

NOTICE ACCOMPANYING THE ELECTRONIC PROSPECTUS OF L&P GLOBAL BERHAD (“L&P GLOBAL” OR “COMPANY”) DATED 13 DECEMBER 2022 (“ELECTRONIC PROSPECTUS”)

(Unless otherwise indicated, specified or defined in this notice, the definitions in the 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 Paper/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, Alliance Islamic Bank Berhad (“**AIS**”) or Malaysian Issuing House Sdn Bhd. Alternatively, the applicant may obtain a copy of the Prospectus 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. Bursa Securities, AIS and L&P Global have not authorised anyone 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 subscription or purchase or invitation to subscribe for or purchase, any of our IPO 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. 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 will be accepted from **10.00 a.m.** on **13 December 2022** and will close at **5.00 p.m.** on **19 December 2022**. Any change to the timetable will be advertised by L&P Global in a widely circulated Bahasa Malaysia and English 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. 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 in 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.

PROSPECTUS

THIS PROSPECTUS IS DATED
13 DECEMBER 2022



L&P GLOBAL BERHAD

(formerly known as Berjayapak International Holdings Sdn Bhd)
(Registration No. 202101028085 (1428385-M))
(Incorporated in Malaysia under the Companies Act 2016)

INITIAL PUBLIC OFFERING (“**IPO**”) IN CONJUNCTION WITH THE LISTING OF L&P GLOBAL BERHAD (FORMERLY KNOWN AS BERJAYAPAK INTERNATIONAL HOLDINGS SDN BHD) (“**L&P GLOBAL**” OR THE “**COMPANY**”) ON THE ACE MARKET OF BURSA MALAYSIA SECURITIES BERHAD (“**BURSA SECURITIES**”) COMPRISING:

(I) PUBLIC ISSUE OF 113,000,000 NEW ORDINARY SHARES IN L&P GLOBAL (“**SHARES**”) IN THE FOLLOWING MANNER:

- 24,000,000 NEW SHARES MADE AVAILABLE FOR APPLICATION BY THE MALAYSIAN PUBLIC;
- 13,000,000 NEW SHARES MADE AVAILABLE FOR APPLICATION BY OUR ELIGIBLE DIRECTORS, EMPLOYEES AND PERSONS WHO HAVE CONTRIBUTED TO THE SUCCESS OF OUR GROUP;
- 6,000,000 NEW SHARES MADE AVAILABLE BY WAY OF PRIVATE PLACEMENT TO SELECTED INVESTORS; AND
- 70,000,000 NEW SHARES MADE AVAILABLE BY WAY OF PRIVATE PLACEMENT TO SELECTED BUMIPUTERA INVESTORS APPROVED BY THE MINISTRY OF INTERNATIONAL TRADE AND INDUSTRY (“**MITI**”);

AND

(II) OFFER FOR SALE OF 33,800,000 EXISTING SHARES BY WAY OF PRIVATE PLACEMENT TO SELECTED INVESTORS;

AT AN IPO PRICE OF RM0.30 PER SHARE, PAYABLE IN FULL UPON APPLICATION.

PRINCIPAL ADVISER, SPONSOR,
SOLE UNDERWRITER AND JOINT PLACEMENT AGENT



JOINT PLACEMENT AGENT



AFFIN HWANG INVESTMENT BANK BERHAD
(197301000792 (14389-U))
(A Participating Organisation of Bursa Malaysia Securities Berhad)

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, SEE “RISK FACTORS” COMMENCING ON PAGE 196.

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

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

BURSA SECURITIES IS NOT LIABLE FOR ANY NON-DISCLOSURE ON THE PART OF THE 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 YOU MAY SUFFER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS PROSPECTUS.

