(314,455)
At end of financial year	<u>366,579</u>	<u>23,076,004</u>	<u>23,442,583</u>
As at 31 January 2023			
At beginning of financial year	366,579	23,076,004	23,442,583
Translation differences	-	1,668,361	1,668,361
At end of financial year	<u>366,579</u>	<u>24,744,365</u>	<u>25,110,944</u>
As at 31 January 2024			
At beginning of financial year	366,579	24,744,365	25,110,944
Net charge	694,382	56,471	750,853
Translation differences	-	1,867,805	1,867,805
At end of financial year	<u>1,060,961</u>	<u>26,668,641</u>	<u>27,729,602</u>
As at 31 October 2024			
At beginning of financial period	1,060,961	26,668,641	27,729,602
Net charge/(reversals)	507,866	(19,315)	488,551
Written off	-	(25,700,894)	(25,700,894)
At end of financial period	<u>1,568,827</u>	<u>948,432</u>	<u>2,517,259</u>

- (k) Information on financial risks of trade and other receivables is disclosed in Note 32 to the Combined Financial Statements.



13. ACCOUNTANTS' REPORT (Cont'd)

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16. OTHER INVESTMENTS

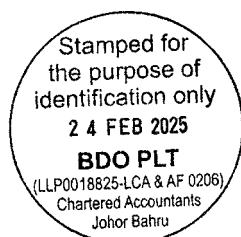
	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
At cost				
Unquoted shares	-	2,826,851	-	-

Other investments comprised of unquoted shares representing 99.9%, and 30% equity interest in dormant entities, namely PT Handal Bus Listrik ("PTH") and Jaguh Bayu Sdn. Bhd. respectively which were acquired for a total cash consideration of RM2,826,851.

The financial position, profit or loss and other comprehensive income and cash flows of the abovementioned companies had been carved out from the Combined Financial Statements because by 31 January 2024, the Group had disposed of its entire equity interest of these companies for the purposes of the Proposed Listing analysed as follows:

- (a) During the financial year ended 31 January 2024, the Group had disposed 99.9% equity interest in PT Handal Bus Listrik ("PTH") at cost amounting to RM2,817,180, representing 99,900 ordinary shares. Upon the completion, PTH is no longer a subsidiary of the Group.
- (b) During the financial year ended 31 January 2024, the Group had disposed whole of its 30% equity interests in Jaguh Bayu Sdn. Bhd. at cost amounting to RM9,671. Upon the completion of disposal, Jaguh Bayu Sdn. Bhd. is no longer as an associate of the Group.

All these transactions do not have any material impact to the Group.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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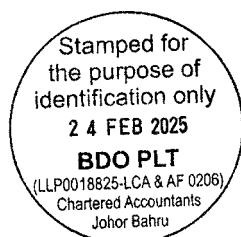
17. CASH AND BANK BALANCES

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Cash and bank balances	10,056,644	17,456,421	26,568,175	44,026,640
Deposits with licensed banks	<u>414,578</u>	<u>423,081</u>	<u>423,081</u>	<u>441,125</u>
As reported in the combined statements of financial position	10,471,222	17,879,502	26,991,256	44,467,765
Less: Deposits pledged to licensed banks	(414,578)	(423,081)	(423,081)	(441,125)
Less: Bank overdraft included in borrowings (Note 21)	<u>(1,538,162)</u>	<u>-</u>	<u>(788,263)</u>	<u>-</u>
As per combined statements of cash flows	<u>8,518,482</u>	<u>17,456,421</u>	<u>25,779,912</u>	<u>44,026,640</u>

(a) The currency exposure profile of cash and bank balances is as follows:

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Ringgit Malaysia	7,808,720	8,850,516	9,678,924	21,431,670
Singapore Dollar	<u>2,662,502</u>	<u>9,028,986</u>	<u>17,312,332</u>	<u>23,036,095</u>
	<u>10,471,222</u>	<u>17,879,502</u>	<u>26,991,256</u>	<u>44,467,765</u>

- (b) No expected credit losses are recognised arising from the deposits with financial institutions because the probability of default by these financial institutions are negligible.
- (c) Information on financial risks of cash and bank balances is disclosed in Note 32 to the Combined Financial Statements.



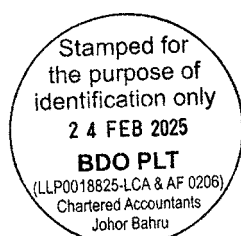
13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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18. SHARE CAPITAL/INVESTED EQUITY

	Number of shares	RM
FYE 2022		
Issued and fully paid up ordinary shares with no par value		
Balance as at 1 February 2021/31 January 2022	<u>5,000,000</u>	<u>5,000,000</u>
FYE 2023		
Issued and fully paid up ordinary shares with no par value		
Balance as at 1 February 2022	5,000,000	5,000,000
Issuance of bonus share	<u>47,000,000</u>	<u>47,000,000</u>
Balance as at 31 January 2023	<u>52,000,000</u>	<u>52,000,000</u>
FYE 2024		
Issued and fully paid up ordinary shares with no par value		
Balance as at 1 February 2023/31 January 2024	<u>52,000,000</u>	<u>52,000,000</u>
FPE 2025		
Issued and fully paid up ordinary shares with no par value		
Balance as at 1 February 2024	52,000,000	52,000,000
Issuance of ordinary shares	20,001,000	20,001,000
Effects of acquisition of subsidiary in business combination under common control		
- Elimination of issued share capital of HISB	(52,000,000)	(52,000,000)
- Issuance of ordinary shares pursuant to acquisition of HISB	<u>79,999,000</u>	<u>79,999,000</u>
Balance as at 31 October 2024	<u>100,000,000</u>	<u>100,000,000</u>

- (a) During the financial period ended 31 October 2024, the issued and fully paid up share capital of the Company increased from RM1,000 (as at date of incorporation) to RM100,000,000 by way of:
- (i) Issuance of 20,000,000 new ordinary shares at an issue price of RM1 per share for cash; and
 - (ii) Issuance of 79,999,000 new ordinary shares at an issue price of RM1 per share pursuant to the acquisition of a subsidiary in business combination under common control.
- (b) During the financial year ended 31 January 2023, the Group increased the number of ordinary shares from 5,000,000 to 52,000,000 by way of bonus issue of 47,000,000 ordinary shares on the basis of forty-seven (47) bonus shares for every five (5) existing shares held.
- (c) The common controlling shareholders/owners of parent of the combining entities are entitled to receive dividends as and when declared by the Company and are entitled to one (1) vote per ordinary share at meetings of the Company. All ordinary shares rank pari passu with regard to the residual assets of the Company.



13. ACCOUNTANTS' REPORT (Cont'd)

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19. RESERVE

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Non-distributable:				
Exchange translation reserve	(825,870)	(289,187)	1,133,560	(1,325,046)
Merger reserve	-	-	-	(27,999,000)
Distributable:				
Retained earnings	32,793,822	5,307,713	17,479,575	51,172,302
	<u>31,967,952</u>	<u>5,018,526</u>	<u>18,613,135</u>	<u>21,848,256</u>

(a) Exchange translation reserve

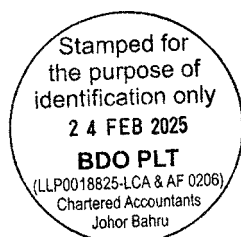
The foreign exchange translation reserve is used to record foreign currency exchange differences arising from the translation of the financial statements of foreign operation whose functional currencies are different from that of the presentation currency of the Group.

(b) Merger reserve

The merger reserve arose as a result of the difference between consideration paid over the share capital of a subsidiary, namely HISB pursuant to business combination under common control.

20. TRADE AND OTHER PAYABLES

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Trade payables				
Third parties	4,691,365	7,787,579	6,607,223	9,966,600
Amounts owing to related parties	800,894	-	-	-
	5,492,259	7,787,579	6,607,223	9,966,600
Other payables				
Third parties	7,355,244	8,907,560	11,220,759	14,687,676
Amount owing to vendors:				
- third parties	38,319	900,923	1,123,558	540,261
- related parties	-	1,387,976	7,576,054	-
Amounts owing to directors	16,888,455	9,115,177	-	-
Advance from related parties	288,767	2,342,856	-	-
Accruals	3,054,848	8,434,548	11,068,465	9,658,965
	<u>27,625,633</u>	<u>31,089,040</u>	<u>30,988,836</u>	<u>24,886,902</u>
Grand total	<u>33,117,892</u>	<u>38,876,619</u>	<u>37,596,059</u>	<u>34,853,502</u>



13. ACCOUNTANTS' REPORT (Cont'd)

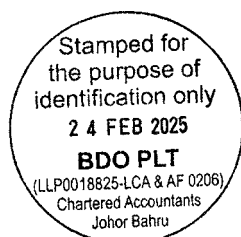
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20. TRADE AND OTHER PAYABLES (continued)

- (a) Trade payables are non-interest bearing and the normal trade credit terms granted to the Group as at 31.10.2024 ranged from 30 days to 60 days (31.1.2024: 30 days to 60 days) (31.1.2023: 30 days to 60 days) (31.1.2022: 30 days to 60 days).
- (b) Non-trade amounts owing to directors and advance from related parties are unsecured, interest-free and payable on demand.
- (c) Amount owing to vendors related to costs of acquisition of property, plant and equipment as disclosed in Note 9(a) to the combines financial statements.
- (d) Included in accrual of the Group for bus services rendered by non-related sub-contractors amounting to RM1,076,393 (31.1.2024: RM5,572,009) (31.1.2023: RM3,020,506) (31.1.2022: Nil).
- (e) The currency exposure profile of trade and other payables is as follows:

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Ringgit Malaysia	31,966,455	36,029,099	37,207,188	34,102,732
Singapore Dollar	1,151,437	2,843,583	388,871	750,770
United States Dollar	-	3,937	-	-
	<u>33,117,892</u>	<u>38,876,619</u>	<u>37,596,059</u>	<u>34,853,502</u>

- (f) Information on financial risks of trade and other payables is disclosed in Note 32 to the Combined Financial Statements.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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21. BORROWINGS

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Non-current liabilities				
Term loans	-	-	14,729,275	84,150,514
Current liabilities				
Bank overdraft	1,538,162	-	788,263	-
Revolving credits	30,027,052	58,482,376	48,498,549	-
Term loans	-	-	3,267,316	10,684,579
Trade financing	-	-	-	14,489,107
	<u>31,565,214</u>	<u>58,482,376</u>	<u>52,554,128</u>	<u>25,173,686</u>
	<u>31,565,214</u>	<u>58,482,376</u>	<u>67,283,403</u>	<u>109,324,200</u>
Total borrowings				
Bank overdraft (Note 17)	1,538,162	-	788,263	-
Revolving credits	30,027,052	58,482,376	48,498,549	-
Term loans	-	-	17,996,591	94,835,093
Trade financing	-	-	-	14,489,107
	<u>31,565,214</u>	<u>58,482,376</u>	<u>67,283,403</u>	<u>109,324,200</u>

- (a) The bank overdraft of the Group are secured by joint and several guarantee from certain directors.
- (b) The revolving credits of the Group are secured by:
- (i) Personal guarantee from a director; and
 - (ii) Restriction to declare or pay any dividend subject to terms imposed.
- (c) The term loans of the Group are secured by:
- (i) Personal guarantee from a director; and
 - (ii) Certain buses of the Group (Note 9(b)).
 - (iii) Deposits pledged with licensed banks of the Group as disclosed in Note 17 to the Combined Financial Statements.
- (d) The trade financing of the Group are secured by personal guarantee from a director.
- (e) All borrowings are denominated in RM.
- (f) Information on financial risks of borrowings and its remaining maturity was disclosed in Note 32 to the Combined Financial Statements.

13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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22. REVENUE

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
<i>Revenue from contracts with customers</i>					
Recognised at point in time:					
- Scheduled bus services	23,636,610	108,376,004	190,648,514	191,805,515	135,294,968
- Chartered bus services	5,712,172	8,125,661	13,524,972	10,750,438	9,567,097
Other services	2,119,244	3,130,097	3,539,152	1,710,948	2,818,073
	<u>31,468,026</u>	<u>119,631,762</u>	<u>207,712,638</u>	<u>204,266,901</u>	<u>147,680,138</u>

Disaggregation of revenue from contracts with customers

Revenue from contracts with customers is disaggregated by primary geographical market, and major products or service lines as disclosed in Note 8 to the Combined Financial Statements.

There is no significant financing component in the revenue arising from services rendered as the services are made on the normal credit terms.

23. FINANCE COSTS

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Interest expenses on:					
- Bank overdraft	69,202	174,231	50,776	78,146	108,368
- Lease liabilities	705,440	1,542,786	2,218,697	2,382,619	1,642,086
- Revolving credits	898,491	1,303,120	2,217,176	1,244,476	1,774,750
- Term loans	-	-	245,648	1,639,319	56,507
	<u>1,673,133</u>	<u>3,020,137</u>	<u>4,732,297</u>	<u>5,344,560</u>	<u>3,581,711</u>

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(LLP0018825-LCA & AF 0206)
Chartered Accountants
Johor Bahru

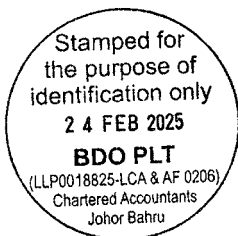
13. ACCOUNTANTS' REPORT (Cont'd)

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24. (LOSS)/PROFIT BEFORE TAXATION

Other than those disclosed elsewhere in the Combined Financial Statements, (loss)/profit before taxation is arrived at:

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
After charging:					
Auditors' remuneration:					
- statutory audit	60,000	89,000	101,104	98,308	66,167
- under provision in prior years	20,000	20,600	1,777	43,756	-
Loss on disposal of property, plant and equipment	-	-	-	9,575	9,404
Net realised loss on foreign exchange	2,844	-	-	9,494	-
Net unrealised loss on foreign exchange	943	338	-	-	-
And after crediting:					
Interest income	(52,852)	(128,122)	(8,850)	(36,707)	(3,238)
Gain on disposal of property, plant and equipment	(16,297)	(100,164)	(10,327)	-	-
Net realised gain on foreign exchange	-	(100,741)	(1,409,769)	-	(1,305,649)
Net unrealised gain on foreign exchange	-	-	-	(910,303)	-
Short term rental income	(1,236,891)	(1,116,605)	(1,196,235)	(359,357)	(899,518)



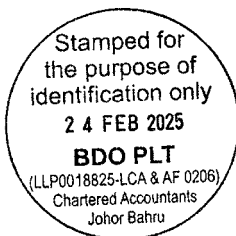
13. ACCOUNTANTS' REPORT (Cont'd)

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25. TAXATION

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Current tax expense					
- Foreign income tax	-	1,308,417	9,666,104	9,785,193	6,940,850
Under/(Over) provision in prior years					
- Foreign income tax	2,685,406	-	3,607,015	(4,105,921)	3,580,000
	2,685,406	1,308,417	13,273,119	5,679,272	10,520,850
Deferred tax (Note 13)					
- Relating to origination and reversal of temporary differences	(2,907,629)	1,502,640	(1,897,003)	(1,813,841)	(1,311,400)
- (Over)/Under provision in prior years	(2,522,945)	-	598,171	(119,078)	589,365
	(5,430,574)	1,502,640	(1,298,832)	(1,932,919)	(722,035)
	(2,745,168)	2,811,057	11,974,287	3,746,353	9,798,815

- (a) The Malaysian income tax is calculated at the statutory tax rate as at 31.10.2024 of 24% (31.1.2024: 24%) (31.1.2023: 24%) (31.1.2022: 24%) of the estimated taxable profit for the fiscal year.
- (b) Tax expenses for other taxation authority are calculated at the rates prevailing in the respective jurisdiction.



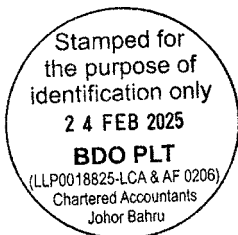
13. ACCOUNTANTS' REPORT (Cont'd)

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25. TAXATION (continued)

- (c) The numerical reconciliation between the tax expense and the product of accounting profit multiplied by the applicable tax rate of the Group is as follows:

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
(Loss)/Profit before taxation	(34,790,525)	22,324,948	45,146,149	37,439,080	34,004,311
Tax expense at the applicable tax rate of 24%	(8,349,726)	5,357,988	10,835,076	8,985,379	8,161,035
Tax effects in respect of:					
Non-allowable expenses	3,728,630	1,112,478	1,236,845	3,228,083	480,901
Non-taxable income	-	-	-	(166,751)	(4,071)
Reduction in statutory tax rates on chargeable income	-	(55,837)	(59,559)	(59,871)	(59,113)
Effect of tax rate in foreign country	1,713,467	(1,921,448)	(4,243,261)	(4,015,488)	(2,949,301)
Utilisation of deferred tax assets previously not recognised	-	(1,682,124)	-	-	-
	(2,907,629)	2,811,057	7,769,101	7,971,352	5,629,451
Under/(Over) provision in prior years					
- income tax	2,685,406	-	3,607,015	(4,105,921)	3,579,999
- deferred tax	(2,522,945)	-	598,171	(119,078)	589,365
	(2,745,168)	2,811,057	11,974,287	3,746,353	9,798,815



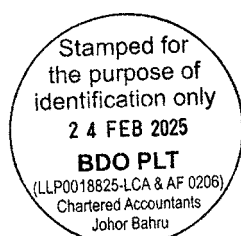
13. ACCOUNTANTS' REPORT (Cont'd)

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25. TAXATION (continued)

(d) Tax on each component of other comprehensive income is as follows:

	Before tax RM	Tax effect RM	After tax RM
31.1.2022 (Audited)			
Items that may be reclassified subsequently to profit or loss			
Foreign exchange translations	<u>347,864</u>	<u>-</u>	<u>347,864</u>
31.1.2023 (Audited)			
Items that may be reclassified subsequently to profit or loss			
Foreign exchange translations	<u>536,683</u>	<u>-</u>	<u>536,683</u>
31.1.2024 (Audited)			
Items that may be reclassified subsequently to profit or loss			
Foreign exchange translations	<u>1,422,747</u>	<u>-</u>	<u>1,422,747</u>
31.10.2024 (Audited)			
Items that may be reclassified subsequently to profit or loss			
Foreign exchange translations	<u>(2,458,606)</u>	<u>-</u>	<u>(2,458,606)</u>
31.10.2023 (Unaudited)			
Items that may be reclassified subsequently to profit or loss			
Foreign exchange translations	<u>1,159,599</u>	<u>-</u>	<u>1,159,599</u>



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26. EMPLOYEE BENEFITS

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Salaries, wages, allowances and bonuses	12,670,029	30,315,706	56,160,679	63,038,921	41,648,959
Defined contribution plans	1,538,125	3,076,468	4,801,628	4,850,358	3,308,570
Social security contribution	179,108	337,388	610,863	677,164	435,660
Other benefits	19,894	36,251	64,213	71,606	45,905
	<u>14,407,156</u>	<u>33,765,813</u>	<u>61,637,383</u>	<u>68,638,049</u>	<u>45,439,094</u>

Included in the employee benefits of the Group are Director's remuneration amounting to RM832,847 during the financial period from 1.2.2024 to 31.10.2024 (1.2.2023 to 31.1.2024: RM782,543) (1.2.2022 to 31.1.2023: RM551,175) (1.2.2021 to 31.1.2022: RM427,113) (1.2.2023 to 31.10.2023: RM565,870).

27. CAPITAL COMMITMENTS

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM
Capital expenditure in respect of purchase of property, plant and equipment:				
- contracted but not provided for				
(i) others	-	-	1,285,000	21,733,000
(ii) purchase of buses	-	2,280,000	44,458,000	29,517,000
- approved but not contracted for	-	-	19,646,000	-
	<u>-</u>	<u>-</u>	<u>19,646,000</u>	<u>-</u>

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(LLP0018825-LCA & AF 0206)
Chartered Accountants
Johor Bahru

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28. DIVIDENDS

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
In respect of financial year ended 31 January 2023:					
Final dividend of 9.62 sen per invested equity	-	-	5,000,000	-	-
In respect of financial year ended 31 January 2024:					
Interim single-tier dividend of 30.77 sen per invested equity	-	-	16,000,000	-	-
	-	-	21,000,000	-	-

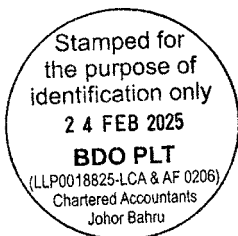
29. EARNINGS PER SHARE

(a) Basic earnings per ordinary share

	1.2.2021 to 31.1.2022 Audited	1.2.2022 to 31.1.2023 Audited	1.2.2023 to 31.1.2024 Audited	1.2.2024 to 31.10.2024 Audited	1.2.2023 to 31.10.2023 Unaudited
(Loss)/Profit attributable to common controlling shareholders/owners of parent of the combining entity (RM)	(32,045,357)	19,513,891	33,171,862	33,692,727	24,205,496
Expected number of ordinary shares upon completion of the Listing (Unit)	500,000,000	500,000,000	500,000,000	500,000,000	500,000,000
Basic earnings per ordinary share (sen)	(6.41)	3.90	6.63	6.74	4.84

(b) Diluted earnings per ordinary share

The diluted earnings per ordinary share equal the basic earnings per ordinary share as there were no outstanding dilutive ordinary shares at the end of each reporting periods.



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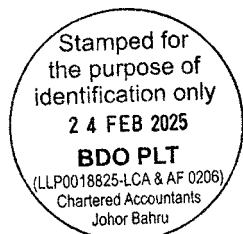
30. RELATED PARTY DISCLOSURES**(a) Identities of related parties**

Parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties could be individuals or other entities.

Identified related parties of the Group as at 31 October 2024 include:

(i) Companies in which certain directors of the Group have financial interests:

- 1) Acacia Motor Services Sdn. Bhd.
- 2) Causeway Link Holidays Sdn. Bhd.
- 3) Causeway Link Holidays Pte. Ltd.
- 4) Handal BCM Sdn. Bhd.
- 5) Handal Ceria Sdn. Bhd.
- 6) Handal Green Mobility Sdn. Bhd.
- 7) Hipgraphy Advertising Sdn. Bhd.
- 8) Hugo Mobility Pte. Ltd.
- 9) Kumpool Sdn. Bhd.
- 10) Kumpool Singapore Pte. Ltd.
- 11) Liannex Corporation Sdn. Bhd.
- 12) Liannex Corporation (S) Pte. Ltd.
- 13) Liannex Ecotech Pte. Ltd.
- 14) Manja Link Pte. Ltd.
- 15) Manja Technologies Pte. Ltd.
- 16) Manja Technologies Sdn. Bhd.
- 17) Matteo (Malaysia) Sdn. Bhd.
- 18) Mega Mix Concrete Sdn. Bhd.
- 19) Navipulse Sdn. Bhd.
- 20) Pimpinan Salam Sdn. Bhd.
- 21) Trillius Solutions Sdn. Bhd.
- 22) Universal Stones Sdn. Bhd.
- 23) Veloci Ai Sdn. Bhd.
- 24) Yinson Capital Sdn. Bhd.
- 25) Yinson Tyres Sdn. Bhd.
- 26) Yinson Transport (M) Sdn. Bhd.
- 27) Yinson Green Technology Sdn. Bhd.

(ii) Key management personnel which comprises persons (including the Directors of the Group) having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly.

13. ACCOUNTANTS' REPORT (Cont'd)

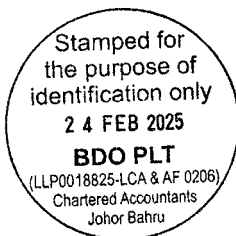
HI Mobility Berhad (202401023591 (1569440 - A))
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30. RELATED PARTY DISCLOSURES (continued)

(b) Significant related party transactions and balances

In addition to the transactions and balances detailed elsewhere in the Combined Financial Statements, the Group had the following transactions with related parties during the financial year/period:

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Acacia Motor Services Sdn. Bhd.					
- Assembly expenses	-	-	-	3,000,000	-
- Disposal of property, plant and equipment	-	-	-	422,498	-
- Purchases of spare parts	-	-	65,813	248,748	10,819
Causeway Link Holidays Sdn. Bhd.					
- Chartered bus service income	(183,619)	(365,701)	(515,727)	(241,348)	(332,388)
- Disposal of property, plant and equipment	131,000	-	240,500	-	240,500
- Rental expenses	144,000	144,000	146,000	56,450	108,000
Handal BCM Sdn. Bhd.					
- Purchase of property, plant and equipment	-	-	144,184	183,281	-
Handal Ceria Sdn. Bhd.					
- Advertising income	(40,375)	-	-	-	-
- Chartered bus service income	(110,400)	(320,127)	(760,149)	(200,676)	(562,131)
- Disposal of property, plant and equipment	-	-	-	19,600	-
- Disposal of spare parts	202,064	215,616	177,335	24,646	167,146
- Interest income	(34,446)	(85,799)	-	-	-
- IT support income	(60,000)	(60,000)	(60,000)	-	(45,000)
- Purchase of property, plant and equipment	-	1,933,500	-	18,550,505	-
- Rental income	(401,832)	(401,832)	(401,832)	(111,000)	(301,374)
- Rental expenses	471,576	1,575,312	2,028,351	269,472	1,558,290
- Route operator expenses	-	1,484,327	1,571,226	500,560	1,178,138
- Service and maintenance income	(1,556,604)	(1,293,396)	(747,170)	(150,943)	(594,340)



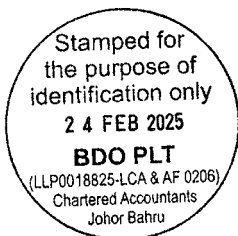
13. ACCOUNTANTS' REPORT (Cont'd)

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30. RELATED PARTY DISCLOSURES (continued)**(b) Significant related party transactions and balances (continued)**

In addition to the transactions and balances detailed elsewhere in the Combined Financial Statements, the Group had the following transactions with related parties during the financial year/period: (continued)

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Handal Green Mobility Sdn. Bhd.					
- Service fee of electric vehicle charging station	-	-	-	173,304	-
Hipgraphy Advertising Sdn. Bhd.					
- Advertisement expenses	154,022	295,522	191,792	514,085	78,208
Hugo Mobility Pte. Ltd.					
- Commission expenses	-	-	-	110,890	39,335
Jaguh Bayu Sdn. Bhd.					
- Disposal of property, plant and equipment	-	-	118,700	-	-
Kumpool Sdn. Bhd.					
- Chartered bus service income	-	-	(165,000)	(314,894)	(100,000)
- Website and internet expenses	-	-	256,422	-	231,245
Liannex Corporation Sdn. Bhd.					
- Purchase of property, plant and equipment	-	816,271	30,214,940	13,395,800	11,920,260
- Rental income	(30,000)	(30,000)	(30,000)	-	(22,500)
Liannex Ecotech Pte. Ltd.					
- Purchase of property, plant and equipment	-	-	-	158,707	-
Manja Link Pte. Ltd.					
- Commission expenses	-	274,983	396,859	377,156	277,701



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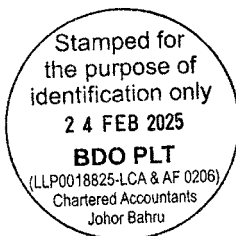
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30. RELATED PARTY DISCLOSURES (continued)

(b) Significant related party transactions and balances (continued)

In addition to the transactions and balances detailed elsewhere in the Combined Financial Statements, the Group had the following transactions with related parties during the financial year/period: (continued)

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Matteo (Malaysia) Sdn. Bhd.					
- Purchase of tyres	229,520	414,380	469,874	407,305	320,859
Mobiliti Mampan Sdn. Bhd.					
- Chartered bus service income	-	(305,220)	(651,215)	(686,484)	(470,609)
- Interest income	(589)	-	-	-	-
- IT support income	(60,000)	(60,000)	(60,000)	-	(45,000)
- Rental expenses	-	-	-	186,000	-
- Rental income	(96,576)	(96,576)	(96,576)	-	(72,432)
- Route operator expenses	-	454,935	1,813,492	2,202,848	1,031,976
Manja Technologies Sdn. Bhd.					
- Admin fee income	(2,256)	(5,814)	(7,744)	-	(6,414)
- Interest income	(602)	(22,709)	-	-	-
- Management fee income	(1,000)	(1,000)	(1,000)	-	(750)
- Purchase of property, plant and equipment	40,745	971,000	1,571,589	2,010,583	1,309,197
- Maintenance expenses of bus accessories	31,051	6,334	49,432	8,498	45,821
- Rental income	(204,000)	(204,000)	(204,000)	-	(153,000)
Yinson Tyres Sdn. Bhd.					
- Purchase of tyres	403,286	382,050	-	-	-
Yinson Transport (M) Sdn. Bhd.					
- Transportation expenses	-	-	-	78,491	5,000



13. ACCOUNTANTS' REPORT (Cont'd)

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30. RELATED PARTY DISCLOSURES (continued)**(b) Significant related party transactions and balances (continued)**

In addition to the transactions and balances detailed elsewhere in the Combined Financial Statements, the Group had the following transactions with related parties during the financial year/period: (continued)

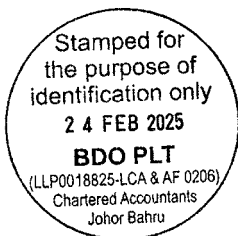
	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Director					
- Disposal of shares held	-	-	2,817,180	-	2,817,180

(c) Compensation of key management personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities, directly or indirectly, including any Directors (whether executive or otherwise) of the Group.

The remuneration of the Directors was as follows:

	1.2.2021 to 31.1.2022 Audited RM	1.2.2022 to 31.1.2023 Audited RM	1.2.2023 to 31.1.2024 Audited RM	1.2.2024 to 31.10.2024 Audited RM	1.2.2023 to 31.10.2023 Unaudited RM
Salaries and allowances	412,600	527,600	752,100	812,112	545,513
Defined contribution plans	13,920	22,920	29,700	20,240	19,800
Other employee benefits	593	655	743	495	557
	<u>427,113</u>	<u>551,175</u>	<u>782,543</u>	<u>832,847</u>	<u>565,870</u>



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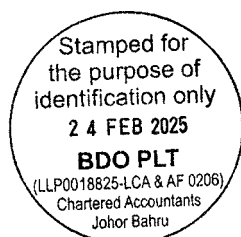
31. FINANCIAL INSTRUMENTS**(a) Capital management**

The primary objective of the Group's capital management is to ensure that the Group would be able to continue as a going concern whilst maintaining the return to shareholders. The overall strategy of the Group remains unchanged from that in FYEs 31 January 2022, 31 January 2023, 31 January 2024 and FPE 31 October 2024.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Group may adjust the dividend payout to shareholders. No changes were made in the objectives, policies or processes during the FYEs 31 January 2022, 31 January 2023, 31 January 2024 and FPE 31 October 2024.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, loans and borrowings and lease liabilities owing to financial institutions, trade and other payables, less cash and bank balances. Capital represents equity attributable to common controlling shareholders/owners of parent of the Group.

	31.1.2022	31.1.2023	31.1.2024	31.10.2024
	RM	RM	RM	RM
Borrowings	31,565,214	58,482,376	67,283,403	109,324,200
Lease liabilities owing to financial institutions	26,092,414	28,354,624	33,569,787	42,453,734
Trade and other payables	<u>33,117,892</u>	<u>38,876,619</u>	<u>37,596,059</u>	<u>34,853,502</u>
	90,775,520	125,713,619	138,449,249	186,631,436
Less: Cash and bank balances	<u>(10,471,222)</u>	<u>(17,879,502)</u>	<u>(26,991,256)</u>	<u>(44,467,765)</u>
Net debt	80,304,298	107,834,117	111,457,993	142,163,671
Equity attributable to common controlling shareholders/ owners of parent of the combining entity	<u>36,967,952</u>	<u>57,018,526</u>	<u>70,613,135</u>	<u>121,848,256</u>
Capital and net debt	<u>117,272,250</u>	<u>164,852,643</u>	<u>182,071,128</u>	<u>264,011,927</u>
Debt ratio	<u>68%</u>	<u>65%</u>	<u>61%</u>	<u>54%</u>



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
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31. FINANCIAL INSTRUMENTS (continued)

(b) Financial instruments

Categories of financial instruments

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Financial assets				
Amortised cost				
Trade and other receivables, net of prepayments	18,114,650	56,341,443	38,127,030	49,287,439
Cash and bank balances	10,471,222	17,879,502	26,991,256	44,467,765
	<u>28,585,872</u>	<u>74,220,945</u>	<u>65,118,286</u>	<u>93,755,204</u>
Financial liabilities				
Amortised cost				
Trade and other payables	33,117,892	38,876,619	37,596,059	34,853,502
Borrowings	31,565,214	58,482,376	67,283,403	109,324,200
	<u>64,683,106</u>	<u>97,358,995</u>	<u>104,879,462</u>	<u>144,177,702</u>

(c) Methods and assumptions used to estimate fair value

The fair values of financial assets and financial liabilities are determined as follows:

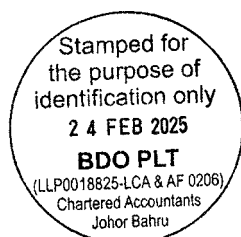
Financial instruments that are not carried at fair value and whose carrying amounts are a reasonable approximation of fair value

The carrying amounts of financial assets and liabilities, such as trade and other receivables, trade and other payables and interest-bearing borrowings are reasonable approximation of fair values, due to their short-term nature or that they are borrowings that are re-priced to market interest rates on or near the end of the reporting period.

The carrying amounts of the borrowings are reasonable approximations of fair values due to the insignificant impact of discounting.

(d) Fair value hierarchy

As at the end of the reporting period, the Group has no financial instruments that are measured subsequent to initial recognition at fair value and hence fair value hierarchy is not presented.



13. ACCOUNTANTS' REPORT (Cont'd)

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32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Overall financial risk management objective of the Group is to ensure that the Group creates value for its shareholders. The Group focuses on unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the Group.

Financial risk management is carried out through risk reviews, internal control systems and adherence to the financial risk management policies of the Group.

The main risk arising from the financial instruments of the Group are credit risk, foreign currency risk, liquidity and cash flow risk as well as interest rate risk. Management reviews and agrees policies for managing each of these risks and these are summarized below:

(a) Credit risk

Cash deposits and trade receivables could give rise to credit risk which requires the loss to be recognised if a counter party fails to perform as contracted. It is the policy of the Group to monitor the financial standing of these counter parties on an ongoing basis to ensure that the Group is exposed to minimal credit risk.

The Group's primary exposure to credit risk arises through its trade receivables. The Group's trading terms with its customers are mainly on credit. The credit period is disclosed in Note 15 to the Combined Financial Statements. Each customer has a maximum credit limit and the Group seeks to maintain strict control over its outstanding receivables via a credit control officer to minimise credit risk. Overdue balances are reviewed regularly by senior management.

In respect of the cash and bank balances placed with major financial institutions, the Directors believe that the possibility of non-performance by these financial institutions is remote on the basis of their financial strength.

Exposure to credit risk

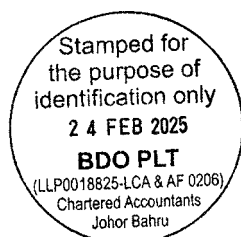
At the end of the reporting period, the maximum exposures to credit risk of the Group are represented by the carrying amounts of each class of financial assets recognised in the combined statement of financial position.

Credit risk concentration profile

The Group determine concentration of credit risk by identifying and monitoring any significant long outstanding balance owing by any major customer or counter party on an ongoing basis.

The Group's major concentration of credit risk relates to the amounts owing by major customers and percentage of these amounts over its gross trade receivables (excluded amounts owing by related parties) at the end of each reporting period are as follows:

- FPE 31.10.2024: Two (2) customers of approximately 61%;
- FYE 31.1.2024: Two (2) customers of approximately 53%;
- FYE 31.1.2023: Two (2) customers of approximately 77%; and
- FYE 31.1.2022: Two (2) customers of approximately 80%.



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32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**(b) Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument would fluctuate because of changes in foreign exchange rates.

The Group is exposed to foreign currency risk on transactions and balances that are denominated in currencies other than respective functional currencies of entity. The currencies giving rise to this risk are primarily Singapore Dollar ("SGD"). Foreign currency risk is monitored closely on an ongoing basis to ensure that the net exposure is at an acceptable level. The Group also holds cash and bank balances denominated in foreign currencies for working capital purposes.

Sensitivity analysis for foreign currency risk

The following table demonstrates the sensitivity analysis of the Group to a reasonably possible change in SGD exchange rate against the functional currency of the Group entity, with all other variables held constant:

	31.1.2022 RM	31.1.2023 RM	31.1.2024 RM	31.10.2024 RM
Profit after tax and equity				
SGD/RM				
- Strengthen by 5%	121,000	461,000	645,000	890,000
- Weaken by 5%	(121,000)	(461,000)	(645,000)	(890,000)

(c) Liquidity and cash flow risk

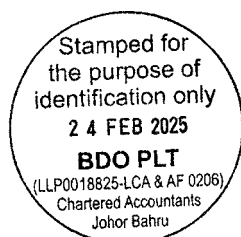
Liquidity risk arises from the Group's management of working capital. It is the risk that the Group would encounter difficulty in meeting its financial obligations when due.

The Group monitors and maintains a level of cash and bank balances deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the liabilities of the Group at the end of each reporting period based on contractual undiscounted repayment obligations.

	On demand or within one year RM	One to five years RM	Over five years RM	Total RM
As at 31 January 2022				
Financial liabilities				
Trade and other payables	33,117,892	-	-	33,117,892
Borrowings	31,565,214	-	-	31,565,214
Lease liabilities	6,581,618	24,792,302	-	31,373,920
Total undiscounted financial liabilities	71,264,724	24,792,302	-	96,057,026



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32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**(c) Liquidity and cash flow risk (continued)**Analysis of financial instruments by remaining contractual maturities (continued)

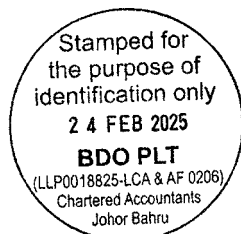
The table below summarises the maturity profile of the liabilities of the Group at the end of each reporting period based on contractual undiscounted repayment obligations. (continued)

	On demand or within one year RM	One to five years RM	Over five years RM	Total RM
As at 31 January 2023				
Financial liabilities				
Trade and other payables	38,876,619	-	-	38,876,619
Borrowings	58,482,376	-	-	58,482,376
Lease liabilities	11,333,863	22,979,571	-	34,313,434
Total undiscounted financial liabilities	108,692,858	22,979,571	-	131,672,429
As at 31 January 2024				
Financial liabilities				
Trade and other payables	37,596,059	-	-	37,596,059
Borrowings	53,335,675	15,732,553	-	69,068,228
Lease liabilities	14,724,342	23,601,358	2,651,095	40,976,795
Total undiscounted financial liabilities	105,656,076	39,333,911	2,651,095	147,641,082
As at 31 October 2024				
Financial liabilities				
Trade and other payables	34,853,502	-	-	34,853,502
Borrowings	29,620,534	76,307,915	17,689,214	123,617,663
Lease liabilities	16,071,967	32,599,589	7,646,618	56,318,174
Total undiscounted financial liabilities	80,546,003	108,907,504	25,335,832	214,789,339

(d) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's financial instruments would fluctuate because of changes in market interest rates.

The Group's exposure to market risk for changes in interest rates relates primarily to the interest-earnings deposits placed with a licensed bank and interest-bearing borrowings. The Group does not use derivative financial instruments to hedge its risk.



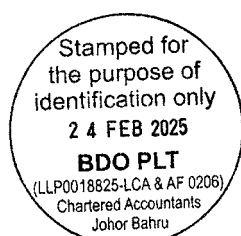
13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**(d) Interest rate risk (continued)**

The following table sets out the carrying amount, the weighted average effective interest rates as at the end of the reporting year/period and the remaining maturities of the Group's financial instruments that are exposed to interest rate risk:

	Note	Weighted average effective interest rate %	Within 1 year RM	One to five years RM	Total RM
As at 31 January 2022					
Fixed rates					
Deposits with licensed banks	17	1.50	414,578	-	414,578
Floating rates					
Bank overdraft	21	7.42	(1,538,162)	-	(1,538,162)
Revolving credits	21	3.16	(30,027,052)	-	(30,027,052)
As at 31 January 2023					
Fixed rates					
Deposits with licensed banks	17	2.13	423,081	-	423,081
Floating rates					
Revolving credits	21	4.24	(58,482,376)	-	(58,482,376)
As at 31 January 2024					
Fixed rates					
Deposits with licensed banks	17	2.95	423,081	-	423,081
Floating rates					
Bank overdraft	21	7.92	(788,263)	-	(788,263)
Revolving credits	21	4.59	(48,498,549)	-	(48,498,549)
Term loans	21	4.88	(3,267,316)	(14,729,275)	(17,996,591)
As at 31 October 2024					
Fixed rates					
Deposits with licensed banks	17	2.30	441,125	-	441,125
Floating rates					
Term loans	21	4.91	(10,684,579)	(84,150,514)	(94,835,093)
Trade financing	21	6.15	(14,489,107)	-	(14,489,107)



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))

Accountants' Report

32. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)**(d) Interest rate risk (continued)**Sensitivity analysis for interest rate risk

The following table demonstrates the sensitivity analysis of the Group if interest rates at the end of reporting period changed by one hundred (100) basis points with all other variables held constant:

	31.1.2022	31.1.2023	31.1.2024	31.10.2024
	RM	RM	RM	RM
Profit after tax and equity				
- Increase by 1%	(240,000)	(444,000)	(511,000)	(831,000)
- Decrease by 1%	240,000	444,000	511,000	831,000

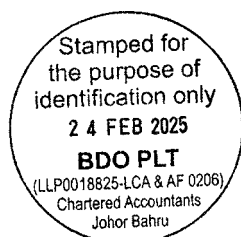
The Group's exposure to the interest rate risk is due to the outstanding borrowing during the financial year. The assumed movement in basis points for interest rate sensitivity analysis is based on current observable market environment.

33. SIGNIFICANT EVENTS DURING THE REPORTING PERIOD AND SUBSEQUENT TO THE END OF THE REPORTING PERIOD**(a) During the reporting period**

- (i) During previous FYE 31 January 2024, HISB entered into arrangement with a related party, Handal Ceria Sdn. Bhd. to purchase 81 buses and 42 ticketing machines with a total consideration amounting to RM18,551,000. These buses are received physically subsequently in May 2024 with ownership registration of certain buses yet to be completed as at the reporting date.
- (ii) On 18 July 2024, HISB secured a new term loan amounting to RM63,100,000 for the purpose of refinancing certain short-term borrowings.
- (iii) On 23 July 2024, HIMB acquired the entire issued share capital of HISB for a total consideration of RM79,999,000 and became the investment holding company of HISB. Subsequently on 24 July 2024, HISB increased its paid-up capital by an additional 18,000,000 ordinary shares which were fully subscribed by HIMB for a total consideration of RM18,000,000.
- (iv) On 27 September 2024, HISB has entered into a Sale and Purchase Agreement ("SPA") with a third party and paid a deposit of RM2,400,000 to acquire a piece of freehold land located in Mukim of Tebrau, Johor Bahru for total purchase consideration of RM24,000,000. The SPA is yet to be completed as at the reporting date.

(b) Subsequent to the end of the reporting period

On 21 February 2025, the Company declared dividend of RM9,000,000 in respect of FYE 31 January 2025 to be paid out to its existing shareholders prior to the completion of the Listing.



13. ACCOUNTANTS' REPORT (Cont'd)

HI Mobility Berhad (202401023591 (1569440 - A))
Accountants' Report

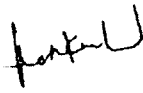
HI MOBILITY BERHAD (202401023591 (1569440 - A))

(Incorporated in Malaysia)

STATEMENT BY DIRECTORS

We, Bah Kim Lian and Lim Chern Chuen, being two of the Directors of HI Mobility Berhad, state that, in the opinion of the Directors, the Combined Financial Statements set out on pages 5 to 74 are drawn up so as to give a true and fair view of the financial position of the Group as at 31 January 2022, 31 January 2023, 31 January 2024 and 31 October 2024 and of the financial performance and cash flows of the Group for the financial years/period ended 31 January 2022, 31 January 2023, 31 January 2024 and 31 October 2024 in accordance with Malaysian Financial Reporting Standards and IFRS Accounting Standards and Chapter 10, Part II Division 1: Equity of the Prospectus Guidelines issued by the Securities Commission Malaysia.

Signed on behalf of the Board of Directors in accordance with a resolution dated 24 February 2025,



.....
Bah Kim Lian
Director



.....
Lim Chern Chuen
Director

14. ADDITIONAL INFORMATION

14.1 SHARE CAPITAL

- (i) Save as disclosed in this Prospectus, no securities will be allotted or issued on the basis of this Prospectus later than six months after the date of issue of this Prospectus.
- (ii) Save for the ESOS as disclosed in Section 4.2.4 of this Prospectus, none of the share capital of our Company or our subsidiary is under option, or agreed conditionally or unconditionally to be put under option.
- (iii) As at the LPD, we have only 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.
- (iv) Save as disclosed in Sections 6.1.2, 6.1.3 and 6.1.4 of this Prospectus, our Company has not issued or proposed to issue any shares, stocks or debentures as fully or partly paid-up in cash or otherwise, within the two years immediately preceding the date of this Prospectus.
- (v) As at the date of this Prospectus, save for our Issue Shares reserved for subscription by the Eligible Persons as disclosed in Section 4.2.1.2 of this Prospectus and the ESOS as disclosed in Section 4.2.4 of this Prospectus, there is currently no other scheme involving our employees and Directors in the share capital of our Company or our subsidiary.
- (vi) As at the date of this Prospectus, neither our Company nor our subsidiary have any outstanding warrants, options, convertible securities or uncalled capital.
- (vii) Save as disclosed in Sections 2.2, 4.8.3 and 12.5 of this Prospectus, and save as provided for under our Constitution as reproduced in Section 14.2 below and the Act, there are no other restrictions upon the holding or voting or transfer of our Shares or the interests in our Company or our subsidiary or upon the declaration or payment of any dividend or distribution thereon.

14.2 EXTRACTS OF OUR CONSTITUTION

The following provisions are extracted from our Constitution and are qualified in its entirety by reference to our Constitution and by applicable law. The words, terms 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.

Words	Meanings
"Act"	The Companies Act, 2016 and any statutory modification, amendment or re-enactment thereof and any and every other legislation for the time being in force made thereunder and any written law for the time being in force concerning companies and affecting the Company for the time being in force.
"Authorised Nominee"	An authorised nominee defined under the Central Depositories Act.
"Auditors"	The auditors of the Company for the time being.
"Board"	The Board of Directors of the Company for the time being.

14. ADDITIONAL INFORMATION (Cont'd)

Words	Meanings
"Central Depositories Act"	The Securities Industry (Central Depositories) Act 1991 and any statutory modification, amendment or re-enactment thereof for the time being in force.
"CEO"	The Chief Executive Officer of the Company for the time being.
"Chairman"	The Chairman of the Board for the time being.
"CMSA"	Capital Markets and Services Act 2007 and any statutory modification, amendment or re-enactment thereof for the time being in force.
"Company"	HI Mobility Berhad (Registration No. 202401023591 (1569440-A)).
"Debenture" and "Debenture-holder"	The expressions "debenture" and "debenture-holder" shall include "debenture-stock" and "debenture- stockholder".
"Deposited Security"	A Security standing to the credit of a Securities Account and includes a Security in a Securities Account that is in suspense, subject to the provisions of the Central Depositories Act and the Rules of the Depository.
"Depositor"	A holder of a Securities Account.
"Depository"	Bursa Malaysia Depository Sdn. Bhd. (Registration No. 198701006854 (165570-W)) or its nominees.
"Directors"	The directors of the Company for the time being, and unless otherwise stated, includes any person duly appointed and acting for the time being as an alternate director.
"Electronic Communication"	A document or information is sent or supplied by "Electronic Communication" if it is sent initially, and received at its destination by means of electronic equipment for the processing (which expression includes digital compression) or storage of data, and entirely transmitted, conveyed and received by wire, by radio, by optical means or by other electromagnetic means. This includes the transmission of any notice, document or information via electronic mail or short messaging service or multimedia or social media program or application or such other mode, program or platform capable of performing a similar function.

14. ADDITIONAL INFORMATION (Cont'd)

Words	Meanings
"Electronic Form"	Document or information set or supplied in electronic form are those sent by "Electronic Communication" or by any other means while in an electronic form (for example sending an electronic copy (CD-ROM) by post) whereby a recipient of such document or information would be able to retain a copy.
"Exchange"	Bursa Malaysia Securities Berhad (Registration No. 200301033577 (635998-W)) and such other stock exchange if any, upon which the shares of the Company may be listed and quoted.
"Exempt Nominee"	Authorised An authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of subsection 25A(1) of the Central Depositories Act.
"Listed"	Admitted to the Official List and "listing" shall be construed accordingly.
"Listing Requirements"	Unless the context otherwise requires, means the Main Market Listing Requirements of the Exchange including any relevant practice and/or guidance notes, directives, guidelines issued pursuant thereto and any amendment, supplemental, modification to the same that may be made from time to time.
"Market Day"	Any day on which the stock market of the Exchange is open for trading in Securities.
"Member(s)"	Any person for the time being holding shares in the Company and whose name appears in the Register of Members (with the exception of the Depository in its capacity as bare trustee member) and shall include any Depositor whose name appears in the Record of Depositors.
"Month"	Calendar Month.
"Office"	The registered office of the Company for the time being.
"Official List"	A list specifying all Securities which have been admitted for listing and have not been removed from the Exchange.
"Ordinary Resolution"	shall have the meaning given in Section 291 of the Act.
"Record of Depositors"	A record provided by the Depository to the Company or share registrar(s) pursuant to an application under Chapter 24 of the Rules of the Depository.

14. ADDITIONAL INFORMATION (Cont'd)

Words	Meanings
"Register of Members"	The register of members to be kept pursuant to the Act.
"Ringgit" and "RM"	The lawful currency of Malaysia.
"Rules/Rules of the Depository"	Rules of the Depository and any appendices thereto as they may be amended or modified from time to time.
"Seal"	The common seal of the Company or in appropriate cases, the official seal or duplicate common seal.
"Secretary"	Any person (or persons jointly) appointed to perform the duties of the secretary of the Company for the time being and shall include a joint, assistant, temporary or deputy secretary.
"Security/Securities"	shall have the meaning given in Section 2(1) of the CMSA.
"Securities Account"	An account established by the Depository for a Depositor for all recordings of deposits of Securities and for dealings in such Securities by the Depositor as permitted under the Central Depositories Act and/or the Rules.
"Securities Commission"	The Securities Commission Malaysia.
"Special Resolution"	Shall have the meaning ascribed to it in Section 292 of the Act.
"Year"	Calendar year.

14.2.1 Remuneration, voting and borrowing powers of Directors

The provisions in our Constitution dealing with remuneration, voting and borrowing power of our Directors are as follows:

(i) Remuneration of Directors**Clause 104 – Remuneration**

"The fees and any benefits payable to the Directors shall be such fixed sum as shall from time to time be determined by an Ordinary Resolution of the Company and shall be subject to annual shareholder approval in general meeting be divisible among the Directors as they may agree, or, failing agreement, equally, except that any Director who shall hold office for part only of the period in respect of which such fees are payable shall be entitled only to rank in such division for a proportion of the fees related to the period during which he has held office PROVIDED ALWAYS that:

- (a) fees payable to non-executive Directors shall be by a fixed sum, and not by a commission on or percentage of profits or turnover;

14. ADDITIONAL INFORMATION (Cont'd)

- (b) salaries payable to executive Directors may not include a commission on or percentage of turnover;
- (c) fees and any benefits payable to Directors shall not be increased except pursuant to a resolution passed at a general meeting, where notice of the proposed increase has been given in the notice convening the meeting; and
- (d) 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 105 – Reimbursement and special remuneration

- "105.1 The Directors shall be entitled to be reimbursed for all travelling or such other reasonable expenses as may be incurred in attending and returning from meetings of the Board or of any committee of the Directors or general meetings or otherwise howsoever in connection with or about the business of the Company in the course of the performance of their duties as Directors.
- 105.2 If by arrangement with the Directors, any Director shall perform or render any special duties or services outside his ordinary duties as a Director in particular without limiting to the generality of the foregoing 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 Directors may pay him special remuneration, in addition to his Director's fees, and such special remuneration may be by way of a fixed sum, or otherwise as may be arranged subject to any other provisions of this Constitution."

Clause 137 – Remuneration of Chief Executive Officer and Executive Director

"The remuneration of the CEO and/or Executive Directors 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."

(ii) Directors' voting powers**Clause 124 - Declaration of interest and restriction of voting**

"A Director who is in any way, whether directly or indirectly, interested in a contract or proposed contract or arrangement with the Company, shall declare the nature of his interest in accordance with the provisions of the Act and shall not vote or participate in any discussion in respect of any contract or proposed contract or arrangement and shall be counted only to make the quorum present at the meeting of the Board.

This Clause shall not apply to:

- (a) any arrangement for giving any Director any security or indemnity in respect of money lent by him or obligations undertaken by him for the benefit of the Company or any of its subsidiaries; or

14. ADDITIONAL INFORMATION (Cont'd)

- (b) 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 has assumed responsibility in whole or in part under a guarantee or indemnity or by the giving of a security."

Clause 126 - Directors appointed at a meeting to hold other office to be counted in the quorum / relaxation of voting restriction

"A Director, notwithstanding his interest, may be counted in the quorum present at any meeting whereat he or any other Director is to be appointed to hold any office or place of profit under the Company or whereat the Directors resolve to exercise any of the rights of the Company (whether by the exercise of voting rights or otherwise) to appoint or concur in the appointment of a Director to hold any office or place of profit under any other company or whereat the terms of any such appointment or arrangements as hereinbefore mentioned are considered, and he may vote on any such matter other than in respect of the appointment of or arrangements with himself or the fixing of the terms thereof."

Clause 128 - Director's interest in corporation promoted by Company

"A Director of the Company may be or become a director or other officer of or otherwise interested in any corporation promoted by the Company or in which the Company may be interested as shareholder or otherwise or any corporation which is directly and indirectly interested in the Company as shareholder or otherwise, and no such Director shall be accountable to the Company for any remuneration or other benefits received by him as a director or officer of or from his interest in such corporation unless the Company otherwise directs at the time of his appointment. The Directors may exercise the voting power conferred by the shares or other interest in any such other corporation held or owned by the Company, or exercisable by them as directors of such other corporation in such manner and in all respects as they think fit (including the exercise thereof in favour of any resolution appointing themselves or any of the directors or other officers of such corporation), and any Director may vote in favour of the exercise of such voting rights in manner aforesaid, notwithstanding that he may be, or is about to be appointed a director or other officer of such corporation and as such is or may become interested in the exercise of such voting rights in the manner aforesaid."

(iii) Directors' borrowing powers

Clause 109 – Directors' borrowing powers

"Subject to the Act and Listing Requirements, the Directors may from time to time at their discretion raise or borrow for the purpose of the Company such sums of money as they think proper and may also raise or secure the payment of such money in such manner and upon such terms and conditions in all respects as they think fit, and in particular by the issue of debentures or debenture stock of the Company, charged upon all or any part of the property of the Company (both present and future) including uncalled capital, or by means of charges, mortgages, bonds and dispositions in security or bonds or cash deposit, with or without power of sale, and upon such other terms and conditions as the Directors shall think fit."

14. ADDITIONAL INFORMATION (Cont'd)**14.2.2 Changes to share capital**

The provisions in our Constitution dealing with changes to share capital and variation of class rights are as follows:

(i) Variation of rights**Clause 18 – Alteration of Class Rights**

“Whenever the capital of the Company 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 the class), either with the consent in writing of the holders of three-quarters (3/4) of the issued shares of the class within 2 months of the meeting, or with the sanction of any Special Resolution passed at a separate general meeting of such holders (but not otherwise), be modified or abrogated, and may be so modified or abrogated either whilst the Company is a going concern or during or in contemplation of a winding up, and such consent or resolution shall be binding upon all the holders of shares of the class. To every such separate general meeting, all the provisions of this Constitution relating to general meetings or to the proceedings thereat shall, mutatis mutandis, apply, except that the necessary quorum shall be two persons at least holding or representing by proxy one-third (1/3) of the issued shares of such class (excluding treasury shares) (but so that if an adjourned meeting of such holders, a quorum as defined above is not present, those Members who are present shall be a quorum), that any holder of shares of the class present in person or by proxy may demand a poll, and that the holders of shares of the class shall, on a poll, have one vote in respect of every share of the class held by them respectively. To every such Special Resolution, the provisions of Section 292 of the Act shall, with such adaptations as are necessary, apply.”

(ii) Alteration of Capital**Clause 56 - Alteration of Capital**

“56.1 Subject to the provisions of the Act and the Listing Requirements, the Company may by Ordinary Resolution:

- (a) consolidate and divide all or any of its share capital, such that 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;
- (b) 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;
- (c) subject to the provisions of this Constitution and the Act, convert and/or reclassify any class of shares into another class of shares; and/or
- (d) cancel any shares which, at the date of the passing of the resolution, have been forfeited, have not been taken or agreed be taken by any persons and diminish the amount of its share capital by the amount of the shares so cancelled.

14. ADDITIONAL INFORMATION (Cont'd)

- 56.2 The Company may by Special Resolution reduce its share capital in any manner permitted or authorised under and in compliance with the Act."

14.2.3 Transfer of securities

The provision in our Constitution dealing with transfer of securities is as follows:

Clause 41 - Transfer of securities

"Subject to the restriction imposed by this Constitution, the Listing Requirements, the Central Depositories Act and the Rules (with respect to transfer of Deposited Security), the transfer of any listed Security or class of listed Security in the Company shall be by way of book entry by the Depository in accordance with the Rules and notwithstanding Sections 105, 106 or 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 the listed Securities."

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

The provisions in our Constitution dealing with rights, preferences and restrictions attached to each class of securities relating to voting, dividend, liquidation, and any special rights are as follows:

Clause 19 - Ranking of class rights

"The rights conferred upon the holders of the shares of any class with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking as regards participation in the profits or assets of the Company in some or in all respects *pari passu* therewith."

Clause 82(a) – Members' vote

"Subject to Clause 64 above and any rights or restrictions for the time being attached to any class or classes of shares, at meetings of Members or classes of Members, each Member shall be entitled to be present and to vote at any general meeting of the Company either personally or by proxy or by attorney and to be reckoned in a quorum in respect of shares upon which all calls due to the Company have been paid."

Clause 82(b) – Proxy's vote

"A proxy shall be entitled to vote on a show of hands on any question at any general meeting."

14. ADDITIONAL INFORMATION (Cont'd)**Clause 82(c) – Number of votes**

“Subject to any special rights or restrictions as to voting attached to any class or classes of shares by or in accordance with this Constitution, on a show of hands a holder of ordinary shares or preference shares who presents as a Member or a Member’s representative or proxy or attorney and entitled to vote shall be entitled to one (1) vote on any question at any general meeting; and in the case of a poll every Member present in person or by proxy or by attorney or other duly authorised representative shall have one (1) vote for every share held by him. A person entitled to more than one (1) vote need not use all his votes or cast all the votes he uses on a poll in the same way.”

Clause 149 – Distribution of dividends

“The Directors may authorise a distribution of dividend at such time and in such amount as the Directors consider appropriate, if the Directors are satisfied that the Company will be solvent immediately after the distribution is made. In the event, after a distribution is authorised and before it is made, the Directors cease to be satisfied on reasonable grounds that the Company will be solvent immediately after the distribution is made, the Directors shall take all necessary steps to prevent the distribution from being made. No higher dividend shall be paid than is authorised by the Directors, and the declaration of the Directors as to the distribution shall be conclusive. 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 holder of shares conferring any preferential rights for any damage that they may suffer by reason of the payment of a dividend on any shares having deferred or non-preferential rights. The Directors may also pay half-yearly or at other suitable intervals to be determined by them any dividend which may be payable at a fixed rate if they are of the opinion that the profits justify the payment.”

14.3 DEPOSITED SECURITIES AND RIGHTS OF DEPOSITORS

As our Shares are proposed for quotation on the Official List, such Shares must be prescribed as shares required to be deposited with Bursa Depository. Upon such prescription, a holder of our Shares must deposit his Shares with Bursa Depository on or before the date is fixed, failing which our Share Registrar will be required to transfer his Shares to the Minister of Finance Malaysia and such Shares may not be traded on Bursa Securities.

Dealing in our Shares deposited with Bursa Depository may only be effected by a Depositor by means of entries in the securities account of that Depositor.

A Depositor whose name appears in the Record of Depositors maintained by Bursa Depository in respect of our Shares shall be deemed to be a shareholder of our Company and shall be entitled to all rights, benefits, powers and privileges and be subject to all liabilities, duties and obligations in respect of, or arising from, such Shares.

14.4 LIMITATION ON THE RIGHT TO HOLD SECURITIES AND/OR EXERCISE VOTING RIGHTS

Subject to Section 14.3 above, there is no limitation on the right to own our Shares, including any limitation on the right of a non-resident or foreign shareholder to hold or exercise voting rights on our Shares, which is imposed by Malaysian law or by our Constitution.

14. ADDITIONAL INFORMATION (Cont'd)**14.5 REPATRIATION OF CAPITAL, REMITTANCE OF PROFIT AND TAXATION**

As at the LPD, save as disclosed below, there are no governmental laws, decrees, regulations or other legislations that may affect the repatriation of capital and the remittance of profits by or to our Group:

(i) Malaysia

All corporations in Malaysia are required to adopt a single-tier dividend. All dividends distributed by Malaysian resident companies under a single-tier dividend are not taxable. Further, the Government of Malaysia does not levy withholding tax on dividend payment. Therefore, there is no withholding tax imposed on dividends paid to non-residents by Malaysian resident companies. There is no Malaysian capital gains tax arising from the disposal of listed shares.

(ii) Singapore

As at the LPD, there are no exchange control restrictions in effect in Singapore which may affect the repatriation of capital and remittance of profits by or to our Company.

14.6 MATERIAL CONTRACTS

Save as disclosed below, our Group has not entered into any material contracts that are not in the ordinary course of our Group's business during the Financial Years/Period Under Review and up to the date of this Prospectus:

14.6.1 Share sale and subscription agreement dated 18 July 2024

The share sale and subscription agreement dated 18 July 2024 entered into between Lim Han Weng, Bah Kim Lian and Bumi Mampan (as vendors) and the Company (as purchaser) for: (i) the acquisition of the entire issued share capital of Handal Indah, comprising 52,000,000 Handal Indah Shares at a total consideration of RM79,999,000.00 to be satisfied via the issuance of 79,999,000 new Shares at an issue price of RM1.00 per Share; and (ii) the subscription of 20,000,000 new Shares by Lim Han Weng and Bumi Mampan at the subscription price of RM1.00 per Share at total amount of RM20,000,000.00.

Both the Acquisition of Handal Indah and the Subscription of New Shares were completed on 23 July 2024.

14.6.2 Sale and purchase agreement dated 27 September 2024

The sale and purchase agreement dated 27 September 2024 entered into between PNE PCB Berhad (as vendor) and Handal Indah (as purchaser) for the acquisition of a double storey detached factory annexed with a double storey office building with a mezzanine floor held under title no. HS(D) 177877, PTD No. 53701, Mukim of Tebrau, District of Johor Bahru, Negeri Johor for a total cash consideration of RM24.00 million. As at the LPD, the sale and purchase transaction is pending completion.

14. ADDITIONAL INFORMATION (Cont'd)**14.6.3 Retail underwriting agreement dated 24 February 2025**

Retail underwriting agreement dated 24 February 2025 entered into between our Company and the Sole Underwriter to underwrite 15,000,000 Issue Shares under the Retail Offering for an underwriting commission of up to 1.0% (exclusive of applicable tax) of the IPO Price multiplied by the total number of Issue Shares underwritten under the Retail Offering in accordance with the terms of the Retail Underwriting Agreement.

14.6.4 Lock-up letter dated 24 February 2025 in relation to our IPO and Listing

Lock-up letter dated 24 February 2025 issued by our Company to the Sole Placement Agent in relation to the lock-up arrangement for our IPO and Listing, details of which are set out in Section 4.8.3(i) of this Prospectus.

14.7 MATERIAL LITIGATION

As at the LPD, our Group is not engaged in any governmental, legal or arbitration proceedings, including those relating to bankruptcy, receivership or similar proceedings which may have or have had, material or significant effects on our financial position or profitability in the 12 months immediately preceding the date of this Prospectus.

14.8 CONSENTS

The written consents of the Principal Adviser, Sole Placement Agent and Sole Underwriter, legal advisers, Share Registrar, Issuing House and company secretaries as listed in the Corporate Directory of this Prospectus for the inclusion in this Prospectus of their names in the form and context in which such names appear have been given before the issue of this Prospectus and have not subsequently been withdrawn.

The written consent of BDO PLT for the inclusion of its name, the Accountants' Report and the Reporting Accountants' letter on the Pro Forma Consolidated Statements of Financial Position and all references thereto in the form and context in which they are included in this Prospectus has been given before the issue of this Prospectus and has not subsequently been withdrawn.

The written consent of Vital Factor Consulting Sdn Bhd for the inclusion of its name, the IMR Report and all references thereto in the form and context in which they are included in this Prospectus has been given before the issue of this Prospectus and has not subsequently been withdrawn.

14.9 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) IMR Report as included in Section 8 of this Prospectus;
- (iii) Reporting Accountants' Report on the Pro Forma Consolidated Statements of Financial Position as included in Section 12.4 of this Prospectus;
- (iv) Accountants' Report as included in Section 13 of this Prospectus;

14. ADDITIONAL INFORMATION (Cont'd)

- (v) our material contracts as referred to in Section 14.6 of this Prospectus;
- (vi) letters of consent referred to in Section 14.8 of this Prospectus;
- (vii) audited financial statements of our subsidiary, Handal Indah for the Financial Years/Period Under Review; and
- (viii) By-Laws as included in Annexure E of this Prospectus.

14.10 RESPONSIBILITY STATEMENTS

Our Directors, our Promoter and the Selling Shareholder have seen and approved this Prospectus. They collectively and individually accept full responsibility for the accuracy of the information. 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.

Maybank IB, being the Principal Adviser, Sole Placement Agent for the Institutional Offering, and the Sole Underwriter for the Retail Offering, 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 concerning our IPO.

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15. SUMMARISED PROCEDURES FOR APPLICATION AND ACCEPTANCE

THIS SUMMARY OF PROCEDURES FOR APPLICATION AND ACCEPTANCE DOES NOT CONTAIN THE DETAILED PROCEDURES AND FULL TERMS AND CONDITIONS AND YOU CANNOT RELY ON THIS SUMMARY FOR PURPOSES OF ANY APPLICATION FOR OUR IPO SHARES. YOU MUST REFER TO THE DETAILED PROCEDURES AND TERMS AND CONDITIONS AS SET OUT IN THE “DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE” ACCOMPANYING THE ELECTRONIC COPY OF THIS PROSPECTUS ON THE WEBSITE OF BURSA SECURITIES. YOU SHOULD ALSO CONTACT OUR ISSUING HOUSE FOR FURTHER ENQUIRIES.

Unless otherwise defined, all words and expressions used in this Section shall carry the same meaning as ascribed to them in our Prospectus.

Unless the context otherwise requires, words used in the singular include the plural, and vice versa.

15.1 OPENING AND CLOSING OF APPLICATION

OPENING OF THE APPLICATION PERIOD: 10.00 A.M., 7 MARCH 2025

CLOSING OF THE APPLICATION PERIOD: 5.00 P.M., 19 MARCH 2025

Applications for our IPO Shares will open and close at the times and dates stated above. If there are any changes to this timetable, we will advertise a notice of the changes in a widely circulated English and Bahasa Malaysia newspaper within Malaysia.

Late Applications will not be accepted.

15.2 METHODS OF APPLICATION**15.2.1 Retail Offering**

All Applications must be in accordance with our Prospectus and our Constitution. The submission of an Application Form does not mean that the Application will succeed.

Types of Application and category of investors	Application method
Applications by Eligible Persons	Pink Application Form only
Applications by the Malaysian Public:	
(i) Individuals	White Application Form or Electronic Share Application or Internet Share Application
(ii) Non-Individuals	White Application Form only

Applicants who subscribe for the IPO Shares allocated under the Pink Form Allocation may also apply by way of balloting for the IPO Shares available under the Malaysian Public.

15. SUMMARISED PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**15.2.2 Institutional Offering**

Institutional and selected investors who have been allocated our IPO Shares under the Institutional Offering will be contacted directly by the Sole Placement Agent and should follow the instructions as communicated by the Sole Placement Agent.

Institutional and selected investors may still apply for our IPO Shares offered to the Malaysian Public using the White Application Form or Electronic Share Application or Internet Share Application.

15.3 ELIGIBILITY**15.3.1 General**

You must have a CDS account and a correspondence address in Malaysia. If you do not have a CDS account, you may open a CDS account by contacting any of the ADAs set out in Section 12 of the “Detailed Procedures for Application and Acceptance” accompanying the electronic copy of our Prospectus on the website of Bursa Securities. The CDS account must be in your own name. **Invalid, nominee or third party CDS accounts will not be accepted for the Applications.**

Only **ONE** Application Form for each category from each applicant will be considered and **APPLICATIONS MUST BE FOR AT LEAST 100 IPO SHARES OR MULTIPLES OF 100 IPO SHARES.**

MULTIPLE APPLICATIONS WILL NOT BE ACCEPTED UNLESS EXPRESSLY ALLOWED IN THESE TERMS AND CONDITIONS. AN APPLICANT WHO SUBMITS MULTIPLE APPLICATIONS IN HIS OWN NAME OR BY USING THE NAME OF OTHERS, WITH OR WITHOUT THEIR CONSENT, COMMITS AN OFFENCE UNDER SECTION 179 OF THE CMSA AND IF CONVICTED, MAY BE PUNISHED WITH A MINIMUM FINE OF RM1,000,000 AND A JAIL TERM OF UP TO 10 YEARS UNDER SECTION 182 OF THE CMSA.

AN APPLICANT IS NOT ALLOWED TO SUBMIT MULTIPLE APPLICATIONS IN THE SAME CATEGORY OF APPLICATION.

AN APPLICANT WHO WISHES TO SUBMIT APPLICATIONS USING A JOINT BANK ACCOUNT MUST CONTACT THE FINANCIAL INSTITUTION HANDLING THE APPLICATIONS TO ENSURE THAT THE NAME ON THE JOINT BANK ACCOUNT MATCHES THE NAME ON THEIR CDS ACCOUNT. THIS STEP MINIMIZES THE RISK OF REJECTION OF IPO APPLICATIONS DUE TO NAME DISCREPANCIES. OUR COMPANY, PRINCIPAL ADVISER AND ISSUING HOUSE ARE NOT RESPONSIBLE FOR ANY ISSUES ARISING THEREAFTER.

15. SUMMARISED PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**15.3.2 Application by the Malaysian Public**

You can only apply for our IPO Shares if you fulfil all of the following:

- (i) you must be one of the following:
 - (a) a Malaysian citizen who is at least 18 years old as at the date of the Application; or
 - (b) a corporation/institution incorporated in Malaysia with a majority of Malaysian citizens on your board of directors/trustees and if you have a share capital, more than half of the issued share capital, excluding preference share capital, is held by Malaysian citizens; or
 - (c) a superannuation, co-operative, foundation, provident, pension fund established or operating in Malaysia;
- (ii) you must not be a director or employee of the Issuing House or an immediate family member of a director or employee of the Issuing House; and
- (iii) you must submit the Application by using only one of the following methods:
 - (a) White Application Form;
 - (b) Electronic Share Application; or
 - (c) Internet Share Application.

15.3.3 Application by Eligible Persons

The Eligible Persons will be provided with Pink Application Forms and letters from us detailing their respective allocation. The applicants must follow the notes and instructions in the said documents and where relevant, in our Prospectus. All duly completed Pink Application Forms should be submitted to our Group through the Human Resources or Finance Department.

15.4 PROCEDURES FOR APPLICATION BY WAY OF APPLICATION FORM

The Application Form must be completed in accordance with the notes and instructions contained in the respective category of the Application Form. Applications made on the incorrect type of Application Form or which do not conform **STRICTLY** to the terms of this Prospectus or the respective category of Application Form or notes and instructions or which are illegible will not be accepted.

The FULL amount payable is RM1.22 for each IPO Share.

Payment must be made out in favour of “**MIH SHARE ISSUE ACCOUNT NO. 668**” and crossed “**A/C PAYEE ONLY**” and endorsed on the reverse side with your name and address.

Method below is relevant for White Application Form only whereas for Pink Application Form, kindly direct the submission of the form to our Company, through our Human Resources or Finance Department.

15. SUMMARISED PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

Each completed Application Form, accompanied by the appropriate remittance and legible photocopy of the relevant documents may be submitted using one of the following methods:

- (i) despatch by **ORDINARY POST** in the official envelopes provided, to the following address:

Malaysian Issuing House Sdn Bhd
(Registration No. 199301003608 (258345-X))
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan

or

P.O. Box 00010
Pejabat Pos Jalan Sultan
46700 Petaling Jaya
Selangor Darul Ehsan

- (ii) **DELIVER BY HAND AND DEPOSIT** in the drop-in boxes provided at the front portion of Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan

so as to arrive not later than 5.00 p.m. on 19 March 2025 or by such other time and date specified in any changes to the date or time for closing of applications for our IPO shares.