THE ACE MARKET IS AN ALTERNATIVE MARKET DESIGNED PRIMARILY FOR EMERGING CORPORATIONS THAT MAY CARRY HIGHER INVESTMENT RISK WHEN COMPARED WITH LARGER OR MORE ESTABLISHED CORPORATIONS LISTED ON THE MAIN MARKET. THERE IS ALSO NO ASSURANCE THAT THERE WILL BE A LIQUID MARKET IN THE SHARES OR UNITS OF SHARES TRADED ON THE ACE MARKET. YOU SHOULD BE AWARE OF THE RISKS OF INVESTING IN SUCH CORPORATIONS AND SHOULD MAKE THE DECISION TO INVEST ONLY AFTER CAREFUL CONSIDERATION.

THE ISSUE, OFFER OR INVITATION FOR THE OFFERING IS A PROPOSAL NOT REQUIRING APPROVAL, AUTHORISATION OR RECOGNITION OF THE SECURITIES COMMISSION MALAYSIA (“SC”) UNDER SECTION 212(8) OF THE CAPITAL MARKETS AND SERVICES ACT 2007.

RESPONSIBILITY STATEMENTS

Our Directors and Promoters (as defined in this Prospectus) 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 the Prospectus false or misleading.

Alliance Islamic Bank Berhad, being our Principal Adviser, Sponsor, Sole Underwriter and Joint Placement Agent, 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 the offering. It is to be noted that the role of Affin Hwang Investment Bank Berhad in our IPO is limited to being a Joint Placement Agent.

STATEMENTS OF DISCLAIMER

Approval has been granted by Bursa Malaysia Securities Berhad for the listing of and quotation for the securities being offered. Admission to the Official List of Bursa Malaysia Securities Berhad is not to be taken as an indication of the merits of the offering, our Company or our Shares.

Bursa Malaysia Securities Berhad is not liable for any non-disclosure on our Company's part 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 you may suffer arising from or in reliance upon the whole or any part of the contents of this Prospectus.

This Prospectus, together with the Application Forms (as defined in this Prospectus), has also been lodged with the Registrar of Companies, who takes no responsibility for its contents.

OTHER STATEMENTS

You should note that you may seek recourse under Sections 248, 249 and 357 of the Capital Markets and Services Act 2007 for breaches of securities laws including any statement in the 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.

Shares listed on Bursa Malaysia Securities Berhad are offered to the public on the premise of full and accurate disclosure of all material information concerning the offering, for which any person set out in Section 236 of the Capital Markets and Services Act 2007, is responsible.

Our Shares are classified as Shariah compliant by the Shariah Advisory Council of the Securities Commission Malaysia. This classification remains valid from the date of issue of this Prospectus until the next Shariah compliance review undertaken by the Shariah Advisory Council of the Securities Commission Malaysia. The new status is released in the updated list of Shariah compliant securities, on the last Friday of May and November.

This Prospectus has not been and will not be made to comply with the laws of any jurisdiction other than Malaysia, and has not been and will not be lodged, registered or approved pursuant to or under any applicable securities or equivalent legislation or with or by any regulatory authority or other relevant body of any jurisdiction other than Malaysia.

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 accept or be deemed to accept any liability in relation thereto whether or not any enquiry or investigation is made in connection therewith.

This Prospectus is prepared and published solely for our IPO in Malaysia under the laws of Malaysia. Our IPO shares are issued in Malaysia solely based on the contents of this Prospectus. Our Directors, Promoters, Principal Adviser, Sponsor, Sole Underwriter and Joint Placement Agents take no responsibility for the distribution of this Prospectus (in preliminary or final form) outside Malaysia. Our Directors, Promoters, Principal Adviser, Sponsor, Sole Underwriter and Joint Placement Agents have not authorised anyone to provide you with information which is not contained in this Prospectus.

It shall be your sole responsibility, if you are or may be subjected to the laws of any countries or jurisdictions other than Malaysia, to consult your professional advisers as to whether your application for our IPO would result in the contravention of any laws of such countries or jurisdictions. Neither we nor our Principal Adviser nor any other advisers in relation to our IPO shall accept any responsibility or liability in the event that any application made by you shall become illegal, unenforceable, voidable or void in any such country or jurisdiction.