We, together with our Issuing House, will not issue any acknowledgement of the receipt of your Application Form or Application monies. Please direct all enquiries in respect of the White Application Form to the Issuing House.

15.5 PROCEDURES FOR APPLICATION BY WAY OF ELECTRONIC SHARE APPLICATION

Only **Malaysian individuals** may apply for the IPO Shares offered to the Malaysian Public by way of Electronic Share Application.

Electronic Share Applications may be made through the ATM of the following Participating Financial Institutions and their branches, namely, Affin Bank Berhad, Alliance Bank Malaysia Berhad, AmBank (M) Berhad, CIMB Bank Berhad, Malayan Banking Berhad, Public Bank Berhad and RHB Bank Berhad. A processing fee will be charged by the respective Participating Financial Institutions (unless waived) for each Electronic Share Application.

The exact procedures, terms and conditions for Electronic Share Application are set out on the ATM screens of the relevant Participating Financial Institutions.

Please refer to the detailed procedures and terms and conditions of Electronic Share Application set out in the “**Detailed Procedures for Application and Acceptance**” accompanying the electronic copy of our Prospectus on the website of Bursa Securities or contact the relevant Participating Financial Institution for further enquiries.

15. SUMMARISED PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**15.6 PROCEDURES FOR APPLICATION BY WAY OF INTERNET SHARE APPLICATION**

Only **Malaysian individuals** may use the Internet Share Application to apply for our IPO Shares offered to the Malaysian Public.

Internet Share Applications may be made through an internet financial services website of the Internet Participating Financial Institutions, namely Affin Bank Berhad, Alliance Bank Malaysia Berhad, CGS International Securities Malaysia Sdn Bhd (formerly known as CGS-CIMB Securities Sdn Bhd), Malacca Securities Malaysia Sdn Bhd, Malayan Banking Berhad, Moomoo Securities Malaysia Sdn Bhd and Public Bank Berhad. A processing fee will be charged by the respective Internet Participating Financial Institutions (unless waived) for each Internet Share Application.

The exact procedures, terms and conditions for Internet Share Application are set out on the internet financial services website of the respective Internet Participating Financial Institutions.

Please refer to the detailed procedures and terms and conditions of Internet Share Application set out in the “**Detailed Procedures for Application and Acceptance**” accompanying the electronic copy of our Prospectus on the website of Bursa Securities or contact the relevant Internet Participating Financial Institution for further enquiries.

15.7 AUTHORITY OF OUR BOARD AND THE ISSUING HOUSE

The Issuing House, on the authority of our Board, reserves the right to:

- (i) reject the Applications which:
 - (a) do not conform to the instructions of our Prospectus, Application Forms, Electronic Share Application and Internet Share Application (where applicable); or
 - (b) are illegible, incomplete or inaccurate; or
 - (c) are accompanied by an improperly drawn up, or improper form of, remittance; or
- (ii) reject or accept any Application, in whole or in part, on a non-discriminatory basis without the need to give any reason; and
- (iii) bank in all Application monies (including those from unsuccessful / partially successful applicants) which would subsequently be refunded, where applicable (without interest), in accordance with Section 15.9 of this Prospectus.

If you are successful in your Application, our Board reserves the right to require you to appear in person at the registered office of the Issuing House at any time within 14 days of the date of the notice issued to you to ascertain that your Application is genuine and valid. Our Board shall not be responsible for any loss or non-receipt of the said notice nor shall it be accountable for any expenses incurred or to be incurred by you for the purpose of complying with this provision.

15. SUMMARISED PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**15.8 OVER/UNDER-SUBSCRIPTION**

In the event of over-subscription for the Retail Offering, the Issuing House will conduct a ballot in the manner approved by our Directors to determine the acceptance of Applications in a fair and equitable manner. In determining the manner of balloting, our Directors will consider the desirability of allotting and allocating our IPO Shares to a reasonable number of applicants for the purpose of broadening the shareholding base of our Company and establishing a liquid and adequate market for our Shares.

The basis of allotment of our IPO Shares and the balloting results in connection therewith will be furnished by the Issuing House to Bursa Securities, all major English and Bahasa Malaysia newspapers as well as posted on the Issuing House's website www.mih.com.my within 1 Market Day after the balloting date.

Pursuant to the Listing Requirements, we are required to have a minimum of 25.00% of our Company's issued share capital to be held by at least 1,000 public shareholders holding not less than 100 Shares each upon our Listing. We expect to achieve this at the point of our Listing. In the event this requirement is not met, we may not be allowed to proceed with our Listing. In the event thereof, monies paid in respect of all Applications will be returned in full (without interest).

In the event of an under-subscription for the Retail Offering, subject to the clawback and reallocation provisions as set out in Section 4.2.3 of this Prospectus, any of the abovementioned IPO Shares not applied for will then be subscribed by the Sole Underwriter based on the terms of the Retail Underwriting Agreement.

15.9 UNSUCCESSFUL/PARTIALLY SUCCESSFUL APPLICANTS

If you are unsuccessful/partially successful in your Application, your Application monies (without interest) will be refunded to you in the following manner:

15.9.1 For applications by way of Application Forms

- (i) The Application monies or the balance of it, as the case may be, will be returned to you through the self-addressed and stamped Official "A" envelope you provided by ordinary post (for fully unsuccessful applications) or by crediting into your bank account (the same bank account you have provided to Bursa Depository for the purposes of cash dividend / distribution) or if you have not provided such bank account information to Bursa Depository, the balance of Application monies will be refunded via banker's draft sent by ordinary/registered post to your last address maintained with Bursa Depository (for partially successful Applications) within 10 Market Days from the date of the final ballot at your own risk.
- (ii) If your Application is rejected because you did not provide a CDS account number, your Application monies will be refunded via banker's draft sent by ordinary/registered post to your address as stated in the National Registration Identity Card or any official valid temporary identity document issued by the relevant authorities from time to time or the authority card (if you are a member of the armed forces or police) at your own risk.

15. SUMMARISED PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)

- (iii) A number of Applications will be reserved to replace any successfully balloted Applications that are subsequently rejected. The Application monies relating to these Applications which are subsequently rejected or unsuccessful or only partly successful will be refunded (without interest) by the Issuing House as per items (i) and (ii) above (as the case may be).
- (iv) The Issuing House reserves the right to bank into its bank account all Application monies from unsuccessful applicants. These monies will be refunded (without interest) within 10 Market Days from the date of the final ballot by crediting into your bank account (the same bank account you have provided to Bursa Depository for the purposes of cash dividend/distribution) or by issuance of banker's draft sent by registered post to your last address maintained with Bursa Depository if you have not provided such bank account information to Bursa Depository or as per item (ii) above (as the case may be).

15.9.2 For applications by way of Electronic Share Application and Internet Share Application

- (i) The Issuing House shall inform the Participating Financial Institutions or Internet Participating Financial Institutions of the unsuccessful or partially successful Applications within 2 Market Days after the balloting date. The full amount of the Application monies or the balance of it will be credited without interest into your account with the Participating Financial Institution or Internet Participating Financial Institution (or arranged with the Authorised Financial Institutions) within 2 Market Days after the receipt of confirmation from the Issuing House.
- (ii) You may check your account on the fifth Market Day from the balloting date.
- (iii) A number of Applications will be reserved to replace any successfully balloted Applications that are subsequently rejected. The Application monies relating to these Applications which are subsequently rejected will be refunded (without interest) by the Issuing House by crediting into your account with the Participating Financial Institution or Internet Participating Financial Institution (or arranged with the Authorised Financial Institution) not later than 10 Market Days from the date of the final ballot. For Applications that are held in reserve and which are subsequently unsuccessful or partially successful, the relevant Participating Financial Institution will be informed of the unsuccessful or partially successful Applications within 2 Market Days after the final balloting date. The Participating Financial Institution will credit the Application monies or any part thereof (without interest) within 2 Market Days after the receipt of confirmation from the Issuing House.

15. SUMMARISED PROCEDURES FOR APPLICATION AND ACCEPTANCE (Cont'd)**15.10 SUCCESSFUL APPLICANTS**

If you are successful in your Application:

- (i) Our IPO Shares allotted to you will be credited into your CDS account.
- (ii) A notice of allotment will be despatched to you at your last address maintained with the Bursa Depository, at your own risk, before our Listing. This is your only acknowledgement of acceptance of your Application.
- (iii) In accordance with Section 14(1) of the SICDA, Bursa Securities has prescribed our Shares as Prescribed Securities. As such, our IPO Shares issued / offered through our Prospectus will be deposited directly with Bursa Depository and any dealings in these Shares will be carried out in accordance with the SICDA and Rules of Bursa Depository.
- (iv) In accordance with Section 29 of the SICDA, all dealings in our Shares will be by book entries through CDS accounts. No physical share certificates will be issued to you and you shall not be entitled to withdraw any deposited securities held jointly with Bursa Depository or its nominee as long as our Shares are listed on Bursa Securities.

15.11 ENQUIRIES

Enquiries in respect of the Applications may be directed as follows:

Mode of Application	Parties to direct the queries
Application Forms	Issuing House Enquiry Services at telephone no. +603 7890 4700
Electronic Share Application	Participating Financial Institution
Internet Share Application	Internet Participating Financial Institutions and Authorised Financial Institutions

You may also check the status of your Application at the Issuing House's website at www.mih.com.my, by entering your CDS Account Number on the site after the allotment date. The status of your Application will be available by 3:00 PM. Alternatively, you may contact any of the ADAs set out in Section 12 of the Detailed Procedures for Application and Acceptance accompanying the Electronic Prospectus on the website of Bursa Securities.

ANNEXURE A: GOVERNING LAWS AND REGULATIONS

The relevant laws and regulations governing our Group and which are material to our operations are summarised below.

1. MALAYSIA**(A) LAWS AND REGULATIONS RELATING TO OUR BUSINESS****(1) Land Public Transport Act 2010 (“LPTA”)**

LPTA provides for and regulates land public transport and for matters incidental thereto, including those related to public service vehicle services.

Section 16(1) of the LPTA provides that no person shall operate or provide a public service vehicle service using a class of public service vehicles unless he holds an operator's licence issued under the LPTA. Under the LPTA, a person is deemed to be operating or providing a public service vehicle service if he uses or drives a public service vehicle of a class of public service vehicles himself or employs one or more persons to use or drive a public service vehicle of a class of public service vehicles, to operate or provide a public service vehicle service, and he owns the said public service vehicle; or he is responsible, under any form of arrangement with the owner or lessor of the said public service vehicle to manage, maintain or operate such public service vehicle. A company or corporation which contravenes Section 16(1) of the LPTA commits an offence and shall, on conviction, be liable to a fine not exceeding RM100,000.

Pursuant to Section 19 of the LPTA, an operator's licence shall, unless replaced or revoked, continue in force for such period as may be determined by the Director General of Land Public Transport, provided that such period shall not exceed seven years.

Pursuant to Sections 24(1) and (2) of the LPTA, any licensed operator, who satisfies the Director General of Land Public Transport that since the date of issuance of the operator's licence, he has lawfully and continuously provided in a satisfactory and efficient manner a public service vehicle service in accordance with the terms and conditions of the operator's licence, shall on application to the Director General of Land Public Transport for renewal of the operator's licence, be given preference over all other applications for an operator's licence to carry on such service or business of operating or providing such service that is substantially the same as that which the licensed operator has been operating or providing. The Director General of Land Public Transport may, on an application by the licensed operator, renew the operator's licence on such conditions as the Director General of Land Public Transport thinks fit or refuse the application.

Pursuant to Section 34 of the LPTA, the Director General of Land Public Transport may classify and number, in such manner as may be convenient, the routes in respect of which operator's licences to operate any classes of public service vehicle are issued, and may publish a list of the routes so classified and numbered.

(2) Electricity Supply Act 1990 (“ESA”)

The ESA provides for the regulation of the electricity supply industry, the supply of electricity at reasonable prices, the licensing of any electrical installation, the control of any electrical installation, plant and equipment with respect to matters relating to the safety of persons and the efficient use of electricity and for purposes connected therewith.

ANNEXURE A: GOVERNING LAWS AND REGULATIONS (Cont'd)

Section 9(1) of the ESA provides that subject to any exemptions as may be granted, no person, other than a supply authority, shall (a) use, work or operate or permit to be used, worked or operated any installation or (b) supply to or for the use of any other person electricity from any installation, except under and in accordance with the terms and conditions of a licence as may be prescribed authorising the supply or use, as the case may be.

Pursuant to Section 37(4) of the ESA, a person who uses, works or operates, or permits to be used, worked or operated any installation commits an offence and shall, on conviction, be liable to a fine not exceeding RM50,000 and to a further fine not exceeding RM1,000 for every day or part of a day during which the offence continues after conviction.

Pursuant to Section 37(5) of the ESA, a person who supplies electricity from an installation to or for the use of any person commits an offence and shall, on conviction, be liable to a fine not exceeding RM100,000 and to a further fine not exceeding RM1,000 for every day or part of a day during which the offence continues after conviction.

(3) 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. The local authority may at its discretion refuse to grant or renew any licence without assigning any reason therefor. The licences granted by the local authority shall be valid for a period not exceeding three years. A person to whom such licence has been granted shall exhibit the licence at all times in some prominent place of the licenced premises and shall produce such licence if required to do so by any officer of the local authority authorised to demand the same.

Under Section 104 of the LGA, any person who contravenes any of the provisions of the LGA and/or the by-laws of the relevant local authorities shall be liable to a fine not exceeding RM2,000 or to a term of imprisonment not exceeding one year or to both and in the case of a continuing offence a sum not exceeding RM200 for each day during which such offence is continued after conviction.

(4) Control of Supplies Act 1961 ("CSA") and the Control of Supplies Regulations 1974 ("Regulations 1974")

The CSA provides for the control and rationing of supplies in Malaysia. Pursuant to Regulation 18(1) of the Regulations 1974, any person who carries on any trade or business, which in the course of the trade or business he uses or consumes any of the scheduled article as specified in the Regulations 1974, shall not possess more than the prescribed quantity of the scheduled article. Regulation 18(1) of the Regulations 1974 shall not apply to any person who has been authorised by way of a permit issued by the Controller.

Section 22(1) of the CSA provides that any person, other than a body corporate, but including a director or officer of a body corporate, who commits an offence against the CSA shall, on conviction, be liable to a fine not exceeding RM1,000,000 or to imprisonment for a term not exceeding three years or to both, and for a second or subsequent offence, to a fine not exceeding RM3,000,000 or to imprisonment for a term not exceeding five years or to both.

ANNEXURE A: GOVERNING LAWS AND REGULATIONS (Cont'd)

Section 22(2) of the CSA provides that any body corporate which commits an offence against the CSA shall, on conviction, be liable to a fine not exceeding RM2,000,000 and, for a second or subsequent offence, to a fine not exceeding RM5,000,000.

(B) LAWS AND REGULATIONS RELATING TO OUR PROPERTIES AND MACHINERY**(1) 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.

Pursuant to Section 70(27)(f) of the SDBA, no person shall occupy or permit to be occupied any building or any part thereof unless a CCC has been issued, and any failure to comply shall be liable on conviction to a fine of up to RM250,000 or to imprisonment for a term not exceeding 10 years or to both.

Section 79 of the SDBA provides that any person who erects or causes or permits to be erected in any building any partition, compartment, gallery, loft, roof, ceiling or other structure without having the prior written permission of the local authority shall be liable on conviction to a fine not exceeding RM500 and shall also be liable for a further fine not exceeding RM100 for every day during which the offence is continued after conviction.

Further, Section 80 of the SDBA provides that any person who erects or causes or permits to be erected, keeps or permits to be kept on his land or the land which he occupies any movable shed or movable structure intended to act as a roof without prior written permission of the local authority shall be guilty of an offence and shall on conviction be liable to a fine of RM1,000 and the Magistrate Court shall on application of the local authority, make a mandatory order requiring such person to remove such movable shed or structure.

(2) FSA

The FSA provides the effective and efficient functioning of the Fire Services Department, for the protection of persons and property from fire risks or emergencies.

Every designated premises shall require a fire certificate. Where there is no fire certificate in force in respect of any designated premises the owners the premises shall be guilty of an offence and shall, on conviction, be liable to a fine not exceeding RM50,000 or imprisonment for a term not exceeding five years or to both. If the Director General of Fire Services is satisfied that, amongst others, any continued activity in any premises would constitute an immediate danger of fire prejudicial to the safety of life or property, he may, by order, direct the owner or occupier of the premises to cease such activity.

(3) NLC

The NLC governs the laws relating to land and land tenure, the registration of title to land and of dealings therewith.

Pursuant to the NLC, all land must be used in accordance with the category of land use, express conditions and restrictions in interest stipulated in the issue document of title, failing which:

ANNEXURE A: GOVERNING LAWS AND REGULATIONS (Cont'd)

- (a) the proprietor may be liable under Section 127(1A) of the NLC to show cause why a fine should not be imposed and upon failure by the proprietor to show cause to the satisfaction of the land administrator, the land administrator may make an order for the payment of a fine of not less than RM500, and in the case of a continuing breach, a further fine of not less than RM100 for each day during which the breach continues; or
 - (b) the proprietor may be served a notice under Section 128(1) of the NLC to remedy the breach within the time therein specified; or
 - (c) the land may become liable to forfeiture to the state authority under Section 129(1) of the NLC.
- (4) **Occupational Safety and Health Act 1994 (“OSHA”) and the Occupational Safety and Health (Plant Requiring Certificate of Fitness) Regulations 2024 (“OSH Regulations”)**

Since the repeal of the Factories and Machinery Act 1967 with effect from 1 June 2024, the OSHA and the OSH Regulations are the main governing laws with respect to matters relating to, amongst other, the registration and inspection of plants (including machinery and equipment).

Section 27C of the OSHA provides that no person shall install or cause to be installed any prescribed plant unless the person ensures that the plant has fulfilled all the requirements prescribed by the minister and has obtained the written approval from the Director General of Occupational Safety and Health. Section 27D(1) of the OSHA further provides that no person shall operate or cause or permit to be operated any plant that has been installed under Section 27C unless the plant has a certificate of fitness issued by an officer or licenced person. Any person who contravenes Section 27C or Section 27D(1) shall be guilty of an offence and shall on conviction, be liable to a fine not exceeding RM100,000 or to imprisonment for a term not exceeding one year or to both.

(C) LAWS AND REGULATIONS RELATING TO LABOUR PRACTICES**Immigration Act 1959/63 (“Immigration Act”)**

The Immigration Act is in relation to immigration, including the entry of foreign workers into Malaysia.

Any person who employs one or more persons, other than a citizen or a holder of an entry permit, who is not in possession of a valid pass to enter Malaysia shall be guilty of an offence and shall, on conviction, be liable to a fine of not less than RM10,000 but not more than RM50,000 or to imprisonment for a term not exceeding 12 months or to both for each of such employee.

A pass lawfully issued to any person shall cease to be a valid pass when any of its terms and conditions is contravened.

If it is proved to the satisfaction of the court that a person has at the same time employed more than five employees who are not in possession of a valid pass, that person shall on conviction be liable to imprisonment for a term of not less than six months but not more than five years and shall also be liable to whipping of not more than six strokes.

ANNEXURE A: GOVERNING LAWS AND REGULATIONS (Cont'd)

Where the offender is a body corporate, any person who at the time the offence was committed, was a member of the board of directors, a manager, a secretary or a person holding an office or a position similar to that of a manager or secretary of the body corporate, shall be guilty of that offence and shall be liable to the same punishment as mentioned above.

(D) LAWS AND REGULATIONS RELATING TO SOCIAL WELFARE**(1) OSHA**

Apart from as stipulated in paragraph (B)(iv) above, the OSHA also 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 activities of persons at work and for matters connected therewith.

Employers must, as far as is practicable, ensure the safety, health and welfare to work of all their employees and this duty extends to include, without limitation, the following:

- (a) providing and maintaining the plants and systems of work that are, so far as is practicable, safe and without risks to health;
- (b) making 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 plants and substances;
- (c) providing information, instruction, training and supervision as is necessary to ensure, so far as is practicable, the safety and health at work of his employees;
- (d) maintaining any place of work under the control of the employer, in a condition that is safe and without risks to health and providing and maintaining the means of access to and egress from it that are safe and without such risks;
- (e) providing and maintaining a working environment for his employees that is, so far as is practicable, safe, without risks to health, and adequate as regards to facilities for their welfare at work;
- (f) developing and implementing procedures for dealing with emergencies that may arise while his employees are at work.

Failure to comply with the above constitutes an offence and shall, on conviction, be liable to a fine not exceeding RM500,000 or to imprisonment for a term not exceeding two years, or to both.

(2) 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")

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:

ANNEXURE A: GOVERNING LAWS AND REGULATIONS (Cont'd)

- (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;
- (b) the employer shall within 30 days from the date an accommodation is occupied by his employee, inform the Director General of Labour of such occupation. Pursuant to Section 24(E)(2) of the EMSA, any employer who fails to notify the Director General of Labour of such occupation commits an offence and shall on conviction be liable to a fine not exceeding RM10,000;
- (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 be provided 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 Medical Officer of Health in accordance with the relevant laws and the employer shall, at his own expense, make arrangements as ordered by the Medical Officer of Health 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.

(E) LAWS AND REGULATIONS RELATING TO INTELLECTUAL PROPERTY**Trademarks Act 2019 ("TMA 2019")**

The TMA 2019 provides for the registration of trademarks in relation to goods and services and to implement the relevant treaties and for other connected matters therewith. A trademark is defined under Section 3 of the TMA 2019 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.

ANNEXURE A: GOVERNING LAWS AND REGULATIONS (Cont'd)

A registered trademark shall be a property right obtained by the registration of trademark under the TMA 2019 and a registered proprietor of the trademark has the rights and remedies provided under the TMA 2019. The registration of a trademark shall be for a period of 10 years from the date of registration and may be renewed for a further period of 10 years in accordance with the TMA 2019.

2. SINGAPORE**(A) LAWS AND REGULATIONS RELATING TO OUR BUSINESS****(1) Road Traffic Act 1961 ("RTA")**

The RTA provides for the regulation of road traffic and the use of vehicles.

(a) Public service vehicle licenses

Section 101(1) of the RTA provides that, generally, a person must not use a motor vehicle as a public service vehicle unless there is a valid license issued under the RTA in respect of such vehicle authorising such use. Section 101(1) of the RTA also provides that the use of such vehicle must be in accordance with the license and conditions attached to the license. The Second Schedule of the RTA includes as a public service vehicle an "omnibus", being a bus that is used on a scheduled transport service and in which passengers are charged separate and distinct fares.

A public service vehicle license will not be issued in respect of any vehicle which does not comply with prescribed conditions as to construction, fitness, equipment or otherwise. The LTA may at any time modify the conditions of a public service vehicle license subject to requisite notice having been given to the license holder.

Any person who contravenes Section 101(1) of the RTA shall be guilty of an offence and shall be liable on conviction to a fine not exceeding SGD3,000 or to imprisonment for a term not exceeding six months or to both.

The Road Traffic (Public Service Vehicles) Rules ("**PSV Rules**"), a subsidiary legislation of the RTA, sets out further regulations relating to the licensing of public service vehicles. Under the PSV Rules, a public service vehicle license may be granted or renewed for such periods as the Registrar of Vehicles (which has been merged into the LTA), may determine. Public service vehicles may not be used for the operation of scheduled services from Singapore to destinations outside Singapore without the prior approval of the Registrar of Vehicles. In particular, omnibuses may only stop to take up or set down passengers at places prescribed by the Registrar of Vehicles, unless otherwise exempt from this requirement. A failure to comply with any provisions of the RTA or PSV Rules may result in a license being revoked, suspended or rejected for renewal.

ANNEXURE A: GOVERNING LAWS AND REGULATIONS (Cont'd)**(b) Drivers' vocational licenses**

Under Section 110(1) of the RTA, a person must not drive a public service vehicle on a road unless that person holds a vocational license granted under the RTA for those purposes. The Road Traffic (Vocational Licences for Bus Conductors and Drivers – Exemption) Order ("**Vocational Licenses Exemption**"), a subsidiary legislation of the RTA, exempts from this requirement any person who drives the Malaysia inter-state express bus service known as Bas Ekspres when holding a license under the laws of Malaysia that is equivalent to such a vocational license. The Vocational Licenses Exemption also exempts from the foregoing requirement of Section 110(1) of the RTA any person who drives a bus that is registered under the laws of Malaysia, the subject of an omnibus license granted under the RTA, and used to provide a passenger transport service for journeys between Johor and Singapore.

(c) ASEAN PSV Permits

Under the Road Traffic (International Circulation) Rules ("**International Circulation Rules**"), a subsidiary legislation of the RTA, a person who wishes to keep or use, in Singapore, a public service vehicle in respect of which a valid license or permit for its use has been issued under the law of an ASEAN member country ("**ASEAN PSV**") must hold an ASEAN PSV permit granted by the LTA. A failure to comply with the foregoing or with any condition to which a relevant ASEAN PSV permit is subject shall be an offence.

Any person who is guilty of an offence under the RTA or any rules enacted under the RTA shall, where no special penalty is provided, be liable in the case of a first offence to a fine not exceeding SGD1,000 or to imprisonment for a term not exceeding three months or to both and, in the case of a second or subsequent offence, to a fine not exceeding SGD2,000 or to imprisonment for a term not exceeding six months or to both.

(2) Bus Services Industry Act 2015 ("BSIA")

The BSIA aims to, amongst others, regulate the provision in Singapore of bus services, the operators of bus depots and bus interchanges, and the service standards that apply in the provision of bus services. Under Section 11(1) of the BSIA, other than the LTA or someone otherwise exempt from this requirement, a person must not operate a bus service unless that person is authorized to do so by a bus service license or subcontracted by the holder of a bus service license. A "bus service" refers to a service operated at predetermined timetables on a fixed route wholly or partly within Singapore, with two or more points within Singapore where the bus can stop for passengers to board and disembark.

The BSIA does not require a bus service license if a person does not operate any bus services that has been deemed by the LTA to have two or more points within Singapore where the bus can stop for passengers to board and disembark.

ANNEXURE A: GOVERNING LAWS AND REGULATIONS (Cont'd)

A person who contravenes Section 11(1) of the BSAI shall be guilty of an offence and shall, where the number of bus services operated in contravention of Section 11(1) exceeds nine regular route services, be liable on conviction for a fine not exceeding SGD50,000 or imprisonment for a term not exceeding six months or both and, in the case of a continuing offence, for a further fine not exceeding SGD5,000 for every day or part of a day during which the offence continues after conviction. In any other case, a person who contravenes Section 11(1) of the BSAI shall be liable on conviction for a fine not exceeding SGD10,000 and, in the case of a continuing offence, for a further fine not exceeding SGD500 for every day or part of a day during which the offence continues after conviction.

(B) LAWS AND REGULATIONS RELATING TO LABOUR PRACTICES**(1) Employment Act 1968 (“EA”)**

The EA is the main legislation governing employment in Singapore and is administered by the Ministry of Manpower of Singapore (“**MOM**”). The EA covers every employee who is under a contract of service with an employer and includes a workman. A workman is defined under the EA as, amongst others:

- (a) any person, skilled or unskilled, who has entered into a contract of service with an employer in pursuance of which he is engaged in manual labour, including any apprentice; and
- (b) any person employed partly for manual labour and partly for the purpose of supervising in person any workman in and throughout the performance of his work.

Core provisions of the EA (such as public holiday and sick leave entitlements, minimum days of annual leave, payment of salary and allowable deductions and release for wrongful dismissal) cover all employees, including persons employed in a managerial or executive position, except statutory board employees or civil servants, domestic workers, seafarers and those who are covered separately.

In addition to the core provisions, Part IV of the EA contains provisions relating to, amongst others, working hours, overtime, rest days, payment of retrenchment benefit, priority of retirement benefit, annual wage supplements and other conditions of work or service. However, Part IV only applies to:

- (a) workmen earning basic monthly salaries of not more than SGD4,500; and
- (b) employees (excluding workmen and persons employed in a managerial or executive positions) earning basic monthly salaries of not more than SGD2,600.

An employer who breaches any provision of Part IV of the Employment Act is guilty of an offence and is liable on the first offense for a fine not exceeding SGD5,000, and liable on the second or subsequent offense for a fine not exceeding SGD10,000 or imprisonment for a term not exceeding 12 months or both.

(2) Employment of Foreign Manpower Act 1990 (“EFMA”)

The EFMA governs the employment of foreign employees in Singapore, which is regulated by the MOM. The EFMA prescribes the responsibilities and obligations of employers of foreign employees in Singapore.

ANNEXURE A: GOVERNING LAWS AND REGULATIONS (Cont'd)

The EFMA provides that no person shall employ a foreign employee unless the foreign employee has obtained a valid work pass from the MOM in accordance with the Employment of Foreign Manpower (Work Passes) Regulations 2012, which allows the foreign employee to work for him. Any person who fails to comply with this provision of the EFMA will be guilty of an offense and will be liable in the case of a first offense for a fine not less than SGD5,000 and not more than SGD30,000 or to imprisonment for a term not exceeding 12 months or to both; and be liable on a second or subsequent offense:

- (a) in the case of an individual, for a fine of not less than SGD10,000 and not more than SGD30,000 and imprisonment for a term of not less than one month and not more than 12 months; or
- (b) in any other case, for a fine of not less than SGD20,000 and not more than SGD60,000.

In Singapore, the work pass to be issued to a foreigner depends on, among other things, the type of work and salary being received by the foreigner in question. Unless otherwise approved, a work pass for a foreign employee is valid only in respect of the employer and the foreign employee specified in the work pass, as well as the trade, sector, occupation or type of employment specified in the work pass or submitted in connection with the application for the work pass.

(C) LAWS AND REGULATIONS RELATING TO WORKPLACE SAFETY**(1) Workplace Safety and Health Act 2006 ("WSHA")**

The WSHA provides that every employer has the duty to take, so far as is reasonably practicable, such measures as are necessary to ensure the safety and health of its employees and of others who may be affected by any undertaking carried on by the employer in the workplace as well as, where the work is carried out under the direction of the employer, the employer's contractors and subcontractors and employees of its contractors and subcontractors at work.

Such measures include, amongst others, providing and maintaining a work environment that is safe, that is without risk to health, that has adequate facilities and arrangements for welfare at work, and where there are procedures implemented for dealing with emergencies that may arise at work.

Any person who breaches his duty under the WSHA is guilty of an offense and may be liable on conviction, in the case of a body corporate, to a fine not exceeding SGD500,000. If the contravention continues after the conviction, the body corporate shall be guilty of a further offense and will be liable to a fine not exceeding SGD5,000 for every day or part thereof during which the offense continues after conviction. For repeat offenders, where a body corporate has on at least one previous occasion been convicted of an offense under the WSHA that caused death and is subsequently convicted of the same offense that causes the death of another person, the court may, in addition to any imprisonment, punish the body corporate with a fine not exceeding SGD1 million and, in the case of a continuing offense, with a further fine not exceeding SGD5,000 for every day or part of a day during which the offense continues after conviction.

ANNEXURE A: GOVERNING LAWS AND REGULATIONS (Cont'd)

Further, the Commissioner for Workplace Safety and Health (“CWSH”) may serve a remedial order or a stop-work order in respect of a workplace if the CWSH is satisfied, amongst others, that the condition of the workplace would not allow any of the work or processes carried on in the workplace to be carried on with due regard to the safety, health and welfare of persons at work. A remedial order will direct the person served with the order to take measures, to the satisfaction of the CWSH, to, amongst others, remedy any danger so as to enable the work or process in the workplace to be carried out with due regard to the safety, health and welfare of the persons at work. A stop-work order will direct the person served with the order to immediately cease to carry on any work or process indefinitely or until such measures as are required by the CWSH have been taken.

Pursuant to the Workplace Safety and Health (Risk Management) Regulations, an employer in a workplace is supposed to, amongst others, conduct a risk assessment on the safety and health risks posed to any person who may be affected by the employer’s undertaking in the workplace, take all reasonably practicable steps to eliminate or minimize foreseeable risks, implement measures or safety procedures to address the risks, and inform workers of the same. Any employer who fails to comply with these requirements is guilty of an offense and is liable on conviction for a first offense for a fine not exceeding SGD10,000 and is liable on conviction for a second or subsequent offence for a fine not exceeding SGD20,000 or imprisonment for a term not exceeding six months or both.

(2) Work Injury Compensation Act 2019 (“WICA”)

The WICA provides for, amongst others, the payment of compensation to employees for injury arising out of and in the course of their employment.

The WICA applies to all employees who are engaged under a contract of service or apprenticeship with an employer regardless of their level of earnings and regardless of whether they are local or foreign employees. The WICA provides that if an employee dies or sustains injuries in a work-related accident or contracts occupational diseases in the course of the employment, the employer shall be liable to pay compensation in accordance with the provisions of the WICA. An injured employee is entitled to claim medical leave wages, medical expenses and lump sum compensation for permanent incapacity or death, subject to certain limits stipulated in the WICA.

In addition, under the WICA, every employer is required to insure and maintain insurance under approved policies with an insurer against all liabilities which may incur under the provisions of the WICA in respect of all employees employed by him, unless specifically exempted. Further, every employer is required to maintain work injury compensation insurance for all employees engaged in manual work labour regardless of their salary level, as well as all employees doing non-manual work who earn SGD2,600 or less a month. Failure to provide adequate insurance is an offense carrying a fine of up to SGD10,000 or imprisonment for a term of up to 12 months, or both, or if the employer is a repeat offender, a fine of up to SGD20,000 or imprisonment for a term of up to 12 months, or both.

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS

We have various licences, permits and approvals for our operations in Malaysia and Singapore. Details of our major licences, permits and approvals for our operations as at the LPD together with the salient conditions are as follows:

Malaysia**(a) Operational licences and permits**

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
1.	HI Mobility	Business licence granted to HI Mobility at Level 16, Menara Southpoint, Medan Syed Putra, Mid Valley City, 59200 Kuala Lumpur, Wilayah Persekutuan for office use.	Dewan Bandaraya Kuala Lumpur	File no.: DBKL.JPPP/03164/10/2024/KM01	25 October 2024 to 24 October 2025	Nil	N/A
2.	HI Mobility	Business and advertisement licence granted to HI Mobility at the HQ for office use.	MBJB	Account no.: L2024LI061808	30 December 2024 to 29 December 2025	Nil	N/A
3.	Handal Indah	Business and advertisement licence granted to Handal Indah at the HQ for public bus services.	MBJB	Account no.: L2009LI01537	1 January 2025 to 31 December 2025	Nil	N/A
4.	Handal Indah	Business and advertisement licence granted to Handal Indah at the HQ for operating a vehicle workshop.	MBJB	Account no.: L2022LI05797	1 January 2025 to 31 December 2025	Nil	N/A

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS (Cont'd)

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
5.	Handal Indah	Business licence granted to Handal Indah at the EV Bus Depot for bus storage.	MBJB	Account no.: L2012LI00758	1 January 2025 to 31 December 2025	Nil	N/A
6.	Handal Indah	Business and advertisement licence granted to Handal Indah at the EV Bus Depot for diesel storage.	MBJB	Account no.: L2011LI01872	1 January 2025 to 31 December 2025	Nil	N/A
7.	Handal Indah	Business and advertisement licence granted to Handal Indah at the Bika Bus Depot for diesel storage.	MBJB	Account no.: L2025LI062469	16 January 2025 to 30 June 2026	Nil	N/A
8.	Handal Indah	Operator licence for stage bus services issued to Handal Indah pursuant to the LPTA.	APAD	Licence no.: 199401001789 (BB) Reference no.: LP 059282	11 May 2023 to 19 July 2026	(a) Section 70(1) of the LPTA provides that a licenced operator shall obtain the approval of the Director General of Land Public Transport before participating in the business or agreement that would cause a change in the equity structure or change in the board of directors.	Complied
						(b) Section 72(3)(a) of the LPTA provides that a licenced operator shall inform the Director General of Land	Complied

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS (Cont'd)

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
						Public Transport of any change in control of the licenced operator.	
9.	Handal Indah	Service permit issued to Handal Indah certifies the permissible routes for stage bus services.	APAD	Licence no.: 199401001789 (BB) Reference no.: PP 037773	N/A	Nil	N/A
10.	Handal Indah	Operator licence for express bus services issued to Handal Indah pursuant to the LPTA.	APAD	Licence no.: 199401001789 (BE) Reference no.: LP 030793	16 May 2022 to 19 July 2025	(a) Section 70(1) of the LPTA provides that a licenced operator shall obtain the approval of the Director General of Land Public Transport before participating in the business or agreement that would cause a change in the equity structure or change in the board of directors. (b) Section 72(3)(a) of the LPTA provides that a licenced operator shall inform the Director General of Land Public Transport of any change in control	Complied Complied

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS (Cont'd)

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
						of the licenced operator.	
11.	Handal Indah	Service permit issued to Handal Indah certifies the permissible routes for express bus services.	APAD	Licence no.: 199401001789 (BE) Reference no.: PP 024001	N/A	Nil	N/A
12.	Handal Indah	Operator licence for employee bus services issued to Handal Indah pursuant to the LPTA.	APAD	Licence no.: 199401001789 (BJ) Reference no.: LP 031833	24 July 2022 to 9 October 2025	(a) Section 70(1) of the LPTA provides that a licenced operator shall obtain the approval of the Director General of Land Public Transport before participating in the business or agreement that would cause a change in the equity structure or change in the board of directors. (b) Section 72(3)(a) of the LPTA provides that a licenced operator shall inform the Director General of Land Public Transport of any change in control of the licenced operator.	Complied Complied

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS (Cont'd)

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
13.	Handal Indah	Service permit issued to Handal Indah certifies the permissible routes for employee bus services.	APAD	Licence no.: 199401001789 (BJ) Reference no.: PP 020104	N/A	Nil	N/A
14.	Handal Indah	Operator licence for feeder bus services issued to Handal Indah pursuant to the LPTA.	APAD	Licence no.: 199401001789 (BF) Reference no.: LP 059402	11 May 2023 to 19 July 2026	(a) Section 70(1) of the LPTA provides that a licenced operator shall obtain the approval of the Director General of Land Public Transport before participating in the business or agreement that would cause a change in the equity structure or change in the board of directors. (b) Section 72(3)(a) of the LPTA provides that a licenced operator shall inform the Director General of Land Public Transport of any change in control of the licenced operator.	Complied Complied

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS (Cont'd)

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
15.	Handal Indah	Service permit issued to Handal Indah certifies the permissible routes for feeder bus services.	APAD	Licence no.: 199401001789 (BF) Reference no.: PP 010537	N/A	Nil	N/A
16.	Handal Indah	Certificate for the registration of an engineering workshop (Category A) certifies that Handal Indah has registered with the automotive engineering division of JPJ for the purposes of constructing new vehicle bodies, repairing and making technical modifications to all types of buses, vans, trucks and tankers only at the HQ.	JPJ	Reference no.: JPJ.BKA.600-6/5/4 Jld 50(24)	14 February 2023 to 13 February 2025 ⁽¹⁾	Nil	N/A
17.	Handal Indah	Scheduled controlled articles permit granted to Handal Indah to purchase and store 72,000 litres of diesel (Euro 5) only at the EV Bus Depot.	Ministry of Domestic Trade and Cost of Living	Permit No.: PBKB/2024/B/J- 000941	28 October 2024 to 27 October 2027	Nil	N/A

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS (Cont'd)

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
18.	Handal Indah	Certificate of registration certifies that Handal Indah has been registered with the MOF under the supply/service sector, field, and sub-field, including, but not limited to, transportation, maintenance services, and other ancillary services.	MOF	Certificate no.: K63344996494011 137 Reference no.: 357-02142009	14 November 2024 to 20 November 2027	Nil	N/A

Note:

- (1) *The renewal application was submitted on 16 January 2025, and we expect to obtain the renewed certificate by March 2025. Our Group uses this certificate to carry out technical modifications on our buses. However, since technical modifications to our buses are not performed frequently, we do not anticipate the need for any in the first quarter of 2025.*

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS (Cont'd)

(b) Licence for public or private installation

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
1.	Handal Indah	Licence for public installation granted to Handal Indah pursuant to the Electricity Supply Act 1990 to use, work and operate a solar photovoltaic system and its associated installation at the HQ for self-consumption and supplying the excess energy to the grid through net offset virtual aggregations (" NOVA ") under the NOVA contract.	Energy Commission	Licence No.: LA 12/1/14/1413 (PV-NOVA)	22 April 2024 to 21 April 2034	(a) Handal Indah shall not assign, transfer, sublet or otherwise dispose of its rights, duties, liabilities, obligations and privileges or part thereof under the licence including its conditions except with the prior written consent of the Energy Commission. (b) The licence shall not be transferred, charged, pledged or otherwise encumbered without the prior written consent of the Energy Commission. (c) The creation of any charge, mortgage, pledge, lien or other security over the land used for the solar photovoltaic system and any associated facilities are prohibited unless with the prior written consent of the Energy Commission.	Complied Complied Complied

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS (Cont'd)

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
2.	Handal Indah	Licence for public installation granted to Handal Indah pursuant to the Electricity Supply Act 1990 to use, work or operate an electric vehicle charging system ("EVCS") at the HQ for the supply of electricity to consumers.	Energy Commission	Licence No.: LA 12/1/16/1183 (D-EVCS)	27 November 2024 to 26 November 2034	Handal Indah shall not assign, transfer, sublet or otherwise dispose of its rights, duties, liabilities, obligations and privileges or part thereof under the terms and conditions of the licence except with the prior written consent of the Ministry of Energy Transition and Water Transformation.	Complied
3.	Handal Indah	Licence for public installation granted to Handal Indah pursuant to the Electricity Supply Act 1990 to use, work or operate an EVCS at the EV Bus Depot for the supply of electricity to consumers.	Energy Commission	Licence No.: LA 12/1/16/703 (D-EVCS)	18 June 2024 to 17 June 2034		Complied
4.	Handal Indah	Licence for public installation granted to Handal Indah pursuant to the Electricity Supply Act 1990 to use, work or operate an EVCS at the EV Bus Depot for the supply of electricity to consumers.	Energy Commission	Licence No.: LA 12/1/16/761 (D-EVCS)	12 July 2024 to 11 July 2034		Complied

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS *(Cont'd)*

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
5.	Handal Indah	Licence for public installation granted to Handal Indah pursuant to the Electricity Supply Act 1990 to use, work or operate an EVCS at the EV Bus Depot for the supply of electricity to consumers.	Energy Commission	Licence No.: LA 12/1/16/686 (D-EVCS)	12 July 2024 to 11 July 2034		Complied
6.	Handal Indah	Licence for public installation granted to Handal Indah pursuant to the Electricity Supply Act 1990 to use, work or operate an EVCS at the EV Bus Depot for the supply of electricity to consumers.	Energy Commission	Licence No.: LA 12/1/16/718 (D-EVCS)	12 July 2024 to 11 July 2034		Complied

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS (Cont'd)

(c) Certification in relation to machinery

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period	Major conditions imposed	Status of compliance
1.	Handal Indah	Certificate of fitness issued to Handal Indah for an overhead travelling crane bearing the following details: Manufacturer : Seratech Systems (M) Sdn Bhd Manufacturer No. : G:P2638/1021/2581/23 H: NWHS213851 Name of Machine : Overhead travelling crane Location : HQ	DOSH	Certificate No.: PMA-JH/ A24-263486 Registration No.: JH PMA 93932	11 November 2024 to 27 January 2026	N/A	N/A
2.	Handal Indah	Certificate of fitness issued to Handal Indah for a 500 litre vertical air receiver tank (B) bearing the following details: Manufacturer : Dancomair Engineering Sdn Bhd Manufacturer No. : 23V05000069 Name of Machine : 500 litre vertical air receiver tank (B) Location : HQ	DOSH	Certificate No.: PMT-JH/A24-265446 Registration No.: JH PMT 154607	27 November 2024 to 10 February 2026	N/A	N/A

ANNEXURE B: OUR MAJOR LICENCES, PERMITS AND APPROVALS (Cont'd)

Singapore

(a) Operational licences and permits

No.	Company	Description of licences / permits / approvals	Approving authority / Issuer	Licence / Permit / Account / Reference no.	Validity period ⁽¹⁾	Major conditions imposed	Status of compliance
1.	Handal Indah	Approval granted for Handal Indah to operate cross-border bus services at the approved routes, with, amongst other prescribed details, designated stopping places, operating hours and bus fleet details ("Approved Details 1").	LTA	Various	The validity period of the existing approvals varies from bus to bus, with the earliest and latest expiry dates of such validity periods being 1 July 2025 and 28 February 2026 respectively.	If Handal Indah wishes to make any changes to the Approved Details 1, Handal Indah is required to submit an application to LTA to amend the existing approvals, following which, at LTA's discretion, new approvals reflecting these amendments will be issued by LTA.	Complied
2.	Handal Indah	Approval granted for Handal Indah to operate 2 new intercity express bus services at the approved routes, with, amongst other prescribed details, designated stopping places, operating hours and approved buses ("Approved Details 2").	LTA	Various	The validity period of the existing approvals commenced on 1 March 2024 and will expire on 31 March 2025.	If Handal Indah wishes to make any changes to the Approved Details 2, Handal Indah is required to submit an application to LTA to amend the existing approvals, following which, at LTA's discretion, new approvals reflecting these amendments will be issued by LTA.	Complied

Note:

- (1) We will submit the renewal applications for these licences before they expire and expect to receive the renewed licences prior to their expiry dates. Our Group has not experienced any difficulties in renewing these licences in the past and we do not anticipate any major difficulties in the renewal of these licences within the respective validity period which may impact our business operations.

ANNEXURE C: OUR INTELLECTUAL PROPERTY RIGHTS**1. REGISTERED TRADEMARKS AND TRADEMARK IN APPLICATION**

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

No.	Trademark	Registered owner / Applicant	Registration / Application no.	Issuing authority	Status / Expiry date / Application date	Class / Description of trademark
1.		Handal Indah (Registered owner)	(a) 09016602 (Class 43); and (b) 09016603 (Class 39)	MyIPO	Registered / 24 September 2029	43: Services for providing food and drink; temporary accommodation; all included in class 43. 39: Transport; packaging and storage of goods; travel arrangement; all included in class 39.
2.		Handal Indah (Registered owner)	2011055112 (Class 16)	MyIPO	Registered / 30 November 2031	16: Bus fare card or any paper products and plastic materials for packaging included in class 16.
3.		Handal Indah (Registered owner)	(a) 2011055113 (Class 35); (b) 2011055114 (Class 39); and (c) 2011055115 (Class 42)	MyIPO	Registered / 30 November 2031	35: Advertising, business marketing and management, office functions; all included in class 35. 39: Transportation service and travel arrangement; all included in class 39. 42: Scientific and technological services and research and design relating thereto and internet services; all included in class 42.

ANNEXURE C: OUR INTELLECTUAL PROPERTY RIGHTS (Cont'd)

No.	Trademark	Registered owner / Applicant	Registration / Application no.	Issuing authority	Status / Expiry date / Application date	Class / Description of trademark
4.		Handal Indah (Applicant)	(a) TM2024032427 (Class 35); (b) TM2024032428 (Class 36); (c) TM2024032429 (Class 37); and (d) TM2024032430 (Class 39)	MyIPO	Published / 18 October 2024 ⁽¹⁾	35: Direct advertising services; business inquiries; commercial information and advice for consumers in the choice of products and services; compiling indexes of information for commercial or advertising purposes; financial auditing; financial records management; financial statement preparation and analysis for businesses; marketing; modelling for advertising or sales promotion; online advertising on a computer network; provision of an online marketplace for buyers and sellers of goods and services; presentation of goods on communication media, for retail purposes; targeted marketing. 36: Advisory services relating to credit and debit control, investment, grants and financing of loans; bank card, credit card, debit card and electronic payment card services; credit and loan services; credit card, debit card and electronic cheque transaction processing services; e-wallet payment services; electronic payment services; online bill payment services; financial payment services; financial services and consultancy relating thereto; financial services in the field of

ANNEXURE C: OUR INTELLECTUAL PROPERTY RIGHTS (Cont'd)

No.	Trademark	Registered owner / Applicant	Registration / Application no.	Issuing authority	Status / Expiry date / Application date	Class / Description of trademark
						money lending; provision of funds for hire purchase and for leasing.
						37: Advisory services relating to motor vehicle repair services; maintenance and repair of motor vehicles; assembly installation of accessories for vehicles; assembly installation of parts for vehicles.
						39: Arranging of transportation; bus transportation services; logistics services consisting of the storage, transportation and delivery of goods; logistics services consisting of the transport, packaging, and storage of goods; supply chain logistics and reverse logistics services consisting of the storage, transportation and delivery of goods for others by air, rail, ship or lorry; transportation and delivery of goods, samples and merchandise of all kinds by road, rail and ship; transportation and storage services relating to storage logistics, distribution logistics and returns logistics; transportation logistics; transportation consulting; providing information in relation to transportation; supply chain logistics and reverse logistics services consisting of the storage, transportation and delivery of freight.

ANNEXURE C: OUR INTELLECTUAL PROPERTY RIGHTS (Cont'd)**Note:**

- (1) *Handal Indah has applied for the registration of the trademark on 18 October 2024. The trademark has subsequently been published on 13 February 2025 in the Intellectual Property Official Journal. Any person may, within two months after the date of the publication, give notice of opposition to the Registrar of Trademarks opposing the registration. In the event that no opposition is filed, or if any opposition is decided in favour of the applicant, the Registrar of Trademarks will proceed with the registration of the trademark. In the event the applications for registration of the trademark with MyIPO are unsuccessful, our Group does not anticipate any material impact on our business operations, as we may continue to use the trademark. However, our rights to the trademark will not be protected under the Trademarks Act 2019, and we may not be able to prevent misuse of the trademark or initiate infringement actions under the Trademarks Act 2019. Nonetheless, our Group may still enforce our rights to the trademark through common law, such as passing off actions.*

2. LICENSED TRADEMARKS AND COPYRIGHTS

By virtue of a promotional licence agreement dated 8 October 2018 (as amended and supplemented from time to time) (the “**Promotional Licence Agreement**”), Smiley APAC Limited (as licensor) has granted a non-exclusive promotional licence to Handal Indah to use the following Smiley Trademarks (as defined below) and the Smiley Copyrights (as defined below), where appropriate, on, amongst others, all buses operated and managed by Handal Indah, kiosks, promotional materials (such as banners, buntings and others) not for sale to customers, and websites in the territories of Malaysia and Singapore. The Promotional Licence Agreement will expire on 31 December 2026.

Smiley Trademarks	(a) “Smiley” name (b) “Smiley” logo as follows:  (c) “Smiley Winky” logo as follows: 
Smiley Copyrights	Style guides and copyrights under the label “SmileyWorld” which comprise of a few hundreds of variations of the Smiley logo

ANNEXURE C: OUR INTELLECTUAL PROPERTY RIGHTS *(Cont'd)*

In the event that either party fails or failed to observe its obligations under the Promotional Licence Agreement, the other party shall have the right to terminate the Promotional Licence Agreement, without prejudice to any other rights which it may have.

For information purposes, our Group is not dependent on the Smiley Trademarks and the Smiley Copyrights as we can rebrand our business with a different trademark in the event that the Promotional Licence Agreement is not renewed.

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ANNEXURE D: OUR MATERIAL PROPERTIES

1. Material properties owned by our Group

As at the LPD, our Group does not own any material properties.

2. Material properties leased by our Group

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

No.	Lessor / Lessee / Title details / Postal address	Description of property/ Existing use	Date of issuance of CF / CCC or equivalent	Land area / Built-up area (approximate)	Period of lease	Annual rental (RM)
1.	Lessor: Perbadanan Johor Lessee: Handal Indah Title details: GRN 531950, Lot 149065, Mukim Tebrau, District of Johor Bahru, State of Johor Postal address: No. 23, Jalan Firma 2, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor	Description: One three-storey office building (with a three-storey office building at the front of the office building and a two-storey office building at the back of the office building) and one open shed bus workshop building with guard house, EV bus charging stations, rest shelter and storage shed ⁽¹⁾ Existing use: HQ	14 September 2005 for the office building and bus workshop building Pending New CCC for the Extension Works and the HQ's Additional Structures ⁽²⁾	Land area: 0.7178 hectares Built-up area: 3,988.79 square metres	60 years commencing from 13 January 2003 until 12 January 2063 (with a remaining tenure of approximately 38 years)	N/A ⁽³⁾

ANNEXURE D: OUR MATERIAL PROPERTIES (Cont'd)

No.	Lessor / Lessee / Title details / Postal address	Description of property/ Existing use	Date of issuance of CF / CCC or equivalent	Land area / Built-up area (approximate)	Period of lease	Annual rental (RM)
2.	Lessor: Perbadanan Johor Lessee: Handal Indah Title details: H.S.(D) 493584, PTD 76070, Mukim Tebrau, District of Johor Bahru, State of Johor Postal address: PLO 297, Jalan Firma 2, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor	Description: Bus parking depot with guard house, diesel tank shed, EV bus charging stations and the Tenaga Nasional Berhad sub-station and consumer room ⁽⁴⁾ Existing use: EV Bus Depot	25 October 2024 for the Tenaga Nasional Berhad sub-station and consumer room	Land area: 1.5144 hectares Built-up area: 474.04 square metres	60 years commencing from 28 October 2003 until 27 October 2063 (with a remaining tenure of approximately 38 years)	N/A ⁽⁵⁾
3.	Lessor: Perbadanan Johor Lessee: Handal Indah Title details: H.S.(D) 281312, PTD 83701, Mukim Tebrau, District of Johor Bahru, State of Johor Postal address: PTD 83701, Jalan Firma 3/1, Kawasan Perindustrian Tebrau IV, 81100 Johor Bahru, Johor	Description: Bus parking depot with open shed workshop, guard house, office cabin, storage cabin, hardware room, toilet and prayer room ⁽¹⁾ Existing use: Mutiara ICE Bus Depot ⁽⁶⁾	N/A	Land area: 2.4585 hectares Built-up area: 2,130.75 square metres	60 years commencing from 1 February 2012 until 31 January 2072 (with a remaining tenure of approximately 47 years)	N/A ⁽⁷⁾

ANNEXURE D: OUR MATERIAL PROPERTIES (Cont'd)

Notes:

- (1) *Handal Indah obtained the temporary permits for the HQ's Additional Structures and Mutiara ICE Bus Depot's Structures on 4 December 2024.*
- (2) *Handal Indah is in the process of obtaining the New CCC for the Extension Works and HQ's Additional Structures. Please refer to Section 7.23 of this Prospectus for further details of this non-compliance and its rectification status.*
- (3) *Handal Indah acquired the lease of the HQ for a consideration amount of RM770,576.40 from Perbadanan Johor.*
- (4) *Handal Indah is in the process of obtaining the temporary permits for the EV Bus Depot's Structures. Please refer to Section 7.23 of this Prospectus for further details of this non-compliance and its rectification status.*
- (5) *Handal Indah acquired the lease of the EV Bus Depot for a consideration amount of RM1,630,015.20 from Perbadanan Johor.*
- (6) *The current use of the Mutiara ICE Bus Depot does not comply with the land use category and express condition set out in the issue document of title held under H.S.(D) 281312, PTD 83701, Mukim Tebrau, District of Johor Bahru, State of Johor. Please refer to Section 7.23 of this Prospectus for further details of this non-compliance and its rectification status.*
- (7) *Handal Indah acquired the lease of the Mutiara ICE Bus Depot for a consideration amount of RM2,646,270.00 from Perbadanan Johor.*

ANNEXURE D: OUR MATERIAL PROPERTIES (Cont'd)

3. Material property tenanted by our Group

As at the LPD, the material property tenanted by our Group is as follows:

No.	Landlord / Tenant / Postal address	Description of property / Existing use	Date of issuance of CF / CCC or equivalent	Land area / Built-up area (approximate)	Period of tenancy	Annual rental (RM)
1.	Landlord: PAJ Tenant: Handal Indah Postal address: PLO 285, Jalan Firma 3, Taman Perindustrian Tebrau IV, 81100 Johor Bahru, Johor	Description: Bus parking depot with guard house, storage container, bus washing bay, water tank, toilet and unused diesel tank shed ⁽¹⁾ Existing use: Bika Bus Depot	N/A	Land area: 1.622 hectares Built-up area: 2,035.10 square metres	3 years commencing from 1 January 2025 until 31 December 2027 (with a remaining tenure of approximately 3 years)	RM312,000.00

Note:

(1) Handal Indah obtained the temporary permit for the Bika Bus Depot's Structures on 4 December 2024.

ANNEXURE E: BY-LAWS OF THE ESOS**HI MOBILITY BERHAD****BY-LAWS OF THE EMPLOYEES' SHARE OPTION SCHEME****PART I****1. NAME OF THE SCHEME**

This Scheme (as defined herein) shall be called the "HI Mobility's Employees' Share Option Scheme".

2. OBJECTIVES OF SCHEME

2.1 The objectives of the ESOS (as defined herein) are as follows:

- (a) To recognise and reward the Eligible Persons (as defined herein) by giving recognition to their contributions and services that are considered vital to the operations as well as sustained growth and profitability of the Group (as defined herein).
- (b) To retain, motivate and reward the Eligible Persons by allowing them to participate in the profitability of the Group and eventually realise capital gains arising from any appreciation in the value of the Shares (as defined herein).
- (c) To make the employees' remuneration scheme of the Group more competitive to attract more skilled and experienced individuals to join the Group and contribute to its continued growth and profitability.

2.2 In addition to the objectives set out in By-Law 2.1 above, the objective of the Scheme is to recognise the contributions and efforts made by the non-executive Directors (as defined herein) as they play a constructive role in contributing towards the growth and performance of the Group. Their participation in the equity of the Company is expected to enhance their level of commitment and contribution as well as enable the Company to attract and retain capable individuals to act as non-executive Directors of the Company who will assist in the overall strategic decisions of the Group.

3. DEFINITIONS AND INTERPRETATION

3.1 In these By-Laws, unless the context otherwise requires, the following terms and expressions shall have the following meanings:

Act	The Companies Act 2016 as amended from time to time including all regulations made thereunder and any re-enactment thereof
Award Date	The date of the letter or e-mail by which an ESOS Offer is offered by the Nomination and Remuneration Committee to the Eligible Persons to participate in the Scheme
Board	The Board of Directors for the time being of HI Mobility
Bursa Depository	Bursa Malaysia Depository Sdn Bhd
Bursa Securities	Bursa Malaysia Securities Berhad

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

By-Laws	The rules, terms and conditions of the Scheme (as may be modified, varied and/or amended from time to time in accordance with By-Law 24)
CDS	Central Depository System
CDS Account	An account established by Bursa Depository for the recording of deposits and withdrawal of securities and for dealings in such securities by a depositor
Company or HI Mobility	HI Mobility Berhad (Registration No. 202401023591 (1569440-A))
Constitution	The Company's constitution, as amended from time to time
Date of Expiry	Last day of the Duration of the Scheme as defined in By-Law 22.1
Director(s)	A natural person who holds a directorship within the Group for the time being, and has the meaning given in Section 2(1) of the Capital Markets and Services Act 2007 including non-executive directors
Disciplinary Proceedings	Proceedings instituted by any company within the HI Mobility Group against an Employee for any alleged misbehaviour, misconduct and/or any other act of the Employee deemed to be unacceptable by that company in the course of that Employee's employment, whether or not such proceedings may give rise to a dismissal or termination of the contract of service of such Employee
Duration of the Scheme	The duration of the Scheme as defined in By-Law 22 and includes any extension of the duration
Effective Date	The date on which the Scheme comes into force as provided in By-Law 22.1
EGM	Extraordinary General Meeting
Eligible Person(s)	Collectively, the eligible Employee(s) and/or Director(s) who fulfil(s) the eligibility criteria for participation in the Scheme as set out in By-Law 5
Employee	A natural person who has attained the age of 18 years and is employed by, and is on the payroll of, any company in the Group and whose employment has been confirmed in writing and falls within any other eligibility criteria that may be determined by the Nomination and Remuneration Committee from time to time at its discretion
Entitlement Date	The date as at the close of business on which the names of shareholders must appear in HI Mobility's Record of Depositors and/or Register of Members in order to be entitled to any dividends, rights, allotments and/or other distributions

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

ESOS Offer(s)	An award of ESOS Options made in writing by the Nomination and Remuneration Committee from time to time to an Eligible Person to participate in the ESOS in the manner provided in By-Law 7
ESOS Option(s) or Option(s)	The right of a Grantee to subscribe for Shares at the Exercise Price pursuant to an ESOS Offer duly accepted by the Grantee in the manner provided in By-Law 8
ESOS or Scheme	The HI Mobility's Employees' Share Option Scheme, as may be modified or altered from time to time
Exercise Price	The price at which a Grantee shall be entitled to subscribe for each new Share from the Company upon the exercise of the ESOS Options, as initially determined and as may be adjusted pursuant thereto in accordance with the provisions of By-Law 10
Grantee	Any Eligible Person who has accepted an ESOS Offer in the manner provided in By-Law 8
Group or HI Mobility Group	Collectively, the Company and its subsidiary(ies) as defined in Section 4 of the Act, which are not dormant. Subject to the foregoing, subsidiaries include subsidiaries which are existing as at the Effective Date and subsidiaries which are incorporated or acquired at any time during the Duration of the Scheme but exclude subsidiaries which have been divested in the manner provided in By-Law 20
Listing Requirements	Main Market Listing Requirements of Bursa Securities
Market Day	A day on which Bursa Securities is open for trading of securities
Maximum Allowable Allocation	The maximum number of new Shares that can be offered to an Eligible Person in accordance with By-Law 6
Nomination and Remuneration Committee	The committee appointed by the Board to administer the ESOS in accordance with By-Law 25, comprising such number of Directors and/or other persons appointed/identified from time to time by the Board
Offer Period	The period during which an ESOS Offer shall remain valid in the manner provided in By-Law 7.4
Option Certificate	The certificate issued by the Nomination and Remuneration Committee confirming the grant of the Option to the Grantee and the Exercise Price together with the number of Shares comprised in the ESOS Option
Option Period	The period commencing from the Effective Date to a date not exceeding ten (10) years as stipulated by the Nomination and Remuneration Committee in the ESOS Offer or upon the date of termination or expiry

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

	of the ESOS as provided in By-Laws 14 or 22 respectively
Persons Connected	Shall have the same meaning given in relation to persons connected with a Director or persons connected with a major shareholder as defined in Paragraph 1.01 of the Listing Requirements
Principal Adviser	A corporate finance adviser licensed to make submissions to the SC for corporate proposals
Rules of Bursa Depository	The rules of Bursa Depository, as issued pursuant to SICDA
SC	Securities Commission Malaysia
Shares	Ordinary shares in the relevant ordinary share capital of the Company from time to time
SICDA	Securities Industry (Central Depositories) Act 1991, as amended from time to time
Vesting Conditions	The conditions determined by the Nomination and Remuneration Committee and stipulated in the ESOS Offer which must be fulfilled for the Options under an ESOS to be vested in a Grantee
- 3.2 Headings are for ease of reference only and do not affect the meaning of a By-Law.
- 3.3 Any reference to a statutory provision or an applicable law shall include a reference to:
- (a) any and all subsidiary legislation made from time to time under that provision or law;
 - (b) any and all Listing Requirements, policies and/or guidelines of Bursa Securities and/or Bank Negara Malaysia and/or the SC (in each case, whether or not having the force of law but, if not having the force of law, the compliance with which is in accordance with the reasonable commercial practice of persons to whom such requirements, policies and/or guidelines are addressed by Bursa Securities and/or Bank Negara Malaysia and/or the SC);
 - (c) that provision as from time to time modified or re-enacted, whether before or after the date of these By-Laws, so far as such modification or re-enactment applies or is capable of applying to ESOS Offer made, offered and/or accepted within the Duration of the Scheme; and
 - (d) any past statutory provision (as from time to time modified or re-enacted) which such provision has directly or indirectly replaced.
- 3.4 Words importing the masculine gender shall include the feminine and neuter genders.
- 3.5 Words importing the singular number shall include the plural number and *vice versa*.
- 3.6 If an event is to occur on a stipulated day which is not a Market Day, then the stipulated day will be taken to be the first Market Day after that day; and if an event is to occur on a stipulated day which falls after the Date of Expiry, then the stipulated day shall be taken to be the last Market Day of the Duration of the Scheme.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- 3.7 Any liberty or power or discretion which may be exercised, and/or any decision or determination which may be made, under these By-Laws:
- (a) by the Board may be exercised in the Board's sole and absolute discretion and the Board shall not be under any obligation to give any reasons therefor; and
 - (b) by the Nomination and Remuneration Committee may be exercised in the Nomination and Remuneration Committee's sole and absolute discretion and the Nomination and Remuneration Committee shall not be under any obligation to give any reason therefor, but subject always to the Board's power to overrule any decision of the Nomination and Remuneration Committee.
- 3.8 In the event of any change in the name of the Company from its present name, all reference to "HI Mobility Berhad" in these By-Laws and all other documents pertaining to the Scheme shall be deemed to be references to the Company's new name.

PART II

4. MAXIMUM NUMBER OF SHARES AVAILABLE UNDER THE SCHEME

- 4.1 The aggregate maximum number of Shares which may be made available under the Scheme shall not in aggregate exceed 10% of the total number of issued Shares of the Company (excluding treasury shares, if any) at any point of time during the Duration of the Scheme as provided in By-Law 22.1.
- 4.2 Notwithstanding By-Law 4.1 above nor any other provision herein contained, in the event the maximum number of Shares granted under the Scheme exceeds in aggregate 10% of the total number of issued shares of the Company (excluding treasury shares, if any) as a result of the Company purchasing its own Shares pursuant to Section 127 of the Act or the Company undertaking any corporate proposal and thereby diminishing the issued shares of the Company (excluding treasury shares, if any), then such ESOS Options granted prior to the adjustment of the number of issued shares of the Company (excluding treasury shares, if any) shall remain valid and exercisable in accordance with these By-Laws. However, in such a situation, the Nomination and Remuneration Committee shall not make any further ESOS Offer unless the total number of Shares to be issued under the Scheme falls below 10% of the total number of issued shares of the Company (excluding treasury shares, if any) at any point of time during the Duration of the Scheme as provided in By-Law 22.1 after such adjustment.
- 4.3 The Company shall during the Duration of the Scheme use its reasonable effort to make available sufficient unissued Shares in the capital of the Company to satisfy all outstanding ESOS Options which may be exercisable in accordance with the Scheme.

5. ELIGIBILITY

- 5.1 Only Eligible Persons who fulfil the following conditions on the date on which an ESOS Offer is made in writing by the Nomination and Remuneration Committee to such persons to participate in the Scheme shall be eligible to participate in the Scheme:
- (a) In respect of an Employee, the Employee who fulfil the following criteria as at the Award Date:
 - (i) he/she has attained 18 years of age and he/she is not an undischarged bankrupt or subject to any bankruptcy proceedings;
 - (ii) he/she is employed on the Award Date and he/she is employed –

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (1) on a full time basis and is on the payroll of any company within the Group and his/her employment has been confirmed by any company within the Group; or
 - (2) serving in a specific designation under an employment contract with any company of the Group for a continuous fixed duration of at least one year (which shall include any probation period) and may, if the Nomination and Remuneration Committee deems fit, to include contract staff hired for a period of one year or more for any purposes or specific requirements of the Group; and
 - (iii) such Employee falls within any other eligibility criteria (including variations to the eligibility criteria under By-Law 5.1(a)(i) or (ii) above) that may be determined by the Nomination and Remuneration Committee from time to time at its sole discretion, whose decision shall be final and binding.
- (b) In respect of a Director, the Director who fulfil the following criteria as at the Award Date:
 - (i) he/she has attained 18 years of age and he/she is not an undischarged bankrupt or subject to any bankruptcy proceedings;
 - (ii) he/she has been appointed as a Director of the Company or any other company within the Group; and
 - (iii) he/she falls within any other eligibility criteria (including variations to the eligibility criteria under By-Laws 5.1(b)(i) and 5.1(b)(ii) above) that may be determined by the Nomination and Remuneration Committee from time to time at its sole discretion, whose decision shall be final and binding.
- (c) In respect of an Eligible Person who is a Director, chief executive officer, major shareholder of the Company or a person connected with a Director, chief executive officer or major shareholder, the ESOS Offer and the specific allocation of ESOS Options granted under the Scheme must have been approved by the shareholders of the Company at a general meeting, and they shall not vote on the resolution approving their respective offer, allocation and allotment.
- (d) If the Eligible Person is employed by a company which is acquired by the Group during the Duration of the Scheme and becomes a subsidiary whether directly or indirectly held by the Company upon such acquisition, he/she must fulfil the following as at the Award Date:
 - (i) he/she has attained 18 years of age and he/she is not an undischarged bankrupt or subject to any bankruptcy proceedings;
 - (ii) he/she is employed full time basis and on the payroll of the newly acquired company and his/her employment has been confirmed by the newly acquired company; and
 - (iii) he/she has been an employee of the newly acquired company for such period as may be determined by the Nomination and Remuneration Committee prior and up to the Award Date.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (e) The Eligible Person must fulfil any other criteria and/or fall within such category/designation of employment as may be determined by the Nomination and Remuneration Committee from time to time at its sole discretion, whose decision shall be final and binding.

For the avoidance of doubt, an Employee who attains the prescribed retirement age but is offered to continue to serve the Group on a full time basis shall be treated as an employee of the Group.

- 5.2 Without prejudice to the generality of the foregoing and subject to the Nomination and Remuneration Committee's discretion otherwise, any ESOS Offer made by the Nomination and Remuneration Committee that has not been accepted or exercised by an Eligible Person shall automatically be terminated in the following circumstances:

- (a) the death of the Eligible Person;
- (b) the Eligible Person having received a letter of termination or ceasing to be an Employee or a Director (as the case may be), for any reason whatsoever;
- (c) the Eligible Person giving notice of his/her resignation from service/employment;
- (d) bankruptcy of the Eligible Person, in which event the Option shall be automatically terminated on the date a receiving order is made against the Eligible Person by a court of competent jurisdiction;
- (e) the corporation which employs the Eligible Person ceasing to be part of the HI Mobility Group;
- (f) a disciplinary action is taken on the Eligible Person pursuant to By-Law 14.10; or
- (g) winding up or liquidation of the Company, in which event the Option shall be automatically terminated on the following date:
 - (i) In the case of a voluntary winding up, the date on which a provisional liquidator is appointed by the Company; or
 - (ii) In the case of an involuntary winding up, the date on which a petition for winding up is served on the Company; or
- (h) termination of the Scheme pursuant to By-Law 22.5,

whichever shall be applicable.

- 5.3 The Nomination and Remuneration Committee may from time to time at its absolute discretion select and identify suitable Eligible Persons to be offered the ESOS Offer provided always that no member of the Nomination and Remuneration Committee shall participate in the deliberation or discussion of their own allocation of the ESOS Options or allocation of the ESOS Options to persons connected with them.
- 5.4 Any Eligible Person who holds more than one position within the HI Mobility Group and by holding such position is an Eligible Person, shall only be entitled to the Maximum Allowable Allocation of any one category/designation of employment. The Nomination and Remuneration Committee shall be entitled at its discretion to determine the applicable category/designation of employment.
- 5.5 An Eligible Person of a dormant company within the Group is not eligible to participate in the Scheme.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- 5.6 Eligibility under the Scheme does not confer upon the Eligible Person a claim or right to participate in or any rights whatsoever under the Scheme and an Eligible Person does not acquire or have any rights over or in connection with the ESOS Options or the new Shares comprised in the Scheme unless an ESOS Offer has been made by the Nomination and Remuneration Committee to the Eligible Person in the manner set out herein and the Eligible Person has accepted the ESOS Offer in accordance with By-Law 8 hereof. The selection of any Eligible Person to participate in the Scheme shall be at the absolute discretion of the Nomination and Remuneration Committee.

6. BASIS OF ALLOCATION AND MAXIMUM ALLOWABLE ALLOCATION OF SHARES

- 6.1 Subject to By-Law 4.1 and any adjustments which may be made under By-Law 18, the aggregate maximum number of Options that may be granted to any one category/designation of employment of the Eligible Person shall be determined entirely at the discretion of the Nomination and Remuneration Committee.
- 6.2 The allocation to any Eligible Person who, either singly or collectively through persons connected with the Eligible Person, holds 20% or more of the total number of issued shares of the Company (excluding treasury shares, if any), shall not exceed 10% of the total number of new Shares to be issued under the Scheme.
- 6.3 Not more than 70% of the ESOS Options available under the Scheme shall be allocated in aggregate to the Director(s) and the Employee(s) who are senior management personnel of the companies within the Group (which are not dormant).
- 6.4 Subject to By-Laws 6.2 and 6.3, the aggregate maximum number of Shares that may be offered to an Eligible Person under the Scheme shall be determined at the sole and absolute discretion of the Nomination and Remuneration Committee after taking into consideration, amongst others, the provisions of the Listing Requirements or other applicable regulatory requirements prevailing during the Duration of the Scheme relating to employees' and/or directors' share issuance schemes and after taking into consideration the performance, targets, position, annual appraised performance, seniority and length of service, contribution, category or grade of employment of the Eligible Person or such other matters which the Nomination and Remuneration Committee may in its sole and absolute discretion deem fit.

At the time an ESOS Offer is made, the Nomination and Remuneration Committee shall set out the basis of the allocation of the ESOS Offer(s) made to the Eligible Person(s) having the further particulars as set out in By-Law 7.3.