Further, it shall be your sole responsibility to ensure that your application for our IPO would be in compliance with the terms of our IPO and would not be in contravention of any laws of countries or jurisdictions other than Malaysia to which you may be subjected to. We will further assume that you had accepted our IPO in Malaysia and will be subjected only to the laws of Malaysia in connection therewith.

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

ELECTRONIC PROSPECTUS

This Prospectus can also be viewed or downloaded from Bursa Malaysia Securities Berhad's website at www.bursamalaysia.com. The contents of the Electronic Prospectus (as defined in this Prospectus) and the copy of this Prospectus registered by Bursa Malaysia Securities Berhad are the same.

You are advised that the internet is not a fully secured medium, and that your Internet Share Application (as defined in this Prospectus) is subject to the risk of problems occurring during 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 (as defined in this Prospectus). These risks cannot be borne by the Internet Participating Financial Institutions.

If you are in doubt as to the validity or integrity of the Electronic Prospectus, you should immediately request from us, our Principal Adviser or our Issuing House (as defined in this Prospectus), a paper / printed copy of this Prospectus.

In the event of any discrepancies arising between the contents of the Electronic Prospectus and the contents of the paper / printed copy of this Prospectus for any reason whatsoever, the contents of the paper / printed copy of this Prospectus, which is identical to the copy of the Prospectus registered by Bursa Malaysia Securities Berhad, 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 and our Principal Adviser do not endorse and are not affiliated in any way with the Third Party Internet Sites and are not responsible for the availability of, or the contents or any data, information, files 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 and our Principal Adviser are not responsible for the quality of products or services in the Third Party Internet Sites or for fulfilling any of the terms of your agreements with the Third Party Internet Sites. We and our Principal Adviser are also not responsible for any loss, 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, files or other material provided by such parties; and

- (iii) any data, information, files or other material downloaded from the Third Party Internet Sites is done at your own discretion and risk. We and our Principal Adviser 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, files 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 Institutions are liable in respect of the integrity of the contents of the Electronic Prospectus, to the extent of the contents of the Electronic Prospectus situated on the web server of the Internet Participating Financial Institutions which may be viewed via your web browser or other relevant software;
- (ii) the Internet Participating Financial Institutions shall not be responsible in any way for the integrity of the contents of the Electronic Prospectus which has been downloaded or otherwise obtained from the web server of the Internet Participating Financial Institutions and thereafter communicated or disseminated in any manner to you or other parties; and
- (iii) 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 as the internet is not a fully secured medium.

The Internet Participating Financial Institutions shall not be liable (whether in tort or contract or otherwise) for any loss, damage or cost, 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 or faults with web browsers or other relevant software, any fault or faults 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 Institutions, 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.

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INDICATIVE TIMETABLE

The following events are intended to take place on the following tentative dates:

Event(s)	Tentative Date(s)
Opening of the application period for the IPO	13 December 2022
Closing of the application period for the IPO	19 December 2022
Balloting of applications	21 December 2022
Allotment of Issue Shares / Transfer of Offer Shares to successful applicants	29 December 2022
Listing on the ACE Market	3 January 2023

In the event there is any change to the indicative timetable above, we will advertise the notice of the changes in a widely circulated daily English and Bahasa Malaysia newspapers in Malaysia.

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DEFINITIONS

The following definitions shall apply throughout this Prospectus unless the definitions are defined otherwise or the context requires otherwise:

COMPANIES WITHIN OUR GROUP

BPSB	: Bejay Presswood Sdn Bhd (200201002861 (570524-K))
BSB	: Berjayapak Sdn Bhd (198901009394 (186695-U))
BTSB	: Bejay Timber Sdn Bhd (200201022839 (590502-U))
BV	: Berjayapak Vietnam Company Limited (3702756586)
Group or L&P Global Group	: L&P Global, BSB, BPSB, BTSB and BV, collectively
L&P Global or Company	: L&P Global Berhad (202101028085 (1428385-M)) (<i>formerly known as Berjayapak International Holdings Sdn Bhd</i>)