- 6.5 The Nomination and Remuneration Committee may make more than one ESOS Offer to an Eligible Person **PROVIDED THAT** the aggregate number of ESOS Offer so offered to an Eligible Person throughout the Duration of the Scheme does not exceed the Maximum Allowable Allocation of such Eligible Person.
- 6.6 The Company shall ensure that allocation of Shares pursuant to the Scheme is verified by the Audit Committee of the Company at the end of each financial year as being in compliance with the criteria for allocation of Shares which have been disclosed to the Employees and Directors.
- 6.7 For the avoidance of doubt, the Nomination and Remuneration Committee shall have sole and absolute discretion in determining whether the Shares available for vesting under the Scheme are to be offered to the Eligible Person via:
- (a) one single ESOS Offer at a time determined by the Nomination and Remuneration Committee; or

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (b) several ESOS Offers, where the vesting of Options comprised in those ESOS Offers are staggered or made in several tranches at such times and on terms determined by the Nomination and Remuneration Committee.
- 6.8 In the event the Nomination and Remuneration Committee decides that the ESOS Offer is to be staggered, the number of Shares to be offered in each ESOS Offer and the timing for the vesting of the same shall be decided by the Nomination and Remuneration Committee at its sole and absolute discretion and each ESOS Offer shall be separate and independent from the others.
- 6.9 No Eligible Persons who are also member of the Nomination and Remuneration Committee, shall participate in the deliberation and discussion of their own respective allocations or allocations of the ESOS Options to persons connected with them.

PART III

7. ESOS OFFER

- 7.1 During the Duration of the Scheme, the Nomination and Remuneration Committee may at its discretion at any time from the Effective Date and from time to time make an ESOS Offer in writing for acceptance in accordance with this By-Law 7 to an Eligible Person based on the criteria for allocation as set out in By-Law 6 above and otherwise in accordance with the terms of this Scheme.
- 7.2 The actual number of ESOS Options which may be offered to any Eligible Person shall be at the discretion of the Nomination and Remuneration Committee, subject to any adjustments that may be made under By-Law 18. The number of Shares so awarded shall not be less than 100 Shares nor more than the Maximum Allowable Allocation of such Eligible Person and shall be in multiples of 100 Shares.
- 7.3 The Nomination and Remuneration Committee shall state the following particulars in the letter of an ESOS Offer:
 - (a) The number of ESOS Options that are being granted to the Eligible Person;
 - (b) The number of Shares which the Eligible Person shall be entitled to subscribe for upon the exercise of the ESOS Options being granted;
 - (c) The date of the ESOS Offer;
 - (d) The Option Period;
 - (e) The Exercise Price;
 - (f) The Vesting Conditions (if any/if applicable);
 - (g) The vesting date(s) (if any/if applicable);
 - (h) The granting of the ESOS Option(s) is staggered or single grant;
 - (i) The Offer Period as mentioned in By-Law 7.4;
 - (j) The basis of the allocation of the ESOS Offer(s) made having regard to the Eligible Person(s)' annual appraised performance, category or grade of employment, Maximum Allowable Allocation and such other information that the Nomination and Remuneration Committee may in its sole discretion deem fit; and

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (k) Any other information deemed necessary by the Nomination and Remuneration Committee.
- 7.4 An ESOS Offer shall be valid for a period of 30 calendar days from the Award Date or such longer period as may be determined by the Nomination and Remuneration Committee at its sole and absolute discretion ("**Offer Period**").
- 7.5 Without prejudice to By-Law 25, in the event of an error on the part of the Company in stating any of the particulars referred to in By-Law 7.3, the following provisions shall apply:
 - (a) As soon as possible but in any event no later than one month after the discovery of the error, the Company shall issue a supplemental letter of ESOS Offer, stating the correct particulars referred to in By-Law 7.3;
 - (b) In the event that the error relates to particulars other than the Exercise Price, the Exercise Price applicable in the supplemental letter of ESOS Offer shall remain as the Exercise Price as per the original letter of ESOS Offer; and
 - (c) In the event that the error relates to the Exercise Price, the Exercise Price applicable in the supplemental letter of ESOS Offer shall be the Exercise Price applicable as at the date of the original letter of ESOS Offer, save and except with respect to any ESOS Options which have already been exercised as at the date of issue of the supplemental letter of ESOS Offer.
- 7.6 The Company shall keep and maintain at its own expenses, a register of Grantees and shall enter in that register the names and addresses of the Grantees, the Maximum Allowable Allocation, the number of ESOS Options offered, the number of ESOS Options exercised, the Award Date and the Exercise Price in accordance with Section 129 of the Act.

8. ACCEPTANCE OF ESOS OFFER AND VESTING CONDITIONS

- 8.1 An ESOS Offer shall be accepted by an Eligible Person within the Offer Period by written notice to the Company accompanied by a payment to the Company of a nominal non-refundable consideration of RM1.00 only or such other amount as may be determined by the Nomination and Remuneration Committee for the grant of the ESOS Options (regardless of the number of Shares comprised therein).
- 8.2 If an ESOS Offer is not accepted in the manner set out in By-Law 8.1 above, the ESOS Offer shall automatically lapse upon the expiry of the Offer Period and be null and void and be of no further force and effect. The Shares comprised in such Options may, at the discretion of the Nomination and Remuneration Committee, be re-offered to other Eligible Persons.
- 8.3 The number of ESOS Options offered in the lapsed ESOS Offer shall be deducted from the Maximum Allowable Allocation or the balance of the Maximum Allowable Allocation of the Eligible Person, and the Eligible Person shall not be entitled to be offered the number of ESOS Options offered in the lapsed ESOS Offer, in any ESOS Offer made in the future. However, ESOS Options not taken up resulting from the non-acceptance of ESOS Offer within the Offer Period shall thereafter form part of the balance of ESOS Options available under the ESOS for future ESOS Offer.
- 8.4 The Company shall within 30 calendar days of the acceptance of the ESOS Offer by the Eligible Person ("**Acceptance Date**"), issue to the Eligible Person an Option Certificate in such form as may be determined by the Nomination and Remuneration Committee.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- 8.5 The ESOS Options or such part thereof as may be satisfied in the ESOS Offer will only vest with the Grantee on the ESOS vesting date if the Vesting Conditions are fully and duly satisfied, including the following:
- (a) the Grantee remains an Eligible Person and shall not have given notice of resignation or received a notice of termination as at the ESOS vesting date or has otherwise ceased or had his/her employment terminated;
 - (b) the Grantee has not been adjudicated a bankrupt;
 - (c) the performance targets determined by the Nomination and Remuneration Committee are fully and duly satisfied; and/or
 - (d) any other conditions which are determined by the Nomination and Remuneration Committee.
- 8.6 The Nomination and Remuneration Committee shall have full discretion to determine whether any Vesting Condition has been satisfied (whether fully or partially) or exceeded and in making any such determination, the Nomination and Remuneration Committee shall have the right to make reference to, amongst others, the audited financial results of the Company or the Group (as the case may be) and to take into account such factors as the Nomination and Remuneration Committee may determine to be relevant, such as changes in accounting methods, taxes and extraordinary events, and further, the right to amend and/or waive any Vesting Condition.
- 8.7 The Nomination and Remuneration Committee may cancel any ESOS Options awarded under this Scheme that has not been exercised and any unvested ESOS Options awarded under this Scheme. In the event of any such cancellation, the Nomination and Remuneration Committee may, at its discretion, authorise the granting of new ESOS Options (which may or may not cover the same number of Shares that had been the subject of any prior ESOS Option) in such manner, at such Exercise Price and subject to such terms, conditions and discretion as would have been applicable under this Scheme had the cancelled ESOS Options not been awarded.

9. EXERCISE OF ESOS OPTIONS

- 9.1 Each ESOS Option shall be exercisable into one Share, in accordance with the provisions of these By-Laws.
- 9.2 Subject to By-Laws 14, 19, 20, 21 and 22, a Grantee shall be allowed to exercise the ESOS Options granted to him/her (subject to By-Law 9.4) during the Duration of the Scheme as provided in these By-Laws whilst he/she is in the employment of the HI Mobility Group and within the Option Period.
- 9.3 A Grantee shall exercise the Options granted to him/her in whole or part in multiples of 100 Shares. Notwithstanding anything herein to the contrary in the event of any alteration in the share capital of the Company during the Option Period in accordance with By-Law 18 which result in the number of Shares comprised in an Option not being in multiples of not less than 100, then the requirement that an Option shall be exercised in multiples of not less than 100 Shares shall not be applicable for the Grantee's final exercise of the Option.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- 9.4 A Grantee shall exercise his/her ESOS Options in such form and manner as the Nomination and Remuneration Committee may prescribe or approve ("**Notice of Exercise**"), which will be attached to the letter of ESOS Offer. The procedure for the exercise of ESOS Options to be complied with by the Grantee shall be determined by the Nomination and Remuneration Committee from time to time. Any ESOS Options which remain unexercised at the expiry of the Option Period shall be automatically terminated and lapse without any claim against the Company.
- 9.5 Where an ESOS Option is exercised only in part, a new Option Certificate for the balance of the ESOS Options not exercised shall be issued accordingly by the Nomination and Remuneration Committee to the Grantee within thirty 30 days after receipt by the Company of the Notice of Exercise together with the requisite remittance.
- 9.6 Subject to By-Law 9.4, a Grantee shall exercise his/her ESOS Options by executing and delivering to the Company the Notice of Exercise, stating the number of ESOS Options to be subscribed and be accompanied with the remittance for the full amount of the subscription monies payable in respect thereof in Ringgit Malaysia in the form of a banker's draft or cashier's order drawn and payable in Malaysia or any other mode acceptable to the Nomination and Remuneration Committee for the full amount of the Exercise Price in relation to the number of Shares in respect of which the notice is given **PROVIDED THAT** the number of Shares stated therein shall not exceed the amount granted to such Grantees and be subject to By-Laws 9.2 and 9.3 above. The Nomination and Remuneration Committee may pursuant to By-Law 24 hereof, at any time and from time to time, before or after the ESOS Option is granted, limit the exercise of the ESOS Option to a maximum number of Shares and/or such percentage of total Shares comprised in the ESOS Option during such periods within the Option Period and impose any other terms and/or conditions deemed appropriate by the Nomination and Remuneration Committee in its sole discretion including amending or varying any terms and conditions imposed earlier. The exercise by a Grantee of some but not all of the ESOS Options which have been offered to and accepted by him/her shall not preclude the Grantee from subsequently exercising any other ESOS Options which have been or will be offered to and accepted by him/her, during the Option Period.
- 9.7 The Grantee shall provide all information as required in the Notice of Exercise. Within 8 Market Days of the receipt by the Company of such notice and payment, or such other period as may be prescribed by Bursa Securities, and subject to the Constitution, in the event that the Shares are delivered to the Grantee via issuance of new Shares, the Company shall allot and issue the relevant number of Shares to the Grantee and apply to Bursa Securities for the quotation for such new Shares arising from the exercise of the ESOS Options. The said Shares will be credited directly into the CDS Account of the Grantee or his/her financier, as the case may be, and a notice of allotment stating the number of Shares so credited will be issued to the Grantee. No physical share certificates will be issued to the Grantee or his/her authorised nominee (as the case may be).
- 9.8 The Group, the Board (including Directors that had resigned but were on the Board during the Option Period) and the Nomination and Remuneration Committee shall not under any circumstances be held liable to any person for any costs, losses, expenses, damages or liabilities, gains or profits foregone, howsoever arising in the event of any delay on the part of the Company in allotting and issuing and/or transferring the Shares or in procuring Bursa Securities to list and quote the Shares subscribed for by a Grantee or any delay in receipt or non-receipt by the Company of the Notice of Exercise in respect of the ESOS Options or for any errors in any ESOS Offer.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- 9.9 Any failure to comply with the procedures specified by the Nomination and Remuneration Committee or to provide information as required by the Company in the Notice of Exercise or inaccuracy in the CDS Account number provided shall result in the Notice of Exercise being rejected at the discretion of the Nomination and Remuneration Committee, and the Nomination and Remuneration Committee shall inform the Grantee of the rejection of the Notice of Exercise within 14 Market Days from the date of rejection and the Grantee shall be deemed to not have exercised his/her ESOS Options.
- 9.10 Every ESOS Options shall be subjected to the condition that no new Shares shall be issued and/or transferred pursuant to the ESOS Options if such issue would be contrary to any law, enactment, rule and/or regulation of any legislative or non-legislative body which may be in force during the Duration of the Scheme or such period as may be extended.

10. EXERCISE PRICE

The Exercise Price of any ESOS Option which is made subsequent to the listing of the Company, as determined by the Nomination and Remuneration Committee shall be based on the 5-day volume weighted average market price of the Shares immediately preceding date of the ESOS Option, with a discount of not more than 10%, if deemed appropriate, or such other percentage of discount as may be permitted by any prevailing guidelines issued by Bursa Securities or any other relevant authorities as amended from time to time during the Duration of the Scheme.

For the purposes of By-Law 10(a) above, "Final Retail Price" shall refer to the final price paid by the investors for the Shares issued by the Company under its retail offering pursuant to its initial public offering, as determined in the manner described in the Company's prospectus for the said initial public offering.

The Exercise Price as determined in the manner set out above shall be conclusive and binding on the Grantees.

PART IV**11. NON-TRANSFERABILITY**

- 11.1 An ESOS Option is personal to the Grantee and subject to the provisions of By-Laws 11.2, 11.3 and 14.3, is exercisable only by the Grantee personally during his/her lifetime whilst he/she is in the employment of any company in the Group.
- 11.2 An ESOS Option shall not be transferred, assigned, disposed of or subject to any encumbrances by the Grantee save and except in the event of the death of the Grantee as provided under By-Law 14.8. Any such attempt to transfer, assign, dispose or encumber any ESOS Option shall result in the automatic cancellation of the ESOS Option.
- 11.3 Notwithstanding By-Law 11, in the event a Grantee is transferred to another company within the Group which has its own share issuance scheme, the Grantee shall be entitled to continue to exercise all unexercised ESOS Options granted under this Scheme, in accordance with these By-Laws, but such Grantee shall not upon such transfer taking effect be eligible to participate for further ESOS Options under the Scheme.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)**12. RIGHTS ATTACHING TO SHARES AND ESOS OPTIONS**

- 12.1 The new Shares to be allotted and issued upon the exercise of any ESOS Options granted under the Scheme will be subject to the provisions of the Constitution and will, upon allotment and issuance, rank *pari passu* in all respects with the then existing issued Shares of the Company (excluding treasury shares, if any), save and except that the Shares so allotted and issued will not be entitled to any dividends, rights, allotments or other distributions, which may be declared, made or paid to shareholders, the Entitlement Date of which is prior to the date of allotment and issuance of such new Shares.
- 12.2 The ESOS Options shall not carry any rights to vote at any general meeting of the Company. For the avoidance of doubt, a Grantee shall not in any event be entitled to any dividends, rights or other entitlements on his/her unexercised Options. The new Shares allotted and credited into the Grantee's CDS Account upon the exercise of the ESOS Options would carry rights to vote at any general meeting of the Company, provided that the Grantee is registered on the Register of Depositors on the entitlement date as at the close of business to be entitled to attend and vote at the general meeting.
- 12.3 For the avoidance of doubt, a Grantee shall not in any event be entitled to any dividends, rights or other entitlements on his/her unexercised Options.

13. RESTRICTION ON DEALING/RETENTION PERIOD

The Shares to be allotted and issued and/or transferred to a Grantee pursuant to the exercise of an Option under the Scheme may be subject to such reasonable retention period or restriction on transfer (if any/applicable) imposed/determined by the Nomination and Remuneration Committee at its discretion. The Company encourages Grantees to hold the Shares subscribed for by them for as long as possible although a Grantee or his/her financier, as the case may be, may sell the Shares subscribed for by the Grantee at any time after such Shares have been credited to the Grantee's or his/her financier's CDS Account. A Grantee should note that the Shares are intended for him/her to hold as an investment rather than for any speculative purposes and/or for the realisation of any immediate gain.

14. TERMINATION OF THE ESOS OFFERS

- 14.1 Prior to the full vesting of any ESOS Option and/or the allotment or satisfaction by any other means of an ESOS Option in the manner as provided for under By-Law 25.2, such ESOS Options that remain unexercised or unsatisfied (as the case may be) shall be automatically terminated and cease or deemed to cease to be valid without any claim against the Group in the following circumstances:
- (a) termination or cessation of employment of the Grantee with the Group for any reason whatsoever, in which event the ESOS Options shall be automatically terminated and cease or be deemed to cease to be valid without any claim against the Company or any other member of the Group on the day the Grantee's employer accepts his/her notice of resignation or the Grantee's employer notifies the Grantee of termination of his/her employment or on the day the Grantee notifies his/her employer of his/her resignation or on the Grantee's last day of employment, whichever is the earlier;
 - (b) bankruptcy of the Grantee, in which event the ESOS Options shall be automatically terminated and cease or be deemed to cease to be valid without any claim against the Group on the date a receiving order is made against the Grantee by a court of competent jurisdiction;

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (c) upon the happening of any other event which results in the Grantee being deprived of the beneficial ownership of the ESOS Options, in which event the ESOS Options shall be automatically terminated and cease or be deemed to cease to be valid without any claim against the Group on the date such event occurs;
- (d) winding up or liquidation of the Company, in which event the ESOS Options shall be automatically terminated and/or cease to be valid on the following date:
 - (i) in the case of a voluntary winding up, the date on which a provisional liquidator is appointed by the Company; or
 - (ii) in the case of an involuntary winding up, the date on which a petition for winding up is served on the Company; or
- (e) termination of the Scheme pursuant to By-Law 22.5, in which event the ESOS Options shall be automatically terminated and cease or cease to be valid without any claim against the Group on the Termination Date (as defined in By-Law 22.5),

whichever shall be applicable.

Upon the termination of the ESOS Options pursuant to By-Laws 14.1(a), (b), (c), (d) or (e) above, the Grantee shall have no right to compensation or damages or any claim against the Company or any other member of the Group from any loss of any right or benefit or prospective right or benefit under the Scheme which he/she might otherwise have enjoyed, whether for wrongful dismissal or breach of contract or loss of office or otherwise howsoever arising from him/her ceasing to hold office or employment or from the suspension of his/her entitlement to the award of, acceptance or vesting of any ESOS Option or right to exercise his/her ESOS Option(s) or his/her ESOS Option ceasing to be valid.

- 14.2 A Grantee will be allowed to continue to hold and to exercise any unexercised Options held by him/her upon retirement on or after attaining normal retirement age.
- 14.3 Notwithstanding By-Law 14.1 above, the Nomination and Remuneration Committee may at its discretion allow an Option to remain exercisable during the Option Period on such terms and conditions as it shall deem fit if the cessation of employment occurs as a result of:
 - (a) ill-health, injury, physical or mental disability;
 - (b) retirement before attaining the normal retirement age with the consent of his/her employer;
 - (c) redundancy or voluntary separation scheme;
 - (d) transfer to any company outside the Group at the direction of the Company; or
 - (e) any other circumstance as may be deemed as acceptable to the Nomination and Remuneration Committee in its sole and absolute discretion.
- 14.4 Applications under By-Law 14.3 by a Grantee to the Nomination and Remuneration Committee for its approval to exercise his/her Options shall be made:

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (a) in a case where By-Law 14.3(a) is applicable, within one month after the Grantee notifies his/her employer of his/her resignation due to ill health, injury, physical or mental disability, the Grantee may exercise all his/her unexercised Options within the said one month period. In the event that no application is received by the Nomination and Remuneration Committee within the said period, any unexercised Options held by the Grantee at the expiry of the said period shall be automatically terminated;
 - (b) in a case where By-Laws 14.3(b) or (c) is applicable, within 6 month after the Grantee's last day of employment, the Grantee may exercise all his/her unexercised Options within the said 6 month period. In the event that no application is received by the Nomination and Remuneration Committee within the said period, any unexercised Options held by the Grantee at the expiry of the said period shall be automatically terminated; or
 - (c) in a case where By-Law 14.3(d) is applicable, the Grantee may exercise his/her unexercised Options within one month after he/she is notified, subject to the provisions of By-Law 9. Thereafter, any unexercised Options held by the Grantee at the expiry of the said period shall be automatically terminated.
- 14.5 In the event that a Grantee is notified that he will be retrenched or where he/she is given an offer by his/her employer as to whether he/she wishes to accept retrenchment upon certain terms, the Grantee may exercise his/her unexercised Options within one month after he/she receives such notice or accepts such offer, as the case may be, subject to the provisions of By-Law 9. Thereafter, any Option held by the Grantee at the expiry of the said period shall be automatically terminated.
- 14.6 The Nomination and Remuneration Committee shall consider applications under By-Law 14.3 on a case-by-case basis and may at its discretion approve or reject any application in whole or in part without giving any reasons therefor and may impose any terms and conditions in granting an approval. The decision of the Nomination and Remuneration Committee shall be final and binding. In the event that the Nomination and Remuneration Committee approves an application in whole or in part, the Grantee may exercise the Options which are the subject of the approval within the period so approved by the Nomination and Remuneration Committee and subject to the provisions of By-Law 9. Any Options in respect of which an application is rejected shall be automatically terminated on the date of termination stipulated in the relevant paragraph of By-Law 14.4 or on the date of the Nomination and Remuneration Committee's decision, whichever is the later.
- 14.7 In the event that the Nomination and Remuneration Committee receives an application under By-Law 14.3 after the expiry of the relevant period under By-Law 14.4, the Nomination and Remuneration Committee shall take into account the reasons given by the Grantee for the delay in making the application, in exercising the Nomination and Remuneration Committee's discretion and powers under By-Law 14.6. In the event that the Nomination and Remuneration Committee approves the application in whole or in part, the Company shall make an ESOS Offer in respect of the unexercised Options which are the subject of approval to the Grantee and such Options offered, if accepted by the Grantee shall be exercisable:
 - (a) only within the period of those Options which were terminated due to the Grantee's delay in making the application;
 - (b) in accordance with the provisions of By-Law 9 as applicable in respect of such terminated Options; and
 - (c) at the subscription price applicable in respect of such terminated Options.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- 14.8 In the event that a Grantee dies before the Date of Expiry and, at the date of death, holds any ESOS Options which are unexercised, the following provisions shall apply:
- (a) Such ESOS Options may be exercised by the personal or legal representative of the deceased Grantee ("**Representative**") within 12 months after the Grantee's death ("**Permitted Period**") or within the Date of Expiry, whichever expires first, subject to the approval of the Nomination and Remuneration Committee;
 - (b) In the event that the Date of Expiry occurs before the Permitted Period, any Options which have not been exercised by the Representative at the Date of Expiry shall be automatically terminated and the Representative shall not be entitled to apply for any extension of time for exercising such unexercised Options; and
 - (c) In the event that the Permitted Period expires before the Date of Expiry, the following provisions shall apply:
 - (i) The Representative may, at any time before the expiry of the Permitted Period, apply in writing to the Nomination and Remuneration Committee for an extension of the Permitted Period, stating the reasons as to why the extension is required. In the event no application is received by the Nomination and Remuneration Committee before the expiry of the Permitted Period, any Options which have not been exercised by the Representative at the expiry of the Permitted Period shall be automatically terminated.
 - (ii) The Nomination and Remuneration Committee shall consider such applications on a case-by-case basis and may at its discretion approve or reject an application in whole or in part without giving any reasons therefor and may impose any terms and conditions in granting an approval. The decision of the Nomination and Remuneration Committee shall be final and binding. In the event that the Nomination and Remuneration Committee approves an application in whole or in part, the Representative may exercise the Options which are the subject of the approval within such extension of the Permitted Period as is approved (which shall not exceed the Date of Expiry) and in accordance with the provisions of By-Law 9.4. Any ESOS Option in respect of which an application is rejected shall be automatically terminated at the expiry of the Permitted Period or on the date of the Nomination and Remuneration Committee's decision, whichever is the later.
 - (iii) In the event that the Nomination and Remuneration Committee receives an application after the expiry of the Permitted Period, the Nomination and Remuneration Committee shall take into account the reasons given by the Representative for the delay in making the application, in exercising the Nomination and Remuneration Committee's discretion and powers under sub-paragraph (ii) above. In the event that the Nomination and Remuneration Committee approves an application in whole or in part, the Company shall make an ESOS Offer in respect of the Options which are the subject of the approval to the Representative and such Options shall be exercisable/vested -
 - (1) within such period as may be stipulated in the ESOS Offer which shall not exceed the Date of Expiry of those Options and/or Shares which were terminated pursuant to sub-paragraph (i) above;

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (2) in accordance with the provisions of By-Law 9.4; and
 - (3) at the subscription price applicable in respect of the Options which were terminated pursuant to sub-paragraph (i) above.
- 14.9 The provisions of By-Law 14.7 and By-Law 14.8 constitute exceptions to the provisions of By-Law 5.1 and By-Law 11.
- 14.10 Notwithstanding anything to the contrary herein contained in these By-Laws, the Nomination and Remuneration Committee shall have the right, at its absolute discretion by notice in writing to that effect to the Grantee, to suspend the right of any Grantee who is being subjected to Disciplinary Proceedings (whether or not such Disciplinary Proceedings may give rise to a dismissal or termination of service of such Grantee or are found to have had no basis or justification) to exercise his/her ESOS Options pending the outcome of such Disciplinary Proceedings. In addition to this right of suspension, the Nomination and Remuneration Committee may impose such terms and conditions as the Nomination and Remuneration Committee shall deem appropriate at its sole and absolute discretion, on the Grantee's right to exercise his/her ESOS Options having regard to the nature of the charges made or brought against such Grantee, **PROVIDED ALWAYS** that:
- (a) in the event such Grantee is found not guilty of the charges which gave rise to such Disciplinary Proceedings, the Nomination and Remuneration Committee shall reinstate the right of such Grantee to their ESOS Options;
 - (b) in the event the disciplinary proceedings result in a recommendation for the dismissal or termination of service of such Grantee, all unexercised and partially exercised ESOS Options of the Grantee shall immediately lapse and be null and void and of no further force and effect, without notice to the Grantee, upon pronouncement of the dismissal or termination of service of such Grantee notwithstanding that such recommendation, dismissal and/or termination of service may be subsequently challenged or disputed by the Grantee in any other forum;
 - (c) in the event the Grantee is found guilty but no dismissal or termination of service is recommended, the Nomination and Remuneration Committee shall have the right to determine at its absolute discretion whether or not the Grantee may continue to exercise his/her ESOS Options or any part thereof and if so, to impose such terms and conditions as it deems appropriate, on such exercise rights; and
 - (d) in the event that no decision is made and/or Disciplinary Proceedings are not concluded prior to the Date of Expiry, the ESOS Options of such Grantee shall immediately lapse on the Date of Expiry without notice,

and nothing herein shall impose any obligation on the Nomination and Remuneration Committee to enquire into or investigate the substantiveness and/or validity of such Disciplinary Proceeding(s) and the Nomination and Remuneration Committee shall not under any circumstances be held liable for any costs, losses, expenses, damages or liabilities, gains or profits foregone, arising from the Nomination and Remuneration Committee's exercise of or failure to exercise any of its rights under this By-Law 14.

15. INSPECTION OF THE AUDITED FINANCIAL STATEMENTS

All Grantees shall be entitled to inspect a copy of the latest annual audited financial statements of the Company, which shall be made available on Bursa Securities' website as well as the Company's website.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)**16. SCHEME NOT A TERM OF EMPLOYMENT**

This Scheme shall not confer or be construed to confer on an Eligible Person any special rights or privileges over the Eligible Person's terms and conditions of employment in the Group under which the Eligible Person is employed nor any rights additional to any compensation or damages that the Eligible Person may be normally entitled to arising from the cessation of such employment. The Scheme shall not form part of or constitute or be in any way construed as a term or condition of employment of any employee of the Group.

17. TAXES

For the avoidance of doubt, all other costs, fees, levies, charges and/or taxes (including, without limitation, income taxes) that are incurred by a Grantee pursuant to or relating to the exercise of any ESOS Options, and any holding or dealing of such Shares (such as (but not limited to) brokerage commissions and stamp duty) under the Scheme shall be borne by that Grantee for his/her own account and the Company shall not be liable for any one or more of such costs, fees, levies, charges and/or taxes.

PART V**18. ALTERATION OF SHARE CAPITAL AND ADJUSTMENTS**

- 18.1 In the event of any alteration in the capital structure of the Company during the Duration of the Scheme, whether by way of rights issue, bonus issue or other capitalisation issue, consolidation or subdivision of Shares or reduction or any other alteration in the capital structure of the Company or otherwise howsoever, the Nomination and Remuneration Committee may, in its discretion, determine whether the Exercise Price and/or the number of unexercised ESOS Options shall be adjusted, and if so, the manner in which such adjustments should be made.
- 18.2 The provisions of this By-Law 18 shall not be applicable where an alteration in the capital structure of the Company arises from any of the following:
- (a) an issue of Shares pursuant to the exercise of ESOS Options under the Scheme;
 - (b) an issue of securities as consideration or part consideration for an acquisition of any other securities, assets or business;
 - (c) an issue of securities via a private placement (including an issuance of securities pursuant to Sections 75 or 76 of the Act);
 - (d) any special issuance of new Shares or other securities to Bumiputera investors nominated by the Malaysian government and/or any other relevant authority of the Malaysian government to comply with the Malaysian government's policy on Bumiputera capital participation;
 - (e) a restricted issue of securities;
 - (f) an issue of warrants, convertible loan stocks or other instruments by the Company which give a right of conversion into new Shares arising from the conversion of such securities; or
 - (g) a purchase by the Company of its own Shares of all or a portion of such Shares purchased pursuant to Section 127 of the Act.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- 18.3 Save as expressly provided for herein, the external auditors or Principal Adviser (acting as expert and not arbitrator) must confirm in writing that the adjustments are in their opinion fair and reasonable. The opinion of the external auditors or Principal Adviser shall be final, binding and conclusive.
- 18.4 In the event that the Company enters into any scheme of arrangement or reconstruction pursuant to Part III, Division 7 of the Act, By-Law 18.1 shall be applicable in respect of such part(s) of the scheme which involve(s) any alteration(s) in the capital structure of the Company to which By-Law 18.1 is applicable, but By-Law 18.1 shall not be applicable in respect of such part(s) of the scheme which involve(s) any alteration(s) in the capital structure of the Company to which By-Law 18.1 is not applicable as described in By-Law 18.2.
- 18.5 An adjustment pursuant to By-Law 18.1 shall be made according to the following terms:
- (a) in the case of a rights issue, bonus issue or other capitalisation issue, on the next Market Day immediately following the Entitlement Date in respect of such issue; or
 - (b) in the case of a consolidation or subdivision of Shares or reduction of capital, on the next Market Day immediately following the date of allotment of shares of the Company in respect of such consolidation, subdivision or reduction becomes effective.
- 18.6 Upon any adjustment required to be made pursuant to this By-Law 18, the Company shall notify the Grantee (or his/her duly appointed personal representatives where applicable) in writing and deliver to him/her (or his/her duly appointed personal representatives where applicable) a statement setting out the Exercise Price or number of ESOS Options which are the subject of the adjusted ESOS Options and any adjustment shall take effect upon such written notification being given or such date as may be specified in such written notification.
- 18.7 In respect of the Options or the ESOS, any adjustment pursuant to this By-Law 18 shall be made in accordance with the following formula below, pursuant to By-Law 18.6:

(a) **Consolidation, Subdivision, Conversion**

If and whenever Shares shall be consolidated, subdivided or converted, the Exercise Price and/or the additional number of Options to be issued shall be adjusted, calculated or determined in the following manner:

$$\text{New Exercise Price} = S \times \left(\frac{P}{Q} \right)$$

(1) For consolidation of Shares:

$$\text{Additional number of Options} = T \times \left(\frac{Q}{P} \right)$$

(2) For subdivision of Shares:

$$\text{Additional number of Options} = T \times \left(\frac{Q}{P} \right) - T$$

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

Where:

- P = the aggregate number of issued Shares immediately before such consolidation, subdivision or conversion;
- Q = the aggregate number of issued Shares immediately after the consolidation, subdivision or conversion;
- S = Existing Exercise Price; and
- T = Number of existing Options held.

Each such adjustment will be effective (if appropriate, retroactively) from the commencement of the next Market Day immediately following the date on which the consolidation, subdivision, conversion or reduction becomes effective.

(b) **Capitalisation of Profits or Reserves**

If and whenever the Company shall make any issue of new Shares to ordinary shareholders, by way of bonus issue or capitalisation of profits or reserves of the Company (whether of a capital or income nature), in respect of ESOS Options, the Exercise Price shall be adjusted by multiplying it by the following fraction:

$$\frac{A}{A+B} \times \text{Exercise Price} = \text{Adjusted Exercise Price}$$

and the additional number of Options to be issued shall be calculated as follows:

$$\text{Additional number of Options} = T \times \left(\frac{A+B}{A} \right) - T$$

Where:

- A = the aggregate number of issued Shares immediately before such bonus issue or capitalisation issue;
- B = the aggregate number of Shares to be issued pursuant to any allotment to ordinary shareholders of the Company by way of bonus issue or capitalisation of profits or reserves of the Company (whether of a capital or income nature); and
- T = Number of existing Options held

Each such adjustment will be effective (if appropriate, retroactively) from the commencement of the next Market Day immediately following the Entitlement Date for such issue.

(c) If and whenever the Company shall make:

- (1) a Capital Distribution (as defined below) to ordinary shareholders whether on a reduction of capital or otherwise (but excluding any cancellation of capital which is lost or unrepresented by available assets);
- (2) any offer or invitation to ordinary shareholders whereunder they may acquire or subscribe new Shares by way of rights; or

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (3) any offer or invitation to ordinary shareholders by way of rights whereunder they may acquire or subscribe for securities convertible into new Shares or securities with rights to acquire or subscribe for new Shares attached thereto,

then and in respect of each such case, the Exercise Price for ESOS Options shall be adjusted by multiplying it by the following fraction:

$$\frac{C - D}{C}$$

and in respect of the case referred to in By-Law 18.7(c)(2) hereof, the number of additional Options to be issued shall be calculated as follows:

$$\text{Additional number of Options} = T \times \left(\frac{C}{C - D^*} \right) - T$$

Where:

T = T as in By-Law 18.7(b) above;

C = the prevailing market price of each Share on the Market Day immediately preceding the date on which the Capital Distribution (as defined below) or, as the case may be, the offer or invitation is publicly announced to Bursa Securities or (failing any such announcement) immediately preceding the date of the Capital Distribution or, as the case may be, of the offer or invitation or (where appropriate) any relevant date as may be determined by the Company; and

- D = (aa) in the case of an offer or invitation to acquire or subscribe for new Shares under By-Law 18.7(c)(2) above or for securities convertible into Shares or securities with rights to acquire or subscribe for new Shares under By-Law 18.7(c)(3) above, the value of rights attributable to one existing Share (as defined below); or
- (bb) in the case of any other transaction falling within By-Law 18.7(c) hereof, the fair market value as determined by the external auditors or Principal Adviser of that portion of the Capital Distribution attributable to one existing Share.

D* = The value of rights attributable to one Share (as defined below).

For the purpose of definition (aa) of "D" above, the **"value of rights attributable to one (1) existing Share"** shall be calculated in accordance with the formula:

$$\frac{C - E}{F + 1}$$

Where:

C = C as in By-Law 18.7(c) hereof;

E = the subscription price for one additional Share under the terms of such offer or invitation to acquire or subscribe for Shares or subscription price of one Share upon conversion of the convertible securities or exercise of such rights to acquire or subscribe for one Share under the offer or invitation;

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

F = the number of existing Shares which is necessary to hold in order to be offered or invited to acquire or subscribe for one additional Share or security convertible into Shares or one additional security with right to acquire or subscribe for one additional Share; and

D* = The “value of rights attributable to one existing Share” (as defined below).

For the purpose of definition “D*” above, the “value of the rights attributable to one (1) existing Share” shall be calculated in accordance with the formula:

$$\frac{C - E^*}{F^* + 1}$$

Where:

C = C as in By-Law 18.7(c) hereof;

E* = the subscription price for one additional Share under the terms of such offer or invitation to acquire or subscribe for Shares; and

F* = the number of existing Shares which is necessary to hold in order to be offered or invited to acquire or subscribe for one additional Share.

For the purpose of By-Law 18.7(c) hereof, “**Capital Distribution**” shall (without prejudice to the generality of that expression) include distributions in cash or specie or by way of issue of new Shares (not falling under By-Law 18.7(b) hereof) or other securities by way of capitalisation of profits or reserves of the Company (whether of a capital or income nature).

Any dividend charged or provided for in the audited financial statements of the Company for any period shall (whenever paid and howsoever described) be deemed to be a Capital Distribution unless it is paid out of the aggregate of the net profits attributable to the ordinary shareholders as shown in the audited consolidated statement of comprehensive income of the Company for any period as shown in the audited consolidated profit and loss accounts of the Company.

Each such adjustment will be effective (if appropriate, retroactively) from the commencement of the next Market Day (or such other period as may be prescribed by Bursa Securities) immediately following the Entitlement Date for such issue or the closing date for the acceptance of the rights, as the case may be, for such issue.

(d) **Capitalisation of Profits/Reserves and Rights Issue of Shares or Convertible Securities**

If and whenever the Company makes any allotment to its ordinary shareholders as provided in By-Law 18.7(b) above and also makes any offer or invitation to its ordinary shareholders as provided in By-Law 18.7(c)(2) or (3) above and the Entitlement Date for the purpose of the allotment is also the Entitlement Date for the purpose of the offer or invitation, the Exercise Price shall be adjusted by multiplying it by the following fraction:

$$\frac{(G \times C) + (H \times I)}{(G + H + B) \times C}$$

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

and where the Company makes any allotment to its ordinary shareholders as provided in By-Law 18.7(b) above and also makes any offer or invitation to its ordinary shareholders as provided in By-Law 18.7(c)(2) above and the Entitlement Date for the purpose of the allotment is also the Entitlement Date for the purpose of the offer or invitation, the number of additional Options to be issued shall be calculated as follows:

$$\text{Additional number of Options} = T \times \left(\frac{(G + H^* + B) \times C}{(G \times C) + (H^* \times I^*)} \right) - T$$

Where:

B = B as in By-Law 18.7(b) above;

G = the aggregate number of issued Shares on the Entitlement Date;

C = C as in By-Law 18.7(c) above;

H = the aggregate number of new Shares under an offer or invitation to acquire or subscribe for Shares by way of rights or under an offer or invitation by way of rights to acquire or subscribe for securities convertible into Shares or rights to acquire or subscribe for Shares, as the case may be;

H* = the aggregate number of Shares under an offer or invitation to acquire or subscribe for Shares by way of rights;

I = the subscription price of one additional Share under the offer or invitation to acquire or subscribe for Shares or the exercise price on conversion of such securities or exercise of such rights to acquire or subscribe for one additional Share, as the case may be;

I* = the subscription price of one additional Share under the offer or invitation to acquire or subscribe for Shares; and

T = T as in By-Law 18.7(b) above.

Each such adjustment will be effective (if appropriate, retroactively) from the commencement of the next Market Day (or such other period as may be prescribed by Bursa Securities) immediately following the Entitlement Date for such issue or the closing date for the acceptance of the rights, as the case may be, for such issue.

(e) Rights Issue of Shares and Convertible Securities

If and whenever the Company makes any offer or invitation to its ordinary shareholders to acquire or subscribe for Shares as provided in By-Law 18.7(c)(2) above together with an offer or invitation to acquire or subscribe for securities convertible into new Shares or securities with rights to acquire or subscribe for Shares as provided in By-Law 18.7(c)(3) above and the Entitlement Date for the purpose of the allotment is also the Entitlement Date for the purpose of the offer or invitation, the Exercise Price shall be adjusted by multiplying it by the following fraction:

$$\frac{(G \times C) + (H \times I) + (J \times K)}{(G + H + J) \times C}$$

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

and the number of additional Options to be issued shall be calculated as follows:

$$\text{Additional number of Options} = T \times \left(\frac{(G + H^*) \times C}{(G \times C) + (H^* \times I^*)} \right) - T$$

Where:

G = G as in By-Law 18.7(d) above;

C = C as in By-Law 18.7(c) above;

H = H as in By-Law 18.7(d) above;

H* = H* as in By-Law 18.7(d) above;

I = I as in By-Law 18.7(d) above;

I* = I* as in By-Law 18.7(d) above;

J = the aggregate number of Shares to be issued to its ordinary shareholders upon conversion of such securities or exercise of such rights to subscribe for Shares by the ordinary shareholders;

K = the exercise price on conversion of such securities or exercise of such rights to acquire or subscribe for one (1) additional Share; and

T = T as in By-Law 18.7(b) above.

Such adjustment will be effective (if appropriate, retroactively) from the commencement of the next Market Day immediately following the Entitlement Date for the above transactions or the closing date for the acceptance of the rights, as the case may be, for such issue.

(f) **Capitalisation of Profits/Reserves and Rights Issue of Shares and Convertible Securities**

If and whenever the Company makes an allotment to its ordinary shareholders as provided in By-Law 18.7(b) above and also makes an offer or invitation to acquire or subscribe for Shares to its ordinary shareholders as provided in By-Law 18.7(c)(2) above, together with rights to acquire or subscribe for securities convertible into new Shares or with rights to acquire or subscribe for Shares as provided in By-Law 18.7(c)(3) above, and the Entitlement Date for the purpose of allotment is also the Entitlement Date for the purpose of the offer or invitation, the Exercise Price shall be adjusted by multiplying it by the following fraction:

$$\frac{(G \times C) + (H \times I) + (J \times K)}{(G + H + J + B) \times C}$$

and the number of additional Options to be issued shall be calculated as follows:

$$\text{Additional number of Options} = T \times \left(\frac{(G + H^* + B) \times C}{(G \times C) + (H^* \times I^*)} \right) - T$$

Where:

G = G as in By-Law 18.7(d) above;

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- C = C as in By-Law 18.7(c) above;
- H = H as in By-Law 18.7(d) above;
- H* = H* as in By-Law 18.7(d) above
- I = I as in By-Law 18.7(d) above;
- I* = I* as in By-Law 18.7(d) above
- J = J as in By-Law 18.7(e) above;
- T = T as in By-Law 18.7(b) above;
- K = K as in By-Law 18.7(e) above; and
- B = B as in By-Law 18.7(b) above.

Such adjustment will be effective (if appropriate, retroactively) from the commencement of the next Market Day (or such other period as may be prescribed by Bursa) immediately following the Entitlement Date for the above transactions or the closing date for the acceptance of the rights, as the case may be, for such issue.

(g) Others

If and whenever (otherwise than pursuant to a rights issue available to all ordinary shareholders and requiring an adjustment under By-Laws 18.7(c)(2), 18.7(c)(3), 18.7(d), 18.7(e) or 18.7(f) above) the Company shall issue either any Shares or any security convertible into new Shares or with rights to acquire or subscribe for Shares, and in any such case, the Total Effective Consideration per Share (as defined below) is less than 90% of the Average Price for one Share (as defined below) or, as the case may be, the price at which the Shares will be issued upon conversion of such securities or exercise of such rights is determined, the Exercise Price shall be adjusted by multiplying it by the following fraction:

$$\frac{L + M}{L + N}$$

Where:

- L = the number of Shares in issue at the close of business on Bursa Securities on the Market Day immediately preceding the date on which the relevant adjustment becomes effective;
- M = the number of Shares which the Total Effective Consideration (as defined below) would have purchased at the Average Price (as defined below) (exclusive of expenses); and
- N = the aggregate number of Shares so issued or, in the case of securities convertible into new Shares or securities with rights to acquire or subscribe for Shares, the maximum number (assuming no adjustments of such rights) of Shares issuable upon full conversion of such securities or the exercise in full of such rights.

For the purpose of this By-Law 18.7(g), “**Total Effective Consideration**” shall be determined by the Nomination and Remuneration Committee with the concurrence of the external auditors or Principal Adviser and shall be:

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (i) in case of the issue of Shares, the aggregate consideration receivable by the Company on payment in full for such Shares;
- (ii) in the case of the issue by the Company of securities wholly or partly convertible into new Shares, the aggregate consideration receivable by the Company on payment in full for such securities or such part of the securities as is convertible together with the total amount receivable by the Company upon full conversion of such securities (if any); or
- (iii) in the case of the issue by the Company of securities with rights to acquire or subscribe for Shares, the aggregate consideration attributable to the issue of such rights together with the total amount receivable by the Company upon full exercise of such rights,

in each case, without any deduction of any commission, discount or expenses paid, allowed or incurred in connection with the issue thereof, and the "Total Effective Consideration per Share" shall be the Total Effective Consideration divided by the number of new Shares issued as aforesaid or, in the case of securities convertible into new Shares or securities with rights to acquire or subscribe for new Shares, by the maximum number of new Shares issuable on full conversion of such securities or on exercise in full of such rights.

For the purpose of By-Law 18.7(g), "**Average Price**" of a Share shall be the average market price of one Share as derived from the last traded prices for one or more board lots of Shares as quoted on Bursa Securities on the Market Days comprised in the period used as a basis upon which the issue price of such Shares is determined.

Such adjustment will be calculated (if appropriate, retroactively) from the close of business on Bursa Securities on the next Market Day immediately following the date on which the issue is announced, or (failing any such announcement) on the next Market Day immediately following the date on which the Company determines the subscription price of such Shares. Such adjustment will be effective (if appropriate, retroactively) from the commencement of the next Market Day immediately following the completion of the above transaction.

- (h) For the purpose of By-Laws 18.7(c), (d), (e) and (f), the current market price in relation to one existing Share for any relevant day shall be the average of the last traded prices for the 5 consecutive Market Days before such date or during such other period as may be determined in accordance with any guidelines issued, from time to time, by the relevant authorities.

18.8 If an event occurs that is not set out in By-Law 18.7 or if the application of any of the formula set out in By-Law 18.7 to an event results in a manifest error or does not, in the opinion of the Nomination and Remuneration Committee, achieve for any reason whatsoever the desired result of preventing the dilution or enlargement of the Eligible Person's rights or providing a fair and reasonable entitlement, the Nomination and Remuneration Committee may effect an adjustment in such manner deemed appropriate by the Nomination and Remuneration Committee provided that the Eligible Persons shall be notified of the adjustment through an announcement to all Eligible Persons to be made in such manner deemed appropriate by the Nomination and Remuneration Committee.

18.9 Notwithstanding the provisions of this By-Law 18, the Nomination and Remuneration Committee may exercise its discretion to determine whether any adjustments to the Exercise Price, the number of Options and/or Shares (as the case may be) be calculated on a different basis or date or should take effect on a different date or that such adjustments be made to the Exercise Price and/or the number of Options

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

notwithstanding that no such adjustment formula has been explicitly set out in this By-Law 18.

18.10 Any adjustment to the Exercise Price shall be rounded down to the nearest RM0.01.

18.11 In the event that a fraction of a Share arises from the adjustments pursuant to this By-Law 18, the number of Shares comprised in an ESOS Offer shall automatically be rounded down to the nearest whole number.

19. TAKE-OVER OFFER, SCHEME OF ARRANGEMENT, AMALGAMATION, RECONSTRUCTION, ETC

In the event of:

- (a) a take-over offer being made for the Company through a general offer to acquire the whole of the issued share capital of the Company (or such part of the issued share capital not at the time owned by the person making the general offer ("**Offeror**") or any persons acting in concert with the Offeror);
- (b) the Offeror becoming entitled or bound to exercise the right of compulsory acquisition of Shares under the provisions of any statutes, rules and/or regulations applicable at that point of time and gives notice to the Company that it intends to exercise such right on a specific date; or
- (c) the court sanctioning a compromise or arrangement between the Company and its members for the purpose of, or in connection with, a scheme of arrangement and reconstruction of the Company under Subdivision 2 of Division 7 of Part III of the Act or its amalgamation with any other company or companies under the Act,

then the Nomination and Remuneration Committee may at its discretion to the extent permitted by law permit the vesting of the ESOS Options and the Grantee(s) will be entitled to, within such period to be determined by the Nomination and Remuneration Committee exercise all or any of his/her ESOS Options from the date of his/her receipt of the notice by the Company in respect of any of the events in paragraphs (a), (b) and (c) above. In the event that the Grantee elects not to so exercise some or all of the ESOS Options held by him/her, the unexercised ESOS Options shall be automatically terminated and lapse by the date prescribed and be null and void and of no further force and effect.

20. DIVESTMENT FROM THE GROUP, ETC

20.1 In the event that a company within the Group shall be divested from the Group, a Grantee who is employed by such company:

- (a) shall not be entitled to continue to hold and to exercise all unexercised vested ESOS Options held by him/her from the date of completion of such divestment, within a period of 3 months from the date of completion of such divestment or the Date of Expiry, whichever expires first, and in accordance with the provisions of By-Law 9.4. In the event that the Grantee does not so exercise some or all of such ESOS Options, the unexercised ESOS Options shall be automatically terminated upon the expiry of the relevant period; and
- (b) shall no longer be eligible to participate for further ESOS Options under the Scheme as from the date of completion of such divestment, unless approved by the Nomination and Remuneration Committee in writing.

20.2 For the purposes of By-Law 20.1, a company shall be deemed to be divested from the Group or disposed off from the Group in the event that the effective interest of the

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

Company in such company is reduced from above 50% to 50% or below so that such company would no longer be a subsidiary of the Company pursuant to Section 4 of the Act or such company ceases to form part of the Group for such reason(s) as determined by the Nomination and Remuneration Committee as its absolute discretion.

21. WINDING UP

All outstanding ESOS Options shall be automatically terminated and be of no further force and effect in the event that a resolution is passed or a court order is made for the winding up of the Company commencing from the date of such resolution or the date of the court order. In the event a petition is presented in court for the winding-up or liquidation of the Company, all rights to exercise the ESOS Options shall automatically be suspended from the date of the presentation of the petition. Conversely, if the petition for winding-up is dismissed by the court, the right to exercise the ESOS Options shall accordingly be unsuspended.

PART VI**22. EFFECTIVE DATE, DURATION, TERMINATION AND EXTENSION OF SCHEME**

22.1 The Effective Date for the implementation of the Scheme shall be such date to be determined and announced by the Board following full compliance with all relevant requirements of the Listing Requirements, including the following:

- (a) submission of the final copy of the By-Laws to Bursa Securities together with a letter of compliance pursuant to Paragraph 2.12 of the Listing Requirements and a checklist showing compliance with Appendix 6E of the Listing Requirements (and/or such other documents as may be determined by Bursa Securities from time to time);
- (b) receipt of the approval or approval-in-principle, as the case may be, from Bursa Securities for the listing of and quotation for the new Shares to be issued pursuant to the Scheme;
- (c) receipt of shareholders' approval for the Scheme in a general meeting;
- (d) receipt of approvals of other relevant authorities (if any) for the ESOS, where applicable; and
- (e) fulfilment or waiver (as the case may be) of all conditions attached to the above-mentioned requirements, if any.

The Scheme shall be in force for a duration of 10 years from the Effective Date ("**Date of Expiry**").

22.2 The ESOS Offer can only be made during the Duration of the Scheme before the Date of Expiry.

22.3 Notwithstanding anything to the contrary, all ESOS Options shall lapse on the Date of Expiry.

22.4 The Scheme may be terminated by the Nomination and Remuneration Committee at any time before the Date of Expiry **PROVIDED THAT** the Company makes an announcement immediately to Bursa Securities. The announcement shall include:

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (a) the effective date of termination ("**Termination Date**");
 - (b) the number of Options exercised under the Scheme as at the Termination Date; and
 - (c) the reasons and justification for termination.
- 22.6 The Company may implement more than one employee share scheme provided that the aggregate number of Shares available under all the employee share schemes implemented by the Company is not more than 15% of its total number of issued share capital (excluding treasury shares, if any) at any one time or any other limit in accordance with any prevailing guidelines issued by Bursa Securities or any other relevant authorities as amended from time to time.
- 22.7 In the event of termination as stipulated in By-Law 22.4 above, the following provisions shall apply:
- (a) no further ESOS Offers shall be made by the Nomination and Remuneration Committee from the Termination Date;
 - (b) all ESOS Offers which have yet to be accepted by Eligible Persons shall automatically lapse on the Termination Date;
 - (c) all ESOS Offers which have yet to be vested in the Eligible Persons shall automatically lapse on the Termination Date; and
 - (d) all outstanding ESOS Options which have yet to be exercised by Grantees and/or vested shall be automatically terminated on the Termination Date.
- 22.8 Approval or consent of the shareholders of the Company by way of a resolution in a general meeting and written consent of Grantees who have yet to exercise their Options are not required to effect a termination of the Scheme.

23. NO COMPENSATION FOR TERMINATION

No Eligible Persons shall be entitled to any compensation for damages arising from the termination of any ESOS Options or this Scheme pursuant to the provisions of these By-Laws. Notwithstanding any provisions of these By-Laws:

- (a) this Scheme shall not form part of any contract of employment between the Company or any company within the Group and any Eligible Person of any company of the Group. The rights of any Eligible Person under the terms of his/her office and/or employment with any company within the Group shall not be affected by his/her participation in the Scheme, nor shall such participation or the ESOS Offer or consideration for the ESOS Offer afford such Eligible Person any additional rights to compensation or damages in consequence of the termination of such office or employment for any reason;
- (b) this Scheme shall not confer on any person any legal or equitable right or other rights under any other theory of law (other than those constituting the ESOS Offer themselves) against the Company or any company of the Group, directly or indirectly, or give rise to any course of action in law or in equity or under any other theory of law against any company within the Group;
- (c) no Grantee or his/her Representative shall bring any claim, action or proceeding against any company of the Group, the Nomination and Remuneration Committee or any other party for compensation, loss or damages whatsoever and howsoever arising from the suspension/cancellation of his/her rights/exercise of his/her ESOS Options ceasing to be valid pursuant to the provisions of these By-Laws; and

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- (d) the Company, the Board or the Nomination and Remuneration Committee shall in no event be liable to the Grantee or his/her personal or legal representative or any other person or entity for any third party claim, loss of profits, loss of opportunity, loss of savings or any punitive, incidental or consequential damage, including without limitation lost profits or savings, directly or indirectly arising from the breach or non-performance of these By-Laws or any loss suffered by reason of any change in the price of the Shares or from any other cause whatsoever whether known or unknown, contingent, absolute or otherwise, whether based in contract, tort, equity, indemnity, breach of warranty or otherwise and whether pursuant to common law, statute, equity or otherwise, even if any company of the Group, the Board or the Nomination and Remuneration Committee has been advised of the possibility of such damage.

24. MODIFICATION, VARIATION AND/OR AMENDMENT TO THE SCHEME

- 24.1 Subject to the compliance with the Listing Requirements and any other relevant authorities, the Nomination and Remuneration Committee may at any time and from time to time recommend to the Board any additions, modifications or amendments to or deletions of these By-Laws as it shall at its discretion think fit. The approval of the shareholders of the Company in general meeting shall not be required in respect of additions or amendments to, or modifications and/or deletions of these By-Laws **PROVIDED THAT** no additions, modifications or amendments to or deletions of these By-Laws shall be made which will:

- (a) prejudice any rights which have accrued to any Grantee without the prior consent or sanction of that Grantee;
- (b) increase the number of Shares available under the Scheme beyond the maximum imposed by By-Law 4.1; or
- (c) alter any matter which are required to be contained in these By-Laws by virtue of the Listing Requirements to the advantage of the Eligible Person and/or Grantee, without the prior approval of shareholders obtained at a general meeting,

unless allowed otherwise by the provision of the Listing Requirements.

- 24.2 For the purpose of complying with the provisions of the Listing Requirements, By-Laws 4, 5, 6, 8, 9, 10, 11, 12, 13, 18, 21 and 22 shall not be amended or altered in any way whatsoever for the advantage of Eligible Persons and/or Grantees without the prior approval of shareholders obtained at a general meeting and subject to any applicable laws.
- 24.3 Upon amending and modifying all or any of the provisions of the Scheme, the Company shall within 5 Market Days after the effective date of the amendments cause to be submitted to Bursa Securities the amended By-Laws and a confirmation letter that the said amendment and/or modification complies and does not contravene any of the provisions of the Listing Requirements in relation to the Scheme.

PART VII**25. ADMINISTRATION AND TRUST**

- 25.1 The Scheme shall be administered by the Nomination and Remuneration Committee. The Nomination and Remuneration Committee shall, subject to these By-Laws, administer the Scheme in such manner as it shall think fit and with such powers and

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

duties as are conferred upon it by the Board. The decision of the Nomination and Remuneration Committee shall be final and binding.

- 25.2 In implementing the Scheme, the Nomination and Remuneration Committee may in its absolute discretion, after taking into consideration, amongst others, factors such as prevailing market price of the Shares, funding considerations and dilutive effects on the Company's capital base, future returns and cash requirements of the Group, decide that the Shares to be awarded under this Scheme shall be satisfied by any of the following methods:
- (a) issuance of new Shares;
 - (b) acquisition and transfer of existing Shares;
 - (c) any other methods as may be permitted by the Act, as amended from time to time and any re-enactment thereof; or
 - (d) a combination of any of the above.
- 25.3 For the purposes of facilitating the implementation and administration of the Scheme, the Company and/or the Nomination and Remuneration Committee may (but shall not be obliged to) establish a trust to be administered by trustee(s) consisting of such trustee appointed by the Company from time to time ("**Trustee**"), if required, for the purposes of subscribing for new Shares and/or acquiring existing Shares from the Main Market of Bursa Securities and transferring them to Grantees at such times as the Nomination and Remuneration Committee shall direct ("**Trust**"). To enable the Trustee to subscribe for new Shares and/or acquire existing Shares for the purpose of the Scheme and to pay expenses in relation to the administration of the Trust, the Trustee will, to the extent permitted by law, be entitled from time to time to accept funding and/or assistance, financial or otherwise, from the Company and/or its subsidiaries or any third party to subscribe for Shares on behalf of Grantees and to release the relevant net gains arising from the sale of the Shares from the exercise of the ESOS Options by a Grantee (after deducting the Exercise Price and the related transaction costs) to the relevant Grantee.
- 25.4 The Trustee if and when a Trust is established shall administer the Trust in accordance with the terms of the trust deed to be entered into between the Company and the trustee constituting the trust ("**Trust Deed**"). For the purpose of administering the Trust, the Trustee shall do all such acts and things and enter into any transactions, agreements, deeds, documents or arrangements and make rules, regulations or impose terms and conditions or delegate part of its power relating to the administration of the Trust, as the Nomination and Remuneration Committee may in its sole and absolute discretion direct for the implementation and administration of the Trust.
- 25.5 The Company or Nomination and Remuneration Committee shall have power from time to time, at any time, to appoint or rescind/terminate the appointment of any Trustee as it deems fit in accordance with the provisions of the Trust Deed. The Nomination and Remuneration Committee shall have the power from time to time, at any time, to negotiate with the Trustee to amend the provisions of the Trust Deed.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- 25.6 Without limiting the generality of By-Law 25.1, the Nomination and Remuneration Committee may, for the purpose of administering the Scheme, do all acts and things, rectify any errors in an ESOS Offer, execute all documents and delegate any of its powers and duties relating to the Scheme as it may at its discretion consider to be necessary or desirable for giving effect to the Scheme.
- 25.7 The Board shall have power at any time and from time to time to approve, rescind and/or revoke the appointment of any person in the Nomination and Remuneration Committee as it shall deem fit.

26. DISPUTES

- 26.1 In case any dispute or difference shall arise between the Nomination and Remuneration Committee and an Eligible Person or a Grantee or in the event of an appeal by an Eligible Person, as the case may be, as to any matter of any nature arising hereunder, such dispute or appeal must have been referred to and received by the Nomination and Remuneration Committee during the Duration of the Scheme. The Nomination and Remuneration Committee shall then determine such dispute or difference by a written decision (without the obligation to give any reason therefor) given to the Eligible Person and/or Grantee, as the case may be, **PROVIDED THAT** where the dispute is raised by a member of the Nomination and Remuneration Committee, the said member shall abstain from voting in respect of the decision of the Nomination and Remuneration Committee in that instance.
- 26.2 In the event the Eligible Person or Grantee, as the case may be, shall dispute the same by written notice to the Nomination and Remuneration Committee within 14 calendar days of the receipt of the written decision, then such dispute or difference shall be referred to the Board, whose decision shall be final and binding in all respects, provided that any Director of the Company who is also in the Nomination and Remuneration Committee shall abstain from voting and no person shall be entitled to dispute any decision or certification which is stated to be final and binding under these By-Laws. Under no circumstances shall a dispute or difference be brought to a court of law. Notwithstanding anything herein to the contrary, any costs and expenses incurred in relation to any dispute or difference or appeal brought by any party to the Nomination and Remuneration Committee shall be borne by such party.
- 26.3 Notwithstanding the foregoing provisions of By-Laws 26.1 and 26.2 above, matters concerning adjustments made pursuant to By-Law 18 shall be referred to external auditors of the Company or Principal Adviser, who shall act as experts and not as arbitrators and whose decision shall be final and binding in all respects.

27. COSTS AND EXPENSES

All fees, costs and expenses incurred in relation to the Scheme including but not limited to the fees, costs and expenses relating to the issue and allotment and/or transfer of the Shares pursuant to the ESOS Options, shall be borne by the Company. Notwithstanding this, the Grantee shall bear any fees, costs and expenses incurred in relation to his/her acceptance and exercise of the ESOS Options under the Scheme.

28. CONSTITUTION

In the event of a conflict between any of the provisions of these By-Laws and the Constitution, the Constitution shall at all times prevail.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)**29. NOTICE**

29.1 Subject to By-Law 31.5, any notice or request which the Company is required to give, or may desire to give, to any Eligible Person or the Grantee pursuant to the Scheme shall be in writing and shall be deemed to be sufficiently given:

- (a) if it is sent by ordinary post by the Company to the Eligible Person or the Grantee at the last address known to the Company as being his/her address, such notice or request shall be deemed to have been received 3 Market Days after posting;
- (b) if it is delivered by hand to the Eligible Person or the Grantee, such notice or request shall be deemed to have been received on the date of delivery; and
- (c) if it is sent by electronic media, including but not limited to electronic mail, to the Eligible Person or the Grantee, such notice or request shall be deemed to have been received by the recipient on the Market Day immediately following the day on which the electronic mail is sent or (in the case of communication by other digital means) on the Market Day immediately following the day on which such communication is effected or otherwise upon confirmation or notification received after the sending of notice or request by the Company.

Any change of address of the Eligible Person or the Grantee shall be communicated in writing to the Company.

29.2 Where any notice which the Company or the Nomination and Remuneration Committee is required to give, or may desire to give, in relation to matters which may affect all the Eligible Persons or all the Grantee (as the case may be) pursuant to the Scheme, the Company or the Nomination and Remuneration Committee may give such notice through an announcement to all employees of the Group to be made in such manner deemed appropriate by the Nomination and Remuneration Committee (including via electronic media). Upon the making of such an announcement, the notice to be made under By-Law 29.1 shall be deemed to be sufficiently given, served or made to all affected Eligible Persons or Grantee, as the case may be.

30. SEVERABILITY

Any term, condition, stipulation or provision in these By-Laws which is or becomes illegal, void, prohibited or unenforceable shall be ineffective to the extent of such illegality, voidness, prohibition or unenforceability without invalidating the remaining provisions hereof, and any such illegality, voidness, prohibition or unenforceability shall not invalidate or render illegal, void or unenforceable any other term, condition, stipulation or provision herein contained.

31. GOVERNING LAW AND JURISDICTION

31.1 These By-Laws shall be governed and construed in accordance with the laws of Malaysia and the Eligible Person and/or Grantee shall subject to the provisions of By-Law 26 submit to the exclusive jurisdiction of the courts of Malaysia in all matters connected with the obligations and liabilities of the parties hereto under or arising out of these By-Laws.

31.2 Any proceeding or action shall subject to the provisions of By-Law 26, be instituted or taken in Malaysia and the Eligible Person and/or Grantee irrevocably and unconditionally waives any objection on the ground of venue or forum non-convenience or any other grounds.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- 31.3 Any notice/process required to be given to or served by the Board or the Nomination and Remuneration Committee to an Eligible Person and/or Grantee shall be deemed to be sufficiently given, served or made if it is given served or made by hand, by facsimile transmission and/or by letter sent via ordinary post addressed to the Eligible Person and/or Grantee at his/her place of employment, at his/her last facsimile transmission number known to the Company, or to his/her last-known address. Any notice/process served by hand, by facsimile, by post as aforesaid shall be deemed to have been received at the time when such notice (if by hand) is received and duly acknowledged, (if by facsimile transmission) is transmitted with a confirmed log print-out for the transmission indicating the date, time and transmission of all pages, and (if by post) on the day the letter containing the same is posted and in proving such service by post, it shall be sufficient to prove that the letter containing the notice or documents was properly addressed, stamped and posted.
- 31.4 Any notice/process required to be given to or served upon the Board or the Nomination and Remuneration Committee by an Eligible Person and/or Grantee shall be given, served or made in writing and delivered by hand or by registered post to the registered office of the Company (or such other office or place which the Nomination and Remuneration Committee may have stipulated for this purpose). Any notice/process served by hand or post as aforesaid shall be deemed to have been received at the time when such notice (if by hand) is received and duly acknowledged and (if by post) 5 Market Days after postage.
- 31.5 Any ESOS Offer to be made and acceptances thereof, and normal correspondence (other than notice/process) under the Scheme ("**Normal Correspondence**") to be given to or served upon the Board or the Nomination and Remuneration Committee or the Eligible Person and/or the Grantee, as the case may be, shall be given, served or made in writing and delivered by electronic mail to such e-mail address specified by the Company (if to be given to or served upon the Board or the Nomination and Remuneration Committee) or to such e-mail address of the Eligible Person and/or Grantee provided to the Company (if to be given to or served upon the Eligible Person and/or Grantee) or such communication by other digital means as may be prescribed by the Board and/or Nomination and Remuneration Committee, and shall be deemed to have been received by the recipient (in the case of electronic mail) on the Market Day immediately following the day on which the electronic mail is despatched or (in the case of communication by other digital means) on the Market Day immediately following the day on which such communication is effected.
- 31.6 Notwithstanding By-Law 31.5, where any Normal Correspondence is required to be given by the Company or the Nomination and Remuneration Committee or the Trustee under these By-Laws in relation to matters which may affect any or all of the Eligible Persons and/or Grantees, the Company or the Nomination and Remuneration Committee may give the Normal Correspondence through an announcement to all employees of the Group to be made in such manner deemed appropriate by the Nomination and Remuneration Committee. Upon the making of such an announcement, the Normal Correspondence to be made under By-Law 31.5 shall be deemed to be sufficiently given, served or made to all affected Eligible Persons and/or Grantee.

ANNEXURE E: BY-LAWS OF THE ESOS (Cont'd)

- 31.7 In order to facilitate the offer of any ESOS Offer (and/or the benefit thereof) under this Scheme, the Nomination and Remuneration Committee may provide for such special terms to the Eligible Persons who are employed by any corporation in the Group in a particular jurisdiction, or who are nationals of any particular jurisdiction, that is outside Malaysia, as the Nomination and Remuneration Committee may consider necessary or appropriate for the purposes of complying with differences in local law, tax, policy or custom of that jurisdiction. The Nomination and Remuneration Committee may further approve such supplements to or amendments, restatements or alternative versions of the Scheme as it may consider necessary or appropriate for such purposes without affecting the terms of the Scheme as in effect for any other purpose, and the secretary of the Company or any other appropriate officer of the Company may certify any such document as having been approved and adopted in the same manner as the Scheme. No such special terms, supplements, amendments or restatements, however, shall include any provisions that are inconsistent with the terms of this Scheme, as then in effect unless this Scheme has been amended to eliminate such inconsistency. Notwithstanding the above, any ESOS Offer offered to such Eligible Person pursuant to the Scheme shall be valid strictly in Malaysia only unless specifically mentioned otherwise by the Nomination and Remuneration Committee in the ESOS Offer.
- 31.8 No action has been or will be taken by the Company to make an ESOS Offer valid in any country or jurisdiction other than Malaysia or to ensure compliance of the ESOS Offer with all applicable laws and regulations in any other country or jurisdiction other than Malaysia. No action has or will be taken also by the Company to ensure compliance by the Eligible Person to whom an ESOS Offer is offered, with all applicable laws and regulations in such other country or jurisdiction in which the Eligible Person accepts the ESOS Offer or will exercise the ESOS Option.
- 31.9 Any Eligible Person to whom an ESOS Offer is offered is required to ensure that they comply with all applicable laws and regulations in each country or jurisdiction in or from which they accept the ESOS Offer or exercise the ESOS Option. By their acceptance of an ESOS Offer, each Grantee has represented, warranted and agreed that they have and will continue to observe all applicable laws and regulations in the jurisdiction in which they accept the ESOS Offer and/or will exercise the ESOS Option.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE**DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE ACCOMPANYING THE ELECTRONIC PROSPECTUS OF HI MOBILITY BERHAD (“HI MOBILITY” OR THE “COMPANY”) DATED 7 MARCH 2025 (“PROSPECTUS”).**

Unless otherwise defined, all words and expressions used here shall carry the same meaning as ascribed to them in our Prospectus.

Unless the context otherwise requires, words used in the singular include the plural, and vice versa.

1. OPENING AND CLOSING OF APPLICATIONS

OPENING OF THE APPLICATION PERIOD: 10.00 A.M., 7 MARCH 2025

CLOSING OF THE APPLICATION PERIOD: 5.00 P.M., 19 MARCH 2025

Applications for our IPO Shares will open and close at the times and dates stated above.

If there are any changes to this timetable, we will advertise a notice of the changes in a widely circulated English and Bahasa Malaysia newspaper within Malaysia.

Late Applications will not be accepted.

2. METHODS OF APPLICATION**2.1 Application for our Issue Shares by the Malaysian Public and Eligible Persons**

Application must accord with our Prospectus and our Constitution. The submission of an Application Form does not mean that your Application will succeed. You agree to be bound by our Constitution.

Types of Application and category of investors	Application method
Applications by Eligible Persons	Pink Application Form only
Applications by the Malaysian Public:	
(i) Individuals	White Application Form or Electronic Share Application or Internet Share Application
(ii) Non-Individuals	White Application Form only

Applicants who subscribe for the IPO Shares allocated under the Pink Form Allocation may also apply by way of balloting for the IPO Shares available under the Malaysian Public.

Institutional Offering

Institutional and selected investors who have been allocated our IPO Shares under the Institutional Offering will be contacted directly by the Sole Placement Agent and should follow the instructions as communicated by the Sole Placement Agent.

Institutional and selected investors may still apply for our IPO Shares offered to the Malaysian Public using the White Application Form or Electronic Share Application or Internet Share Application.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)**3. ELIGIBILITY****3.1 General**

You must have a CDS account and a correspondence address in Malaysia. If you do not have a CDS account, you may open a CDS account by contacting any of the ADAs set out in **Section 12** of this Detailed Procedures for Application and Acceptance accompanying the electronic copy of our Prospectus on the website of Bursa Securities. The CDS account must be in your own name. Invalid, nominee or third party CDS accounts will not be accepted for the Applications.

Only **ONE** Application Form for each category from each applicant will be considered and **APPLICATIONS MUST BE FOR AT LEAST 100 ISSUE SHARES OR MULTIPLES OF 100 ISSUE SHARES.**

MULTIPLE APPLICATIONS WILL NOT BE ACCEPTED UNLESS EXPRESSLY ALLOWED IN THESE TERMS AND CONDITIONS. AN APPLICANT WHO SUBMITS MULTIPLE APPLICATIONS IN HIS OWN NAME OR BY USING THE NAME OF OTHERS, WITH OR WITHOUT THEIR CONSENT, COMMITS AN OFFENCE UNDER SECTION 179 OF THE CMSA AND IF CONVICTED, MAY BE PUNISHED WITH A MINIMUM FINE OF RM1,000,000 AND A JAIL TERM OF UP TO 10 YEARS UNDER SECTION 182 OF THE CMSA.

AN APPLICANT IS NOT ALLOWED TO SUBMIT MULTIPLE APPLICATIONS IN THE SAME CATEGORY OF APPLICATION.

AN APPLICANT WHO WISHES TO SUBMIT APPLICATIONS USING A JOINT BANK ACCOUNT MUST CONTACT THE FINANCIAL INSTITUTION HANDLING THE APPLICATIONS TO ENSURE THAT THE NAME ON THE JOINT BANK ACCOUNT MATCHES THE NAME ON THEIR CDS ACCOUNT. THIS STEP MINIMIZES THE RISK OF REJECTION OF IPO APPLICATIONS DUE TO NAME DISCREPANCIES. OUR COMPANY, PRINCIPAL ADVISER AND ISSUING HOUSE ARE NOT RESPONSIBLE FOR ANY ISSUES ARISING THEREAFTER.

3.2 Application by the Malaysian Public

You can only apply for our IPO Shares if you fulfill all of the following: -

- (i) You must be one of the following: -
 - (a) a Malaysian citizen who is at least 18 years old as at the date of the application for our Issue Shares; or
 - (b) a corporation/institution incorporated in Malaysia with a majority of Malaysian citizens on your board of directors/trustees and if you have a share capital, more than half of the issued share capital, excluding preference share capital, is held by Malaysian citizens; or
 - (c) a superannuation, co-operative, foundation, provident, pension fund established or operating in Malaysia.
- (ii) You must not be a director or employee of the Issuing House or an immediate family member of a director or employee of the Issuing House; and
- (iii) You must submit an Application by using only one of the following methods: -
 - (a) White Application Form; or
 - (b) Electronic Share Application; or
 - (c) Internet Share Application.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)**3.3 Application by Eligible Persons**

The Eligible Persons will be provided with Pink Application Forms and letters from us detailing their respective allocation as well as detailed procedures on how to subscribe to the allocated IPO shares. Applicants must follow the notes and instructions in the said document and where relevant, in our Prospectus. All duly completed Pink Application Forms should be submitted to our Group through the Human Resources or Finance Department.

4. PROCEDURES FOR APPLICATION BY WAY OF APPLICATION FORMS

Each application for our Issue Shares must be made using the correct type of Application Form. The Application Form must be completed in accordance with the notes and instructions contained in the respective category of the Application Form. Applications which do not conform **STRICTLY** to the terms of our Prospectus or the respective category of Application Form or notes and instructions or which are illegible will not be accepted. The Malaysian Public must follow the following procedures in making their applications through the **White Application Form**: -

- (i) Obtain the relevant Application Form together with the Official "A" and "B" envelopes and our Prospectus.

The **White Application Form** together with our Prospectus, can be obtained subject to availability from Maybank Investment Bank Berhad, participating organisations of Bursa Securities, members of the Association of Banks in Malaysia, members of the Malaysian Investment Banking Association, the Issuing House and our Company.

- (ii) In accordance with Section 232(2) of the CMSA, the **White Application Form** is accompanied by our Prospectus. You are advised to read and understand our Prospectus before making your Application.
- (iii) Complete the **White Application Form** legibly and **STRICTLY** in accordance with the notes and instructions printed on it and in our Prospectus, including: -
 - (a) ensuring that your personal particulars submitted in your Application are identical with the records maintained by Bursa Depository. You are required to inform Bursa Depository promptly of any change to your personal particulars as the notification letter of successful allocation will be sent to your registered or correspondence address last maintained with Bursa Depository;
 - (b) stating your CDS Account number in the space provided in the **White Application Form**. Invalid or nominee or third-party CDS Accounts will **not** be accepted;
 - (c) Stating the details of your payment in the appropriate boxes provided in the **White Application Form**; and
 - (d) Stating the number of shares applied. Applications must be for at least 100 Issue Shares or multiples of 100 IPO Shares.
- (iv) Prepare the appropriate form of payment in RM for the FULL amount payable based on the IPO Price of RM1.22 for each IPO Share.

Method below is relevant for White Form Application Form only whereas for Pink Application Form, kindly direct the submission of the form to our Company, through the Human Resources or Finance Department.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Payment must be made out in favour of "**MIH SHARE ISSUE ACCOUNT NO. 668**" and crossed "**A/C PAYEE ONLY**" and endorsed on the reverse side with your name and address.

Only Banker's Draft or Cashier's Order drawn on a bank in Kuala Lumpur, Money or Postal Orders (for applicants from Sabah and Sarawak only) and Guaranteed Giro Order from Bank Simpanan Nasional Malaysia Berhad will be accepted.

We will not accept Applications with excess or insufficient remittances or inappropriate forms of payment. Remittances must be completed in the appropriate boxes provided in the **White Application Form**.

- (v) Insert the **White Application Form** together with payment and a legible photocopy of your identification document (national registration identity card ("**NRIC**") or official valid temporary identity documents issued by the relevant authorities from time to time or the authority card (if you are a member of the armed forces or police) or certificate of incorporation or the certificate of change of name for corporate or institutional applicant (where applicable)) into the Official "A" envelope and seal it. You must write your name and address on the outside of the Official "A" and "B" envelopes.

Affix an RM1.50 stamp on the Official "A" envelope and insert the Official "A" envelope into the Official "B" envelope.

The name and address written must be identical to your name and address as in your NRIC or any official valid temporary identity documents issued by the relevant authorities from time to time or the authority card (if you are a member of the armed forces or police) for individual applicant; or certificate of incorporation or the certificate of change of name for corporate or institutional applicant (where applicable).

- (vi) Each completed **White Application Form**, accompanied by the appropriate remittance and legible photocopy of the relevant documents may be submitted using one of the following methods: -

1. despatched by **ORDINARY POST** in the official envelopes provided to the following address: -

Malaysian Issuing House Sdn Bhd
(Registration No. 199301003608 (258345-X))
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan

or

P.O. Box 00010
Pejabat Pos Jalan Sultan
46700 Petaling Jaya
Selangor Darul Ehsan

2. **DELIVERED BY HAND AND DEPOSITED** in the Drop-in Boxes provided at the front portion of Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan so as to arrive not later than **5.00 p.m.** on **19 March 2025** or by such other time and date specified in any change to the date or time for closing. We will not accept late Applications.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

We, together with the Issuing House, will not issue any acknowledgement of the receipt of your **White Application Form** or Application monies. Please direct all enquiries in respect of the **White Application Form** to the Issuing House.

5. APPLICATION BY WAY OF ELECTRONIC SHARE APPLICATION**5.1 Participating Financial Institutions**

Only Malaysian individuals may apply for our IPO Shares offered to the Malaysian Public through the ATMs of the following Participating Financial Institutions and their branches. The following processing fee for each Electronic Share Application will be charged by the respective Participating Financial Institutions (unless waived) as follows: -

Participating Financial Institutions	Charges
Affin Bank Berhad	Free
Alliance Bank Malaysia Berhad	RM1.00
AmBank (M) Berhad	RM1.00
CIMB Bank Berhad	RM2.50
Malayan Banking Berhad	RM1.00
Public Bank Berhad	RM2.00
RHB Bank Berhad	RM2.50

Please note that these processing fees may be varied or waived from time to time at the discretion of the respective Participating Financial Institutions. Please contact the relevant Participating Financial Institutions for further enquiries.

5.2 Procedures for Electronic Share Application

The procedures for Electronic Share Application at ATMs of the Participating Financial Institutions are set out on the ATM screens of the relevant Participating Financial Institutions.

PLEASE READ THE TERMS OF OUR PROSPECTUS, THE TERMS AND CONDITIONS AND PROCEDURES FOR ELECTRONIC SHARE APPLICATIONS SET OUT BELOW AND AT THE RESPECTIVE ATMS CAREFULLY PRIOR TO MAKING AN ELECTRONIC SHARE APPLICATION.

If you encounter any problems in your Application, you may refer to the respective Participating Financial Institutions.

You must have an account with a Participating Financial Institution and an ATM card issued by that Participating Financial Institution to access the account. An ATM card issued by one of the Participating Financial Institutions cannot be used to apply for our Issue Shares at an ATM belonging to other Participating Financial Institutions.

You are to submit at least the following information through the ATM, where the instructions on the ATM screen require you to do so: -

- Personal Identification Number ("**PIN**");
- MIH Share Issue Account No. 668;

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- Your CDS Account number;
- Number of Issue Shares applied for and the RM amount to be debited from the account; and
- Confirmation of several mandatory statements as set out in **Section 5.3** below.

Upon the completion of your Electronic Share Application transaction at the ATM, you will receive a computer-generated transaction slip ("**Transaction Record**"), confirming the details of your Electronic Share Application. The Transaction Record is only a record of the completed transaction at the ATM and not a record of the receipt of the Electronic Share Application or any data relating to such an Electronic Share Application by our Company or the Issuing House. The Transaction Record is for your records and should not be submitted with any Application Form.

5.3 Terms and conditions for Electronic Share Application

You must have a CDS Account to be eligible to use the Electronic Share Application. Invalid, nominee or third-party CDS Accounts will not be accepted.

YOU MUST ENSURE THAT YOU USE YOUR OWN CDS ACCOUNT NUMBER WHEN MAKING AN ELECTRONIC SHARE APPLICATION. IF YOU OPERATE A JOINT ACCOUNT WITH ANY PARTICIPATING FINANCIAL INSTITUTION, YOU MUST ENSURE THAT YOU ENTER YOUR OWN CDS ACCOUNT NUMBER WHEN USING AN ATM CARD ISSUED TO YOU IN YOUR OWN NAME. YOUR APPLICATION WILL BE REJECTED IF YOU FAIL TO COMPLY WITH THE ABOVE.

The Electronic Share Application shall be made on, and subject to, the above terms and conditions as well as the terms and conditions appearing below: -

- (i) The Electronic Share Application shall be made in relation to and subject to the terms of our Prospectus and our Company's Constitution.
- (ii) You are required to confirm the following statements (by pressing pre-designated keys or buttons on the ATM keyboard) and undertake that the following information given are true and correct: -
 - (a) You are at least 18 years old as at the date of the application for our Issue Shares;
 - (b) You are a Malaysian citizen residing in Malaysia;
 - (c) You have read our Prospectus and understood and agreed with the terms and conditions of the Application;
 - (d) The Electronic Share Application is the only application that you are submitting for our Issue Shares offered to the Malaysian Public; and
 - (e) You give consent to the disclosure by the relevant Participating Financial Institution and/or Bursa Depository, as the case may be, of your information, your Electronic Share Application or your account with the Participating Financial Institution and Bursa Depository, to the Issuing House and other relevant authorities.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Your Application will not be successfully completed and cannot be recorded as a completed transaction at the ATM unless you complete all the steps required by the Participating Financial Institutions. By doing so, it is considered that you have confirmed each of the above statements as well as given consent in accordance with the relevant laws of Malaysia (including but not limited to Sections 133 and 134 of the Financial Services Act, 2013 and Section 45 of SICDA) to the disclosure by the relevant Participating Financial Institutions and/or Bursa Depository, as the case may be, of your information to the Issuing House or any relevant authority.

- (iii) You confirm that you are not applying for our Issue Shares offered to the Malaysian Public as a nominee of any other person and your Electronic Share Application is made in your name, as the beneficial owner. You shall only make one Electronic Share Application and shall not make any other application for our Issue Shares offered to the Malaysian Public.
- (iv) You must have sufficient funds in your account with the relevant Participating Financial Institution at the time the Electronic Share Application, to cover and pay for our Issue Shares and the relating processing fees, charges and expenses, if any, to be incurred, failing which your Electronic Share Application will not be deemed complete. Any Electronic Share Application which does not conform strictly to the instructions set out in our Prospectus or any instruction displayed on the screens of the ATM through which the Electronic Share Application is being made, will be rejected.
- (v) You irrevocably agree and undertake to subscribe for or purchase and to accept the number of Issue Shares applied for as stated in the Transaction Record or any lesser number of Issue Shares that may be allotted or allocated to you in respect of your Electronic Share Application. In the event that we decide to allot or allocate a lesser number of such Issue Shares or not to allot or allocate any Issue Shares to you, you agree to accept any such decision as final. If your Electronic Share Application is successful, your confirmation of the number of Issue Shares applied for (by your action of pressing the designated keys or buttons on the ATM keyboard) shall be deemed to signify, and shall be treated as,
 - (a) your acceptance of the number of Issue Shares that may be allotted or allocated to you in the event that your Electronic Share Application is successful or successful in part, as the case may be; and
 - (b) your agreement to be bound by our Constitution.
- (vi) The Issuing House, on the authority of our Board, reserves the right to reject any Electronic Share Application or accept any Electronic Share Application in whole or in part only without the need to give any reason. Due consideration will be given to the desirability of allotting or allocating our Issue Shares to a reasonable number of applicants with a view to establishing a liquid and adequate market for our Shares.
- (vii) You request and authorise us:-
 - (a) to credit our Issue Shares allotted or allocated to you into your CDS Account; and
 - (b) to issue share certificate(s) representing such Issue Shares or jumbo certificates which represent, amongst others, such Issue Shares, allotted or allocated in the name of Bursa Malaysia Depository Nominees Sdn Bhd and send the same to Bursa Depository.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (viii) You acknowledge that your Electronic Share Application is subject to risks of electrical, electronic, technical, transmission, communication and computer-related faults and breakdowns, fires and other events beyond our control or the control of the Issuing House, Bursa Depository or the Participating Financial Institution, and irrevocably agree that if: -
- (a) our Company or the Issuing House does not receive your Electronic Share Application and/or payment; or
 - (b) any data relating to your Electronic Share Application is wholly or partially lost, corrupted, or otherwise inaccessible, or not transmitted or communicated to our Company or the Issuing House,
- you will be deemed not to have made an Electronic Share Application and will not make any claim whatsoever against our Company, the Issuing House and/or the relevant Participating Financial Institution for our Issue Shares applied for or for any compensation, loss or damage whatsoever, as a consequence thereof or arising therefrom.
- (ix) All of your particulars in the records of the relevant Participating Financial Institution at the time of making the Electronic Share Application shall be deemed to be true and correct, and our Company, the Issuing House and the relevant Participating Financial Institution, and all other persons who, are entitled or allowed under the law to such information or where you expressly consent to the provision of such information, shall be entitled to rely on the accuracy thereof.
- (x) You must ensure that your personal particulars as recorded by both Bursa Depository and the relevant Participating Financial Institution are correct and identical. Otherwise, your Electronic Share Application will be rejected. You must inform Bursa Depository promptly of any change in your address, failing which the notification letter of successful allotment will be sent to your registered or correspondence address last maintained with Bursa Depository.
- (xi) By making and completing an Electronic Share Application, you agree that: -
- (a) in consideration of us agreeing to allow and accept the application for our Issue Shares through the Electronic Share Application facility established by the Participating Financial Institutions at their respective ATMs, your Electronic Share Application is irrevocable;
 - (b) we, the Participating Financial Institutions, Bursa Depository and the Issuing House shall not be liable for any delay, failure or inaccuracy in the processing of data relating to your Electronic Share Application due to a breakdown or failure of transmission or communication facilities or to any cause beyond our or the control of any of them;
 - (c) notwithstanding the receipt of any payment by or on behalf of our Company, the acceptance of your offer to subscribe for and purchase our Issue Shares for which the Electronic Share Application has been successfully completed shall be constituted by the issue of notices of allotment in respect of the said Issue Shares;
 - (d) you irrevocably authorise Bursa Depository to complete and sign on your behalf as transferee or renouncee any instrument of transfer and other documents required for the issue or transfer of our Issue Shares allotted or allocated to you; and

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (e) you agree that in relation to any legal action, proceedings or disputes arising out of or in relation to the contract between the parties and/or the Electronic Share Application and/or any terms of our Prospectus, all rights, obligations and liabilities of the parties shall be construed and determined in accordance with the laws of Malaysia and with all directives, rules, regulations and notices from regulatory bodies of Malaysia and that you irrevocably submit to the jurisdiction of the Courts of Malaysia.
- (xii) the Issuing House, acting on the authority of our Board, reserves the right to reject Applications which do not conform to these instructions.

6. APPLICATION BY WAY OF INTERNET SHARE APPLICATION**6.1 Internet Participating Financial Institutions**

Applications for our Issue Shares by the Malaysian Public Individuals may be made through the Internet financial services website of the Internet Participating Financial Institutions.

The following processing fee for each Internet Share Application will be charged by the respective Internet Participating Financial Institutions (unless waived) as follows:-

YOU ARE ADVISED NOT TO APPLY FOR OUR ISSUE SHARES THROUGH ANY WEBSITE OTHER THAN THE INTERNET FINANCIAL SERVICES WEBSITE OF THE INTERNET PARTICIPATING FINANCIAL INSTITUTIONS.

Internet Participating Financial Institution	Website address	Fees charged
Affin Bank Berhad	https://rib.affinalways.com	Free
Alliance Bank Malaysia Berhad	www.allianceonline.com.my	RM1.00
CGS International Securities Malaysia Sdn Bhd (formerly known as CGS-CIMB Securities Sdn Bhd)	eipo.cgsi.com.my	RM2.00 for payment through CIMB Bank Berhad or Malayan Banking Berhad
Malacca Securities Sdn Bhd	https://eipo.mplusononline.com	Free
Malayan Banking Berhad	www.maybank2u.com.my	RM1.00
Moomoo Securities Malaysia Sdn Bhd	https://www.moomoo.com/my	Free
Public Bank Berhad	www.pbebank.com	RM2.00

Please note that these fees may be varied or waived from time to time at the discretion of the respective Internet Participating Financial Institutions. Please contact the relevant Internet Participating Financial Institutions for further enquiries.

PLEASE READ THE TERMS OF OUR PROSPECTUS, THE TERMS AND CONDITIONS AND PROCEDURES FOR INTERNET SHARE APPLICATIONS SET OUT BELOW AND AT THE INTERNET FINANCIAL SERVICES WEBSITE OF THE RESPECTIVE INTERNET PARTICIPATING FINANCIAL INSTITUTIONS CAREFULLY PRIOR TO MAKING AN INTERNET SHARE APPLICATION.

If you encounter any problems in your Application, you may refer to the respective Internet Participating Financial Institutions.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

6.2 Terms and conditions for Internet Share Application

PLEASE NOTE THAT THE ACTUAL TERMS AND CONDITIONS OUTLINED BELOW SUPPLEMENT THE ADDITIONAL TERMS AND CONDITIONS FOR INTERNET SHARE APPLICATIONS CONTAINED IN THE INTERNET FINANCIAL SERVICES WEBSITE OF THE RESPECTIVE INTERNET PARTICIPATING FINANCIAL INSTITUTIONS.

An Internet Share Application shall be made on and subject to the following terms and conditions: -

- (i) You can make an Internet Share Application if you fulfill all of the following: -
 - (a) You are an individual with a CDS Account and in the case of a joint account, an individual CDS Account registered in your name which is to be used for the purpose of the application if you are making the application instead of a CDS Account registered in the joint account holder's name;
 - (b) You have an existing account with access to Internet financial services facilities with an Internet Participating Financial Institution. You must have your user identification ("**User ID**") and Personal Identification Numbers ("**PIN**")/password for the relevant Internet financial services facilities; and
 - (c) You are a Malaysian citizen and have a mailing address in Malaysia.

You are advised to note that a User ID and PIN/password issued by one of the Internet Participating Financial Institutions cannot be used to apply for our IPO Shares at Internet financial service websites of other Internet Participating Financial Institutions.

- (ii) An Internet Share Application shall be made on and subject to the terms of our Prospectus and our Company's Constitution.
- (iii) You are required to confirm the following statements (by selecting the designated hyperlink on the relevant screen of the Internet financial services website of the Internet Participating Financial Institution) and to undertake that the following information given are true and correct: -
 - (a) You are at least 18 years old as at the date of the application for our Issue Shares;
 - (b) You are a Malaysian citizen residing in Malaysia;
 - (c) You have read our Prospectus and understood and agreed with the terms and conditions of the Application;
 - (d) The Internet Share Application is the only application that you are submitting for our Issue Shares offered to the Malaysian Public;
 - (e) You authorise the Internet Participating Financial Institution or the Authorised Financial Institution to deduct the full amount payable for our Issue Shares from your account with the Internet Participating Financial Institution or the Authorised Financial Institution;

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (f) You give consent in accordance with the relevant laws of Malaysia (including but not limited to Sections 133 and 134 of the Financial Service Act, 2013 and Section 45 of SICDA) to the disclosure by the relevant Internet Participating Financial Institution, the Authorised Financial Institution and/or Bursa Depository, as the case may be, of your information, your Internet Share Application or your account with the Internet Participating Financial Institution, to the Issuing House the Authorised Financial Institution, and any other relevant authorities;
 - (g) You are not applying for our IPO Shares offered to the Malaysian Public as a nominee of any other person and your Internet Share Application is made in your own name, as the beneficial owner and subject to the risks referred to in our Prospectus; and
 - (h) You authorise the Internet Participating Financial Institution to disclose and transfer to any person, including any government or regulatory authority in any jurisdiction, our Company, Bursa Securities or other relevant parties in connection with our IPO, all information relating to you if required by any law, regulation, court order or any government or regulatory authority in any jurisdiction or if such disclosure and transfer is, in the reasonable opinion of the Internet Participating Financial Institution, necessary for the provision of the Internet Share Application services or if such disclosure is requested or required in connection with our IPO. Further, the Internet Participating Financial Institution will take reasonable precautions to preserve the confidentiality of information furnished by you to the Internet Participating Financial Institution in connection with the use of the Internet Share Application services.
- (iv) Your Application will not be successfully completed and cannot be recorded as a completed application unless you have paid for our IPO Shares through the website of the Authorised Financial Institution and completed all relevant application steps and procedures for the Internet Share Application which would result in the Internet financial services website displaying the Confirmation Screen.

For the purposes of our Prospectus, “**Confirmation Screen**” shall mean the screen which appears or is displayed on the Internet financial services website, which confirms that your Internet Share Application has been completed and states the details of your Internet Share Application, including the number of IPO Shares applied for which you can print out for your records.

Upon the display of the Confirmation Screen, you will be deemed to have confirmed the truth of the statements set out in **Section 6.2(iii)** above. The Confirmation Screen is only a record of the completed transaction with an Internet Participating Financial Institution and not a record of the receipt of the Internet Share Application or any data relating to such an Internet Share Application by our Company or the Issuing House. The Confirmation Screen is for your record and should not be submitted with any Application Form.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (v) You must have sufficient funds in your account with the relevant Internet Participating Financial Institution or the Authorised Financial Institution at the time of making your Internet Share Application, to cover and pay for our IPO Shares and the related processing fees, charges and expenses, if any, to be incurred, failing which your Internet Share Application will not be deemed complete, notwithstanding the display of the Confirmation Screen. Any Internet Share Application which does not conform strictly to the instructions set out in our Prospectus or any instructions displayed on the screens of the Internet financial services website through which the Internet Share Application is made will be rejected.
- (vi) You irrevocably agree and undertake to subscribe for or purchase and to accept the number of IPO Shares applied for as stated on the Confirmation Screen or any lesser number of Issue Shares that may be allotted or allocated to you in respect of your Internet Share Application. In the event that we decide to allot or allocate lesser number of such Shares or not to allot or allocate any IPO Shares to you, you agree to accept any such decision as final.

In the course of completing your Internet Share Application on the website of the Internet Participating Financial Institution, your confirmation of the number of IPO Shares applied for (by way of your action of clicking the designated hyperlink on the relevant screen of the website) shall be deemed to signify and shall be treated as:-

- (a) Your acceptance of the number of IPO Shares that may be allotted or allocated to you in the event that your Internet Share Application is successful or successful in part, as the case may be; and
 - (b) Your agreement to be bound by our Constitution.
- (vii) You are fully aware that multiple or suspected multiple Internet Share Applications for our IPO Shares will be rejected. **A PERSON WHO SUBMITS MULTIPLE INTERNET SHARE APPLICATIONS IN HIS OWN NAME OR BY USING THE NAME OF OTHERS, WITH OR WITHOUT THEIR CONSENT, COMMITS AN OFFENCE UNDER SECTION 179 OF THE CMSA AND IF CONVICTED, MAY BE PUNISHED WITH A MINIMUM FINE OF RM1,000,000 AND A JAIL TERM OF UP TO 10 YEARS UNDER SECTION 182 OF THE CMSA.** Our Company reserves the right to reject any Internet Share Application or accept any Internet Share Application in whole or in part only without the need to give any reason. Due consideration will be given to the desirability of allotting or allocating our IPO Shares to a reasonable number of applicants with a view to establishing a liquid and adequate market for our Shares.
- (viii) An Internet Share Application is deemed to be received only upon its completion, which is when the Confirmation Screen is displayed on the Internet financial services website. You are advised to print out and retain a copy of the Confirmation Screen for reference and record purposes. Late Internet Share Applications will not be accepted.
- (ix) You acknowledge that your Internet Share Application is subject to risk of electrical, electronic, technical and computer-related faults and breakdowns, faults with computer software, problems occurring during data transmission, computer security threats such as viruses, hackers and crackers, fires, and other events beyond our control or the control of the Internet Participating Financial Institution, the Authorised Financial Institution, the Issuing House, Bursa Depository and our Company and irrevocably agree that if:-

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (a) our Company, the Issuing House, the Internet Participating Financial Institution and/or the Authorised Financial Institution do not receive your Internet Share Application and/or payment; and
- (b) any data relating to your Internet Share Application or the tape or any other devices containing such data and/or payment is wholly or partly lost, corrupted, destroyed or otherwise not accessible, and for any reason whatsoever,

you will be deemed not to have made an Internet Share Application and you will not make any claim whatsoever against our Company, the Issuing House, the Internet Participating Financial Institution and/or the Authorised Financial Institution for our IPO Shares applied for or for any compensation, loss or damage whatsoever, as a consequence thereof or arising therefrom.

- (x) All of your particulars in the records of the relevant Internet Participating Financial Institution at the time of making your Internet Share Application shall be deemed to be true and correct, and our Company, the Issuing House, the relevant Internet Participating Financial Institutions and all other persons who, are entitled or allowed under the law to such information or where you expressly consent to the provision of such information, shall be entitled to rely on the accuracy thereof.
- (xi) You must ensure that your personal particulars as recorded by both Bursa Depository and the Internet Participating Financial Institution are correct and identical. Otherwise, your Internet Share Application will be rejected. You must inform Bursa Depository promptly of any change in your address, failing which the notification letter on successful allotment will be sent to your registered or correspondence address last maintained with Bursa Depository.

7. AUTHORITY OF OUR BOARD AND ISSUING HOUSE

Your Application will be selected in a manner to be determined by our Board. Due consideration will be given to the desirability of allotting and allocating our IPO Shares to a reasonable number of applicants with a view to establishing a liquid and adequate market for our Shares. The Issuing House, on the authority of our Board, reserves the right to:-

- (i) reject Applications which: -
 - (a) do not conform to the instructions of our Prospectus, Application Forms, Electronic Share Application and Internet Share Application (where applicable); or
 - (b) are illegible, incomplete or inaccurate; or
 - (c) are accompanied by an improperly drawn up, or improper form of remittance; or
- (ii) reject or accept any Application, in whole or in part, on a non-discriminatory basis without the need to give any reason; and
- (iii) bank in all Application monies (including those from unsuccessful/partially successful applicants) which would subsequently be refunded, where applicable (without interest), by: -
 - (a) ordinary post through the self-addressed and stamped Official "A" envelope which you have provided to the Issuing House;

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (b) crediting into your bank account for the purposes of cash dividend/distribution if you have provided such bank account information to Bursa Depository; or
- (c) ordinary/registered post to your registered or correspondence address last maintained with Bursa Depository if you have not provided such bank account information to Bursa Depository.

If you are successful in your Application, our Board reserves the right to require you to appear in person at the registered office of the Issuing House at any time within 14 days of the date of the notice issued to you to ascertain that your Application is genuine and valid. Our Board shall not be responsible for any loss or non-receipt of the said notice nor will it be accountable for any expenses incurred or to be incurred by you for the purpose of complying with this provision.

8. OVER/UNDER SUBSCRIPTION

In the event of over-subscription, the Issuing House will conduct a ballot in the manner approved by our Directors to determine the acceptance of Applications in a fair and equitable manner. In determining the manner of balloting, our Directors will consider the desirability of allotting and allocating our Issue Shares to a reasonable number of applicants for the purpose of broadening the shareholding base of our Company and establishing a liquid and adequate market for our Shares.

The basis of allocation of shares and the balloting results in connection therewith will be furnished by our Issuing House to Bursa Securities, all major Bahasa Malaysia and English newspapers as well as posted on our Issuing House's website www.mih.com.my within 1 market day after the balloting event.

Pursuant to the Listing Requirements we are required to have a minimum of 25% of our Company's issued share capital to be held by at least 1,000 public shareholders holding not less than 100 Shares each upon Listing and completion of our IPO. We expect to achieve this at the point of Listing. In the event the above requirement is not met, we may not be allowed to proceed with our Listing. In the event thereof, monies paid in respect of all Applications will be returned in full (without interest).

In the event of an under-subscription of our IPO Shares by the Malaysian Public and/or Eligible Persons, subject to the clawback and reallocation provisions as set out in **Section 4.2.3** of our Prospectus, any of the abovementioned Issue Shares not applied for will then be subscribed by the Sole Underwriter based on the terms of the Underwriting Agreement.

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DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)**9. UNSUCCESSFUL/PARTIALLY SUCCESSFUL APPLICANTS**

If you are unsuccessful/partially successful in your Application, your Application monies (without interest) will be refunded to you in the following manner:-

9.1 For applications by way of Application Form

- (i) The Application monies or the balance of it, as the case may be, will be returned to you through the self-addressed and stamped Official "A" envelope you provided by ordinary post (for fully unsuccessful applications) or by crediting into your bank account (the same bank account you have provided to Bursa Depository for the purposes of cash dividend/distribution) or if you have not provided such bank account information to Bursa Depository, the balance of Application monies will be refunded via banker's draft sent by ordinary/registered post to your registered or correspondence address last maintained with Bursa Depository (for partially successful applications) within 10 Market Days from the date of the final ballot at your own risk.
- (ii) If your Application is rejected because you did not provide a CDS Account number, your Application monies will be refunded via banker's draft sent by ordinary/registered post to your address as stated in the NRIC or official valid temporary identity documents issued by the relevant authorities from time to time or the authority card (if you are a member of the armed forces or police) at your own risk.
- (iii) A number of Applications will be reserved to replace any successfully balloted Applications that are subsequently rejected. The Application monies relating to these Applications which are subsequently rejected or unsuccessful or only partly successful will be refunded (without interest) by the Issuing House as per items (i) and (ii) above (as the case may be).
- (iv) The Issuing House reserves the right to bank into its bank account all Application monies from unsuccessful applicants. These monies will be refunded (without interest) within 10 Market Days from the date of the final ballot by crediting into your bank account (the same bank account you have provided to Bursa Depository for the purposes of cash dividend/distribution) or by issuance of banker's draft sent by ordinary/registered post to your registered or correspondence address last maintained with Bursa Depository if you have not provided such bank account information to Bursa Depository or as per item (ii) above (as the case may be).

9.2 For applications by way of Electronic Share Application and Internet Share Application

- (i) The Issuing House shall inform the Participating Financial Institutions or Internet Participating Financial Institutions of the unsuccessful or partially successful Applications within 2 Market Days after the balloting date. The full amount of the Application monies or the balance of it will be credited (without interest) into your account with the Participating Financial Institution or Internet Participating Financial Institution (or arranged with the Authorised Financial Institution) within 2 Market Days after the receipt of confirmation from the Issuing House.
- (ii) You may check your account on the 5th Market Day from the balloting date.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

- (iii) A number of Applications will be reserved to replace any successfully balloted Applications that are subsequently rejected. The Application monies relating to these Applications which are subsequently rejected will be refunded (without interest) by the Issuing House by crediting into your account with the Participating Financial Institution or Internet Participating Financial Institutions (or arranged with the Authorised Financial Institutions) not later than 10 Market Days from the date of the final ballot. For Applications that are held in reserve and which are subsequently unsuccessful or partially successful, the relevant Participating Financial Institution will be informed of the unsuccessful or partially successful Applications within 2 Market Days after the final balloting date. The Participating Financial Institution will credit the Application monies or any part thereof (without interest) within 2 Market Days after the receipt of confirmation from the Issuing House.

10. SUCCESSFUL APPLICANTS

If you are successful in your Application: -

- (i) Our IPO Shares allotted to you will be credited into your CDS Account.
- (ii) A notice of allotment will be despatched to you at your registered or correspondence address last maintained with the Bursa Depository, at your own risk, before our Listing. This is your only acknowledgement of acceptance of your Application.
- (iii) In accordance with Section 14(1) of the SICDA, Bursa Securities has prescribed our Shares as prescribed securities. As such, our Issue Shares issued/offered through our Prospectus will be deposited directly with Bursa Depository and any dealings in these Shares will be carried out in accordance with the SICDA and Rules of Bursa Depository.
- (iv) In accordance with Section 29 of the SICDA, all dealings in our Shares will be by book entries through CDS Accounts. No share certificates will be issued to you and you shall not be entitled to withdraw any deposited securities held jointly with Bursa Depository or its nominee as long as our Shares are listed on Bursa Securities.

11. ENQUIRIES

Enquiries in respect of your Applications may be directed as follows: -

Mode of application	Parties to direct the enquiries
Application Form	Issuing House Enquiry Services Telephone at telephone no. +603-7890 4700
Electronic Share Application	The relevant Participating Financial Institution
Internet Share Application	The relevant Internet Participating Financial Institution and Authorised Financial Institution

You may also check the status of your Application at the Issuing House's website at www.mih.com.my, by entering your CDS Account Number on the site after the allotment date. The status of your Application will be available by 3:00 PM. Alternatively, you may contact any of the ADAs set out in **Section 12** of this Detailed Procedures for Application and Acceptance accompanying the Electronic Prospectus on the website of Bursa Securities.

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)**12. LIST OF ADAS**

The list of ADAs and their respective addresses, telephone numbers and broker codes are as follows: -

Name	Address and telephone number	Broker Code
<u>KUALA LUMPUR</u>		
AFFIN HWANG INVESTMENT BANK BERHAD	Level 19, Menara Affin Lingkaran TRX, Tun Razak Exchange 55188 Kuala Lumpur Tel No.: 03 – 8230 5555	068-018
AFFIN HWANG INVESTMENT BANK BERHAD	2nd Floor, Bangunan AHP No. 2, Jalan Tun Mohd Fuad 3 Taman Tun Dr. Ismail 60000 Kuala Lumpur Tel No : 03 - 7710 6688	068-019
AFFIN HWANG INVESTMENT BANK BERHAD	Mezzanine & 3rd Floor Chulan Tower No. 3, Jalan Conlay 50450 Kuala Lumpur Tel No : 03 – 2143 8668	068-018
AFFIN HWANG INVESTMENT BANK BERHAD	38A & 40A, Jalan Midah 1 Taman Midah 56000 Cheras Kuala Lumpur Tel No : 03 – 9130 8803	068-018
AMINVESTMENT BANK BERHAD	8-9, 11-18, 21-25th Floor, Bangunan AmBank Group 55, Jalan Raja Chulan 50200 Kuala Lumpur Tel. No. : 03 – 2031 0102	086-001
BIMB SECURITIES SDN BHD	Level 34, Menara Bank Islam, 22, Jalan Perak, Kuala Lumpur 50450 Kuala Lumpur Tel No : 03 – 2613 1700	024-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	3rd Floor 2 & 4 Jalan Mutiara Timur Satu Taman Mutiara Cheras 56100 Kuala Lumpur Tel. No. : 03 – 9132 7424/7428/7429	065-001
CIMB SECURITIES SDN BHD (formerly known as Kaf Equities Sdn Bhd)	14th Floor, Chulan Tower No. 3, Jalan Conlay 50450 Kuala Lumpur Tel No : 03 – 2171 0216	053-001

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>KUALA LUMPUR (cont'd)</u>		
FA SECURITIES SDN BHD	A-10-1 & A-10-17 Level 10, Menara UOA Bangsar No. 5, Jalan Bangsar Utama 1 59000 Kuala Lumpur Tel No : 03 – 2288 1676	021-001
HONG LEONG INVESTMENT BANK BERHAD	Mezzanine Floor Level 3A, Block B, HP Towers No. 12, Jalan Gelenggang 60000 Kuala Lumpur Tel No : 03 – 2080 8777	066-002
HONG LEONG INVESTMENT BANK BERHAD	Level 27 & 28, Menara Hong Leong No. 6, Jalan Damanlela Bukit Damansara 50490 Kuala Lumpur Tel No : 03 – 2083 1800	066-008
INTER-PACIFIC SECURITIES SDN BHD	West Wing, Level 13 Berjaya Times Square No. 1, Jalan Imbi 55100 Kuala Lumpur Tel No : 03 – 2117 1888	054-001
INTER-PACIFIC SECURITIES SDN BHD	Ground Floor, 7-0-8, Jalan 3/109F Danau Business Centre, Danau Desa 58100 Kuala Lumpur Tel No : 03 – 7984 7796	054-003
INTER-PACIFIC SECURITIES SDN BHD	No. 33-1 (First Floor) Jalan Radin Bagus Bandar Baru Seri Petaling 57000 Kuala Lumpur Tel No : 03 – 9056 2922	054-007
KENANGA INVESTMENT BANK BERHAD	Level 17, Kenanga Tower, 237 Jalan Tun Razak 50400 Kuala Lumpur Tel No : 03 – 2172 2888	073-001
M & A SECURITIES SDN BHD	Level 1-3, No. 45 & 47 and 43-6 The Boulevard, Mid Valley City Lingkaran Syed Putra 59200 Kuala Lumpur Tel. No. : 03-2282 1820	057-002
M & A SECURITIES SDN BHD	22A-1 Jalan Kuchai Maju 1 Kuchai Entrepreneurs' Park Off Jalan Kuchai Lama 58200 Kuala Lumpur Tel. No. : 03-7983 9890	057-004

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>KUALA LUMPUR (cont'd)</u>		
MALACCA SECURITIES SDN BHD	No 76-1, Jalan Wangsa Maju Delima 6 Pusat Bandar Wangsa Maju (KLSC) Setapak 53300, Kuala Lumpur Tel No: 03 – 4144 2565	012-001
MALACCA SECURITIES SDN BHD	B-M-10, Block B Plaza Arkadia Jalan Intisari Perdana Desa Park City 52200 Kuala Lumpur Tel No : 03-2733 9782	012-001
MALACCA SECURITIES SDN BHD	B01-A-13A Level 13A, Menara 2 No.3, Jalan Bangsar KL ECO City 59200 Kuala Lumpur Tel No : 03-2201 2100	012-001
MAYBANK INVESTMENT BANK BERHAD	Level 5, Tower C Dataran Maybank No.1, Jalan Maarof 59000 Kuala Lumpur Tel No : 03-2297 8888	098-001
MAYBANK INVESTMENT BANK BERHAD	27, 31 to 33 Floor Menara Maybank 100 Jalan Tun Perak 50050 Kuala Lumpur Tel No : 03-2059 1888	098-007
MERCURY SECURITIES SDN BHD	L-7-2, No. 2 Jalan Solaris Solaris Mont' Kiara 50480 Kuala Lumpur Tel No : 03 -6203 7227	093-002
MOOMOO SECURITIES MALAYSIA SDN BHD (formerly known as Futu Malaysia Sdn Bhd)	Level 9, Menara Khuan Choo 75A Jalan Raja Chulan Bukit Bintang 50200 Kuala Lumpur Tel No.: 03-9212 0718	062-001
PHILLIP CAPITAL SDN BHD (formerly known as Alliance Investment Bank Berhad)	B-3-6, Block B, Level 3 Megan Avenue II No.12, Jalan Yap Kwan Seng 50450 Kuala Lumpur Tel. No. :03-2783 0361	076-001
NEWPARADIGM SECURITIES SDN BHD (formerly known as PM Securities Sdn Bhd)	Level 12, EXSIM Tower (Block D) Millerz Square @ Old Klang Road Megan Legasi, No. 357, Jalan Klang Lama 58000 Kuala Lumpur Tel. No. : 03-2054 8000	064-001

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>KUALA LUMPUR (cont'd)</u>		
PUBLIC INVESTMENT BANK BERHAD	27th Floor, Menara Public Bank 2 No. 78, Jalan Raja Chulan 50200 Kuala Lumpur Tel No : 03 – 2268 3000	051-001
RHB INVESTMENT BANK BERHAD	Level 1, Tower 3 RHB Centre, Jalan Tun Razak 50400 Kuala Lumpur Tel. No. : 03-9280 2233/2354	087-001
RHB INVESTMENT BANK BERHAD	Level 5, Tower One RHB Centre, Jalan Tun Razak 50400 Kuala Lumpur Tel. No. : 03-9280 2453	087-001
RHB INVESTMENT BANK BERHAD	No. 62, 62-1, 64 & 64-1, Vista Magna Jalan Prima, Metro Prima 52100 Kuala Lumpur Tel No : 03 – 6257 5869	087-028
RHB INVESTMENT BANK BERHAD	No. 5 & 7 Jalan Pandan Indah 4/33 Pandan Indah 55100 Kuala Lumpur Tel No : 03 – 4280 4798	087-054
RHB INVESTMENT BANK BERHAD	Ground Floor No. 55, Zone J4 Jalan Radin Anum Bandar Baru Seri Petaling 57000 Kuala Lumpur Tel No : 03 – 9058 7222	087-058
TA SECURITIES HOLDINGS BERHAD	Menara TA One No. 22, Jalan P. Ramlee 50250 Kuala Lumpur Tel No : 03 – 2072 1277	058-003
UOB KAY HIAN SECURITIES (M) SDN BHD	N3, Plaza Damas 60, Jalan Sri Hartamas 1 Sri Hartamas 50480 Kuala Lumpur Tel No : 03 – 6205 6000	078-004
UOB KAY HIAN SECURITIES (M) SDN BHD	Ground & 19th Floor Menara Keck Seng 203 Jalan Bukit Bintang 55100 Kuala Lumpur Tel No : 03 – 2147 1888	078-010

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>SELANGOR DARUL EHSAN</u>		
AFFIN HWANG INVESTMENT BANK BERHAD	Suite B 3A1, East Wing 3Ath Floor Wisma Consplant 2 No. 7, Jalan SS 16/1 47500 Subang Jaya Selangor Darul Ehsan Tel No : 03 – 5635 6688	068-019
AFFIN HWANG INVESTMENT BANK BERHAD	4th Floor, Wisma Meru 1 Lintang Pekan Baru Off Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No : 03 – 3343 9999	068-019
AFFIN HWANG INVESTMENT BANK BERHAD	No.79-1, Jalan Batu Nilam 5 Bandar Bukit Tinggi 41200 Klang Selangor Darul Ehsan Tel No : 03 – 3322 1999	068-019
AMINVESTMENT BANK BERHAD	4th Floor, Plaza Damansara Utama No. 2, Jalan SS21/60 47400 Petaling Jaya Selangor Darul Ehsan Tel No : 03 – 7710 6613	086-001
APEX SECURITIES BERHAD (formerly known as JF Apex Securities Berhad)	Level 5, Menara UAC No.12, Jalan PJU7/5, Mutiara Damansara 47800 Petaling Jaya Selangor Darul Ehsan Tel. No.03 7890 8899 ext 2012/2007	079-001
APEX SECURITIES BERHAD (formerly known as JF Apex Securities Berhad)	16th Floor Menara Choy Fook On No. 1B, Jalan Yong Shook Lin 46050 Petaling Jaya Selangor Darul Ehsan Tel No : 03 – 7620 1118	079-002
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	No. A-07-01 & A-07-02 Empire Office Tower Empire Subang Jalan SS16/1 47500 Subang Jaya Selangor Darul Ehsan Tel. No. : 03-5631 7934/7892	065-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	1st Floor (No. 11A) Jalan Kenari 1 Bandar Puchong Jaya 47100 Puchong Selangor Darul Ehsan Tel. No. : 03-5891 6852	065-001

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>SELANGOR DARUL EHSAN</u> <u>(cont'd)</u>		
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	1st Floor, No. 26A(F), 26A(M) & 26A(B) Jalan SJ6, Taman Selayang Jaya 68100 Batu Caves Selangor Darul Ehsan Tel. No.: 03-6137 1680	065-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	2nd Floor (No. 26-2) Lorong Batu Nilam 4B Bandar Bukit Tinggi 41200 Klang Selangor Darul Ehsan Tel. No. : 03-3325 7105/7106	065-001
KENANGA INVESTMENT BANK BERHAD	Lot 240, 2nd Floor, The Curve No. 6, Jalan PJU 7/3 Mutiar Damansara 47800 Petaling Jaya Selangor Darul Ehsan Tel No. : 03 – 7725 9095	073-001
KENANGA INVESTMENT BANK BERHAD	Level 1 East Wing Wisma Consplant 2 No. 7 Jalan SS 16/1 47500 Subang Jaya Selangor Darul Ehsan Tel No. : 03 – 5621 2118	073-001
KENANGA INVESTMENT BANK BERHAD	35 (Ground, 1st & 2nd Floor) Jalan Tiara 3, Bandar Baru Klang 41150 Klang Selangor Darul Ehsan Tel No. : 03 – 3348 8080	073-001
MALACCA SECURITIES SDN BHD	BO1-A-13A, Level 13A, Menara 2 No.3 Jalan Bangsar, KL Eco City, Bangsar 59200 Kuala Lumpur Wilayah Persekutuan Tel No : 03 – 5636 1533	012-001
MALACCA SECURITIES SDN BHD	No. 54M, Mezzanine Floor Jalan SS2/67 47300 Petaling Jaya Selangor Darul Ehsan Tel No : 03 – 7876 1533	012-001
MAYBANK INVESTMENT BANK BERHAD	Wisma Bentley Music Level 1, No. 3, Jalan PJU 7/2 Mutiar Damansara 47800 Petaling Jaya Selangor Darul Ehsan Tel No : 03 – 7718 8888	098-004

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>SELANGOR DARUL EHSAN</u> <u>(cont'd)</u>		
MAYBANK INVESTMENT BANK BERHAD	Suite 8.02, Level 8, Menara Trend Intan Millennium Square No. 68, Jalan Batai Laut 4 Taman Intan, 41300 Klang Selangor Darul Ehsan Tel No : 03 – 3050 8888	098-003
MIDF AMANAH INVESTMENT BANK BERHAD	Level 21, Menara MBSB Bank, PJ Sentral Lot 12, Persiaran Barat, Seksyen 52 46200 Petaling Jaya Selangor Darul Ehsan Tel No : 03 – 2173 8888	026-001
NEWPARADIGM SECURITIES SDN BHD (formerly known as PM Securities Sdn Bhd)	1st Floor, 157- A, Jalan Kenari 23A Bandar Puchong Jaya 47100 Puchong Selangor Darul Ehsan Tel No : 03 – 8070 0773	064-003
NEWPARADIGM SECURITIES SDN BHD (formerly known as PM Securities Sdn Bhd)	No. 18 & 20, Jalan Tiara 2 Bandar Baru Klang 41150 Klang Selangor Darul Ehsan Tel No : 03 – 3341 5300	064-007
RHB INVESTMENT BANK BERHAD	1,3 & 5, Tingkat 2 Jalan 52/18 New Town Centre 46200 Petaling Jaya Selangor Darul Ehsan Tel No : 03 – 7873 6366 / 7875 8428	087-011
RHB INVESTMENT BANK BERHAD	First Floor, 10 & 11 Jalan Maxwell 48000, Rawang Selangor Darul Ehsan Tel No :03 – 6092 8916	087-047
RHB INVESTMENT BANK BERHAD	Ground & Mezzanine Floor No. 87 & 89, Jalan Susur Pusat Perniagaan NBC Batu 1½, Jalan Meru 41050 Klang Selangor Darul Ehsan Tel No : 03 – 3343 9180	087-048
RHB INVESTMENT BANK BERHAD	Unit 1B, 2B & 3B Jalan USJ 10/1J USJ 10, 47610 UEP Subang Jaya Selangor Darul Ehsan Tel No : 03 – 8022 1888	087-059

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>SELANGOR DARUL EHSAN</u> <u>(cont'd)</u>		
SJ SECURITIES SDN BHD	26, Jalan Pendaftar U1/54 Temasya Glenmarie 40150 Shah Alam Selangor Darul Ehsan Tel No : 03 – 5567 3000	096-001
TA SECURITIES HOLDINGS BERHAD	No. 2-1, 2-2, 2-3 & 4-2 Jalan USJ 9/5T, Subang Business Centre 47620 UEP Subang Jaya Selangor Darul Ehsan Tel No : 03 – 8025 1880	058-005
TA SECURITIES HOLDINGS BERHAD	2nd Floor, Wisma TA 1A Jalan SS20/1, Damansara Utama 47400 Petaling Jaya Selangor Darul Ehsan Tel No : 03 – 7729 5713	058-007
<u>MELAKA</u>		
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	Ground, 1st & 2nd Floor No. 191, Taman Melaka Raya Off Jalan Parameswara 75000 Melaka Tel No : 06 – 289 8800	065-001
MALACCA SECURITIES SDN BHD	No. 1, 3 & 5, Jalan PPM9 Plaza Pandan Malim (Business Park) Balai Panjang 75250 Melaka Tel No : 06 – 337 1533	012-001
MERCURY SECURITIES SDN BHD	81, 81A & 81B Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel No : 06 – 2921 898	093-003
KENANGA INVESTMENT BANK BERHAD	71 (Ground, A&B) & 73 (Ground, A&B) Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel No : 06 – 2881 720	073-001
NEWPARADIGM SECURITIES SDN BHD (formerly known as PM Securities Sdn Bhd)	No 6-1, Jalan Lagenda 2, Taman 1 Lagenda, 75400 Melaka Tel No : 06 – 288 0050	064-006

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>MELAKA (cont'd)</u>		
RHB INVESTMENT BANK BERHAD	579, 580 & 581, Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel No : 06 – 282 5211	087-026
TA SECURITIES HOLDINGS BERHAD	59, 59A, 59B Jalan Merdeka Taman Melaka Raya 75000 Melaka Tel No : 06 – 286 2618	058-003
UOB KAY HIAN SECURITIES (M) SDN BHD	7-2 Jalan PPM8 Malim Business Park 75250 Melaka Tel No : 06 – 335 2511	078-014
<u>PERAK DARUL RIDZUAN</u>		
AFFIN HWANG INVESTMENT BANK BERHAD	21, Jalan Stesen Ground Floor, 1, 2 & 3 34000 Taiping Perak Darul Ridzuan Tel No : 05 – 806 6688	068-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	Ground, 1st, 2nd & 3rd Floor No. 8, 8A-C Persiaran Greentown 4C Greentown Business Centre 30450 Ipoh Perak Darul Ridzuan Tel No : 05 – 208 8688	065-001
HONG LEONG INVESTMENT BANK BERHAD	51-53, Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No : 05 – 2530 888	066-003
KENANGA INVESTMENT BANK BERHAD	Ground, 1st, 2nd & 4th Floor No. 63 Persiaran Greenhill 30450 Ipoh Perak Darul Ridzuan Tel No : 05 – 242 2828	073-022
M & A SECURITIES SDN BHD	5th and 6th Floor and Unit 8A M&A Building 52A, Jalan Sultan Idris Shah 30000 Ipoh Perak Darul Ridzuan Tel No : 05 – 241 9800	057-001
MALACCA SECURITIES SDN BHD	No 3, 1st Floor, Persiaran Greenhill 30450, Ipoh Perak Darul Ridzuan Tel No: 012-618 4998	012-013

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>PERAK DARUL RIDZUAN (cont'd)</u>		
MAYBANK INVESTMENT BANK BERHAD	B-G-04 (Ground Floor), Level 1 & 2 42 Persiaran Greentown 1 Pusat Dagangan Greentown 30450 Ipoh Perak Darul Ridzuan Tel No : 05 – 245 3400	098-002
RHB INVESTMENT BANK BERHAD	Ground & 1st Floor No. 17, Jalan Intan 2 Bandar Baru 36000 Teluk Intan Perak Darul Ridzuan Tel No : 05 – 623 6498	087-014
RHB INVESTMENT BANK BERHAD	Ground & 1st Floor No. 23 & 25 Jalan Lumut 32000 Sitiawan Perak Darul Ridzuan Tel No : 05 – 692 1228	087-016
RHB INVESTMENT BANK BERHAD	Unit E-2-2A, E-3-2A, E-4-2A & E-5-2A SOHO Ipoh 2, Jalan Sultan Idris Shah 30000 Ipoh Perak Darul Ridzuan Tel. No. : 05-241 5100	087-023
RHB INVESTMENT BANK BERHAD	Ground Floor, No. 40, 42 & 44 Jalan Berek 34000 Taiping Perak Darul Ridzuan Tel No : 05 – 808 8229	087-034
RHB INVESTMENT BANK BERHAD	No 1&3, 1st Floor Jalan Wawasan Satu Taman Wawasan Jaya 34200 Parit Buntar Perak Darul Ridzuan Tel No : 05 – 717 0888	087-052
TA SECURITIES HOLDINGS BERHAD	Ground, 1st & 2nd Floor Plaza Teh Teng Seng No. 227, Jalan Raja Permaisuri Bainun 30250 Ipoh Perak Darul Ridzuan Tel No : 05 – 253 1313	058-001
UOB KAY HIAN SECURITIES (M) SDN BHD	153A Jalan Raja Musa Aziz 30300 Ipoh Perak Darul Ridzuan Tel No : 05 – 241 1290	078-002

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>PULAU PINANG</u>		
AFFIN HWANG INVESTMENT BANK BERHAD	Level 2, 3, 4, 5, 7 & 8 Wisma Sri Pinang 60, Green Hall 10200 Pulau Pinang Tel No : 04-2636996	068-001
AFFIN HWANG INVESTMENT BANK BERHAD	1st, 2nd & 3rd Floor No. 2 & 4, Jalan Perda Barat Bandar Perda 14000 Bukit Mertajam Pulau Pinang Tel No : 04-5372882	068-001
AMINVESTMENT BANK BERHAD	3rd Floor, Menara Liang Court 37, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel No : 04-2261818	086-001
APEX SECURITIES BERHAD (formerly known as JF Apex Securities Berhad)	368-2-5 Jalan Burmah Belissa Row 10350 Pulau Tikus Pulau Pinang Tel No : 04-2289118	079-005
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	Level 2, Menara BHL, 51, Jalan Sultan Ahmad Shah, 10050 Pulau Pinang Tel No : 04-2385900	065-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	No. 20-1 & 20-2 Persiaran Bayan Indah Bayan Bay, Sungai Nibong 11900 Nayan Lepas Pulau Pinang Tel No : 04-6412 881	065-001
MALACCA SECURITIES SDN BHD	28, Lorong Tangling Indah 3 Taman Tangling Indah 14100 Simpang Ampat Pulau Pinang Tel. No. : 04-506 0967	012-001
MALACCA SECURITIES SDN BHD	No.11A-1, Persiaran Bayan Indah Taman Bayan Indah 11900 Bayan Lepas Pulau Pinang Tel. No. : 04-642 1533	012-001
MAYBANK INVESTMENT BANK BERHAD	Ground Floor, Bangunan KWSP No. 38, Jalan Sultan Ahmad Shah 10050 Georgetown, Pulau Pinang Tel No : 04 – 219 6888	098-006

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>PULAU PINANG (cont'd)</u>		
MERCURY SECURITIES SDN BHD	Ground, 1st, 2nd & 3rd Floor Wisma UMNO Lorong Bagan Luar Dua 12000 Butterworth, Seberang Perai Pulau Pinang Tel No : 04 – 332 2123	093-001
MERCURY SECURITIES SDN BHD	2nd Floor, Standard Chartered Bank Chambers 2, Lebuhr Pantai 10300 Pulau Pinang Tel No : 04 – 263 9118	093-004
MERCURY SECURITIES SDN BHD	D'Piazza Mall 70-1-22 Jalan Mahsuri 11900 Bandar Bayan Baru Pulau Pinang Tel No : 04 – 640 0822	093-006
INTER-PACIFIC SECURITIES SDN BHD	Canton Square Level 2 (Unit 1) & Level 3 No. 56, Cantontment Road 10250 Pulau Pinang Tel. No. : 04-226 8288	054-002
KENANGA INVESTMENT BANK BERHAD	7th, 8th & 16th Floor Menara Boustead Penang 39, Jalan Sultan Ahmad Shah 10050 Pulau Pinang Tel.No.: 04-228 3355	073-023
PHILLIP CAPITAL SDN BHD (formerly known as Alliance Investment Bank Berhad)	29A, Ground Floor Beach Street 10300 Pulau Pinang Tel No : 04-261 6363	076-015
NEWPARADIGM SECURITIES SDN BHD (formerly known as PM Securities Sdn Bhd)	56B. 1st Floor Jalan Perak, Perak Plaza 10150 Pulau Pinang Tel. No.: 04-2273 000	064-004
RHB INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 2677, Jalan Chain Ferry Taman Inderawasih 13600 Seberang Prai Pulau Pinang Tel No : 04 – 390 0022	087-005
RHB INVESTMENT BANK BERHAD	64 & 64-D Ground Floor-3rd Floor & 5th-8th Floor Lebuhr Bishop 10200 Pulau Pinang Tel No : 04 – 263 4222	087-033

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>PULAU PINANG (cont'd)</u>		
RHB INVESTMENT BANK BERHAD	1st Floor No. 15-1-5, 15-1-6, 15-2-5, 15-2-6 & 15-2-24 Medan Kampung Relau (Bayan Point) 11950 Pulau Pinang Tel No : 04 – 640 4888	087-042
TA SECURITIES HOLDINGS BERHAD	3rd Floor, Bangunan Heng Guan No. 171, Jalan Burmah 10050 Pulau Pinang Tel No : 04 – 227 2339	058-010
UOB KAY HIAN SECURITIES (M) SDN BHD	1st Floor, Bangunan Heng Guan 171 Jalan Burmah 10050 Pulau Pinang Tel No : 04 – 229 9318	078-002
UOB KAY HIAN SECURITIES (M) SDN BHD	21Jalan Bayu Mutiara 2 Taman Bayu Mutiara 14000 Bukit Mertajam Pulau Pinang Tel No : 04 – 504 7313 / 7316	078-003
<u>PAHANG DARUL MAKMUR</u>		
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	Ground, 1st & 2nd Floor No. A-27, Jalan Dato' Lim Hoe Lek 25200 Kuantan Pahang Darul Makmur Tel No : 09 – 505 7800	065-001
KENANGA INVESTMENT BANK BERHAD	A15, A17 & A19, Ground Floor Jalan Tun Ismail 2 Sri Dagangan 2 25000 Kuantan Pahang Darul Makmur Tel No : 09 – 517 1698	073-001
MALACCA SECURITIES SDN BHD	P11-3, Jalan Chui Yin 28700 Bentong Pahang Darul Makmur Tel No : 09 – 222 0993	012-001
PHILLIP CAPITAL SDN BHD (formerly known as Alliance Investment Bank Berhad)	Ground, Mezzanine & 1st Floor B400, Jalan Beserah 25300 Kuantan Pahang Darul Makmur Tel No : 09 – 566 0800	076-002
RHB INVESTMENT BANK BERHAD	No. 12 Ground Floor, 1st and 2nd Floor Jalan Putra Square 1 Putra Square 25300 Pahang Darul Makmur Tel. No. : 09-517 3811	087-007

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>KELANTAN DARUL NAIM</u>		
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	Level 4 Wisma TCH (formerly known as Wisma Square Point) Jalan Pengkalan Chepa 15400 Kota Bharu Kelantan Darul Naim Tel. No. : 09-741 9050/9051/9052/9053	065-001
RHB INVESTMENT BANK BERHAD	Ground & 1st Floor No. 3953-H, Jalan Kebun Sultan 15350 Kota Bharu Kelantan Darul Naim Tel No : 09 – 743 0077	087-020
TA SECURITIES HOLDINGS BERHAD	298, Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel No : 09 – 7432 288 / 3388	058-004
UOB KAY HIAN SECURITIES (M) SDN BHD	Ground & 1st Floor Lot 712, Sek 9, PT 62 Jalan Tok Hakim 15000 Kota Bharu Kelantan Darul Naim Tel No : 09 – 747 3906	078-004
<u>TERENGGANU DARUL IMAN</u>		
PHILLIP CAPITAL SDN BHD (formerly known as Alliance Investment Bank Berhad)	No. 46, 1st Floor Jalan Sultan Ismail 20200 Kuala Terengganu Tel.No.: 09-6317 922	076-009
RHB INVESTMENT BANK BERHAD	1st Floor, 59 Jalan Sultan Ismail 20200 Kuala Terengganu Terengganu Darul Iman Tel No : 09 – 626 1816	087-055
UOB KAY HIAN SECURITIES (M) SDN BHD	37-B, 1st Floor Jalan Sultan Ismail 20200 Kuala Terengganu Terengganu Darul Iman Tel No : 09 – 622 4766	078-016
<u>KEDAH DARUL AMAN</u>		
AFFIN HWANG INVESTMENT BANK BERHAD	No. 70 & 70A, Jalan Mawar 1 Taman Pekan Baru 08000 Sungai Petani Kedah Darul Aman Tel No : 04 – 425 6666	068-001

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>KEDAH DARUL AMAN (cont'd)</u>		
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	2nd Floor, No. 102 Kompleks Persiaran Sultan Abdul Hamid Jalan Pegawai 05050 Alor Setar Kedah Darul Aman Tel. No. : 04-777 4400/4401	065-001
MALACCA SECURITIES SDN BHD	No. 9, First Floor Kompleks Perniagaan LITC Jalan Putra Mergong 05150 Alor Setar Kedah Darul Aman Tel No : 04 – 735 0888	012-001
PHILLIP CAPITAL SDN BHD (formerly known as Alliance Investment Bank Berhad)	Lot T-30, 2nd Floor, Wisma PKNK Jalan Sultan Badlishah 05000 Alor Setar Kedah Darul Aman Tel No : 04 – 731 7088 / 8270	076-004
RHB INVESTMENT BANK BERHAD	Ground & 1st Floor, 214-A, 214-B, 215-A & 215-B Medan Putra, Jalan Putra 05150 Alor Setar Kedah Darul Aman Tel No : 04 – 720 9888	087-021
UOB KAY HIAN SECURITIES (M) SDN BHD	Lot 4, 5 & 5A, 1st Floor EMUM 55 No. 55, Jalan Gangsa Kawasan Perusahaan Mergong 2 Seberang Jalan Putra 05150 Alor Setar Kedah Darul Aman Tel No : 04 – 732 2111	078-007
<u>NEGERI SEMBILAN DARUL KHUSUS</u>		
AFFIN HWANG INVESTMENT BANK BERHAD	No. 26-2, Jalan S2 B16 Pusat Dagangan Seremban 2 70300 Seremban Negeri Sembilan Darul Khusus Tel. No. : 06-603 7408	068-019
AFFIN HWANG INVESTMENT BANK BERHAD	6, Upper Level, Jalan Mahligai 72100 Bahau Negeri Sembilan Darul Khusus Tel No : 06 – 455 3188	068-019
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	1st Floor, No 21, Jalan Mahligai 72100 Bahau Negeri Sembilan Darul Khusus Tel. No. : 06-455 3166/3266	065-001

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>NEGERI SEMBILAN DARUL KHUSUS (cont'd)</u>		
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	2nd Floor, Lot 3110 Jalan Besar, Lukut 71010 Port Dickson Negeri Sembilan Darul Khusus Tel. No. : 06-651 5385	065-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	No. 38, 1st Floor Jalan S2 B18 Biz Avenue Seremban 2 70300 Seremban Negeri Sembilan Darul Khusus Tel. No. : 06-761 4651	065-001
KENANGA INVESTMENT BANK BERHAD	1C & 1D, Ground & 1st Floor Jalan Tunku Munawir 70000 Seremban, Negeri Sembilan Tel No : 06 – 765 5998	073-001
MAYBANK INVESTMENT BANK BERHAD	Wisma HM No. 43, Jalan Dr Krishnan 70000 Seremban Negeri Sembilan Tel No : 06 – 766 9555	098-005
NEWPARADIGM SECURITIES SDN BHD (formerly known as PM Securities Sdn Bhd)	1st-3rd Floor 19-21, Jalan Kong Sang 70000 Seremban Negeri Sembilan Darul Khusus Tel No : 06 – 762 3131	064-002
NEWPARADIGM SECURITIES SDN BHD (formerly known as PM Securities Sdn Bhd)	Ground & 1st Floor No. 3, Jalan Dato Abdullah 71200 Kuala Klawang Negeri Sembilan Darul Khusus Tel No : 06 – 613 7767	064-002
RHB INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 32 & 33, Jalan Dato' Bandar Tunggal 70000 Seremban Negeri Sembilan Darul Khusus Tel No : 06 – 764 1641	087-024
<u>JOHOR DARUL TAKZIM</u>		
AFFIN HWANG INVESTMENT BANK BERHAD	Level 7, Johor Bahru City Square (Office Tower) 106-108 Jalan Wong Ah Fook 80000 Johor Bahru Johor Darul Takzim Tel No : 07 – 222 2692	068-004

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>JOHOR DARUL TAKZIM (cont'd)</u>		
AFFIN HWANG INVESTMENT BANK BERHAD	2nd Floor, No 11 & 12 BP Avenue Jalan Abdul Rahman Bandar Penggaram 83000 Batu Pahat Johor Darul Takzim Tel No.: 07 – 431 1081	068-004
AMINVESTMENT BANK BERHAD	2nd & 3rd Floor, Penggaram Complex 1, Jalan Abdul Rahman 83000 Batu Pahat Johor Darul Takzim Tel No : 07 - 434 2282	086-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	No 73, Ground Floor No 73A & 79A, First Floor Jalan Kuning Dua, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No : 07 – 340 5888	065-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	1st Floor, No. 384A Jalan Simbang, Taman Perling 81200 Johor Bahru Johor Darul Takzim Tel. No. : 07-232 9673	065-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	2nd Floor, 113 & 114 Jalan Genuang 85000 Segamat Johor Darul Takzim Tel. No. : 07-931 1509/1523	065-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	1st Floor, 101 Jalan Gambir 8 Bandar Baru Bukit Gambir 84800 Muar Johor Darul Takzim Tel. No. : 06-976 4559/4560	065-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	1st Floor No. 8A Jalan Dedap 20 Taman Johor Jaya 81100 Johor Bahru Johor Darul Takzim Tel. No. : 07-353 7669/7959	065-001
INTER-PACIFIC SECURITIES SDN BHD	95, Jalan Tun Abdul Razak 80000 Johor Bahru Johor Darul Takzim Tel No : 07 – 223 1211	054-004

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>JOHOR DARUL TAKZIM (cont'd)</u>		
KENANGA INVESTMENT BANK BERHAD	Level 2, Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No : 07 – 333 3600	073-004
KENANGA INVESTMENT BANK BERHAD	57, 59 and 61 Jalan Ali 84000 Muar Johor Darul Takzim Tel No : 06 – 953 1222	073-001
M & A SECURITIES SDN BHD	Suite 5.3A, Level 5, Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No : 07 – 338 1233	057-003
MALACCA SECURITIES SDN BHD	No. 40A, Jalan Perang Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No : 07 335 1533	012-001
MALACCA SECURITIES SDN BHD	1735-B, Jalan Sri Putri 4 Taman Putri Kulai 81000 Kulaijaya Johor Darul Takzim Tel: 07 – 663 8877	012-001
MALACCA SECURITIES SDN BHD	Lot 880, 3 ½ Mile Jalan Salleh 84000 Muar Johor Darul Takzim Tel: 06 – 9536 948	012-001
MERCURY SECURITIES SDN BHD	Suite 17.1, Level 17, Menara Pelangi Jalan Kuning, Taman Pelangi 80400 Johor Bahru Johor Darul Takzim Tel No : 07 – 331 6992	093-005
PHILLIP CAPITAL SDN BHD (formerly known as Alliance Investment Bank Berhad)	No. 73, 1st Floor Jalan Rambutan 86000 Kluang Johor Darul Takzim Tel No : 07 – 771 7922	076-006

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>JOHOR DARUL TAKZIM (cont'd)</u>		
NEWPARADIGM SECURITIES SDN BHD (formerly known as PM Securities Sdn Bhd)	Ground & 1st Floor No. 43 & 43A, Jalan Penjaja 3 Taman Kim's Park, Business Centre 83000 Batu Pahat Johor Darul Takzim Tel No : 07 – 433 3608	064-008
RHB INVESTMENT BANK BERHAD	53, 53-A & 53-B, Jalan Sultanah 83000 Batu Pahat Johor Darul Takzim Tel No : 07 – 438 0288	087-009
RHB INVESTMENT BANK BERHAD	No. 33-1, 1st & 2nd Floor Jalan Ali 84000 Muar Johor Darul Takzim Tel No : 06 – 953 8262	087-025
RHB INVESTMENT BANK BERHAD	Ground & 1st Floor No. 119 & 121 Jalan Sutera Tanjung 8/2 Taman Sutera Utama 81300 Skudai Johor Darul Takzim Tel No : 07 – 557 7628	087-029
RHB INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 3, Jalan Susur Utama 2/1 Taman Utama 85000 Segamat Johor Darul Takzim Tel No : 07 – 932 1543	087-030
RHB INVESTMENT BANK BERHAD	Ground & 1st Floor No. 40 Jalan Haji Manan 86000 Kluang Johor Darul Takzim Tel No : 07 – 776 9655	087-031
RHB INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor No. 10, Jalan Anggerik 1 Taman Kulai Utama 81000 Kulai Johor Darul Takzim Tel No : 07 – 662 6288	087-035
RHB INVESTMENT BANK BERHAD	Ground, 1st & 2nd Floor, No. 21 & 23 Jalan Molek 1/30, Taman Molek 81100 Johor Bahru Johor Darul Takzim Tel No : 07 -352 2293	087-043

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>JOHOR DARUL TAKZIM (cont'd)</u>		
TA SECURITIES HOLDINGS BERHAD	7A, Jalan Genuang Perdana Taman Genuang Perdana 85000 Segamat Johor Darul Takzim Tel No : 07 – 943 5278	058-009
TA SECURITIES HOLDINGS BERHAD	15, Jalan Molek 1/5A Taman Molek 81000 Johor Bahru Tel No: 07 – 364 7388	058-011
TA SECURITIES HOLDINGS BERHAD	No. 29-03, Jalan Sri Pelangi Taman Pelangi 80400 Johor Bahru Tel No: 07-3364672	058-013
UOB KAY HIAN SECURITIES (M) SDN BHD	Level 6 & 7, Menara MSC Cyberport No. 5, Jalan Bukit Meldrum 80300 Johor Bahru Johor Darul Takzim Tel No : 07 – 333 2000	078-001
UOB KAY HIAN SECURITIES (M) SDN BHD	42-8, Main Road Kulai Besar 81000 Kulai Johor Darul Takzim Tel No : 07 – 663 5651	078-001
<u>SARAWAK</u>		
AFFIN HWANG INVESTMENT BANK BERHAD	2nd Floor, Lot No. 27, NBX 2 The Northbank Off Kuching-Samarahan Expressway 93350 Kuching Sarawak Tel No : 082 – 50 1007	068-005
AMINVESTMENT BANK BERHAD	1st, 2nd, & 3rd Floor, No. 162, 164, 166 & 168 Jalan Abell 93100 Kuching Sarawak Tel No : 082 – 24 4791	086-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	No. 6A, Ground Floor Jalan Bako, Off Brooke Drive 96000 Sibul Sarawak Tel No : 084 – 367 700	065-001

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>SARAWAK (cont'd)</u>		
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	Level 1 (North), Wisma STA 26 Jalan Datuk Abang Abdul Rahim 93450 Kuching Sarawak Tel No : 082 – 35 8688	065-001
KENANGA INVESTMENT BANK BERHAD	Lot 1866, Jalan MS 2/5 Marina Square 2 Marina Parkcity 98000 Miri Sarawak Tel No : 085 – 43 5577	073-001
KENANGA INVESTMENT BANK BERHAD	Level 2-4, Wisma Mahmud Jalan Sungai Sarawak 93100 Kuching Sarawak Tel No : 082 – 33 8000	073-001
KENANGA INVESTMENT BANK BERHAD	11-12, Ground & 1st Floor Lorong Kampung Datu 3 96000 Sibu Sarawak Tel No : 084 – 31 3855	073-001
MERCURY SECURITIES SDN BHD	1st Floor 16, Jalan Getah 96100 Sarikei Sarawak Tel No : 084 – 65 6281	093-001
RHB INVESTMENT BANK BERHAD	Tingkat Bawah dan Tingkat 1 No. 221, Parkcity Commerce Square Phase III Jalan Tun Ahmad Zaidi 97000 Bintulu Sarawak Tel. No. : 086-31 7678	087-053
RHB INVESTMENT BANK BERHAD	Yung Kong Abell Units No. 1-10, 2nd Floor Lot 365, Section 50 Jalan Abell 93100 Kuching Sarawak Tel. No. : 082-250 888	087-008
RHB INVESTMENT BANK BERHAD	No. 102, Pusat Pedada Jalan Dr Wong Soon Kai 96000 Sibu Sarawak Tel No : 084 – 32 9100	087-008

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>SARAWAK (cont'd)</u>		
TA SECURITIES HOLDINGS BERHAD	12G, H & I Jalan Kampong Datu 96000 Sibu Sarawak Tel No : 084 – 31 9998	058-002
UOB KAY HIAN SECURITIES (M) SDN BHD	Lot 1265, 1st Floor Centre Point Commercial Centre Jalan Melayu 98000, Miri Sarawak Tel: 085 – 32 4128	078-017
UOB KAY HIAN SECURITIES (M) SDN BHD	Ground & 1st Floor No 16, Lorong Intan 6 96000 Sibu Sarawak Tel: 084 – 25 2737	078-018
<u>SABAH</u>		
AFFIN HWANG INVESTMENT BANK BERHAD	No. 2 M3 Block A Level 2, Luyang Commercial Centre Damai Plaza PH3 Jalan Damai 88300 Kota Kinabalu Sabah Tel No : 088 – 31 1688	068-005
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	1st & 2nd Floor Central Building No. 28, Jalan Sagunting 88000 Kota Kinabalu Sabah Tel No : 088 – 32 8878	065-001
CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (formerly known as CGS-CIMB Securities Malaysia Sdn Bhd)	1st Floor, Lot 12 Block A3, Phase 2 Utama Place Mile 6, Northern Road 90000 Sandakan Sabah Tel. No. : 089-21 5578	065-001
KENANGA INVESTMENT BANK BERHAD	Level 8, Wisma Great Eastern 68, Jalan Gaya 88000 Kota Kinabalu Sabah Tel No : 088 – 23 6188	073-032

DETAILED PROCEDURES FOR APPLICATION AND ACCEPTANCE (cont'd)

Name	Address and telephone number	Broker Code
<u>SABAH (cont'd)</u>		
RHB INVESTMENT BANK BERHAD	2nd Floor 81 & 83, Jalan Gaya 88000 Kota Kinabalu Sabah Tel No : 088 – 26 9788	087-010
UOB KAY HIAN SECURITIES (M) SDN BHD	11, Equity House, Block K Sadong Jaya, Karamunsing 88100 Kota Kinabalu Sabah Tel No : 088 – 23 4099	078-004
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