GENERAL

ACE Market	: ACE Market of Bursa Securities
Acquisition of BSB	: Acquisition by L&P Global of the entire issued share capital of BSB from the BSB Vendors for a purchase consideration of RM40,453,499.10, which was entirely satisfied by the issuance of 446,999,990 new Shares at an issue price of RM0.0905 each. The Acquisition of BSB was completed on 9 November 2022
Act	: Companies Act 2016, as may be amended from time to time
ADA	: Authorised Depository Agent
AGM	: Annual General Meeting
Affin Hwang IB or Joint Placement Agent	: Affin Hwang Investment Bank Berhad (197301000792 (14389-U))
AIS or Principal Adviser or Sponsor or Sole Underwriter or Joint Placement Agent	: Alliance Islamic Bank Berhad (200701018870 (776882-V))
Application(s)	: The application(s) for the Issue Shares by way of Application Form, Electronic Share Application and / or Internet Share Application
Application Form(s)	: The printed application form(s) for the application of the Issue Shares
ATM	: Automated Teller Machine
B Line	: B Line Sdn Bhd (202101020447 (1420747-U))
B Pack	: B Pack Holdings Sdn Bhd (202101021504 (1421804-V))
Board	: Board of Directors of L&P Global
BSB Vendors	: Vendors of the Acquisition of BSB, namely B Pack, Moviente and B Line
Bursa Depository	: Bursa Malaysia Depository Sdn Bhd (198701006854 (165570-W))

DEFINITIONS (Cont'd)

Bursa Securities	: Bursa Malaysia Securities Berhad (200301033577 (635998-W))
By-Laws	: By-laws governing the ESOS
CAGR	: Compound annual growth rate
CDS	: Central Depository System
CDS Account(s)	: Account(s) established for a Depositor by Bursa Depository for the recording of deposits or withdrawals of securities and for dealings in such securities by the Depositor
CEO	: Chief Executive Officer
CF / CCC	: Certificate of fitness for occupation / Certificate of completion and compliance
CFO	: Chief Financial Officer
CMSA	: Capital Markets and Services Act 2007
Constitution	: The constitution of L&P Global
COO	: Chief Operating Officer
COVID-19	: An infectious disease caused by severe acute respiratory syndrome coronavirus 2 (SARS-CoV-2)
Depositor	: A holder of a CDS Account
Director(s)	: Director(s) of our Company and within the meaning given in Section 2 of the CMSA
EIS	: Employment Insurance System
Electronic Prospectus	: A copy of this Prospectus that is issued, circulated or disseminated via the Internet, and / or an electronic storage medium, including but not limited to CD-ROMs (compact disc read-only memory)
Electronic Share Application	: An application for the Issue Shares through Participating Financial Institutions' ATM
Eligible Persons	: Eligible Directors, employees and persons who have contributed to the success of our Group, as further detailed in Section 4.1.1(b)(ii) of this Prospectus
EPF	: Employees Provident Fund
EPS	: Earnings per share
ESOS	: Employees' share option scheme of our Company of up to ten percent (10%) of our total number of issued Share(s) at any point in time during the existence of the employees' share option scheme
ESOS Committee	: The committee established pursuant to the By-Laws to implement and administer the ESOS in accordance with the terms and conditions of the By-laws

DEFINITIONS (Cont'd)

ESOS Offer	: An award of ESOS Options made in writing by the ESOS Committee to a Director or employee of our Group, who meets the eligibility criteria stipulated in the By-Laws, to participate in the ESOS
ESOS Options	: Right of a Grantee to subscribe for new Shares in accordance with the terms and conditions of the By-laws
Financial Years and Period Under Review	: FYE 2019, FYE 2020, FYE 2021 and FPE 2022, collectively
First Tranche of ESOS	: Up to 11,200,000 ESOS Options, representing up to two percent (2%) of our enlarged issued share capital upon Listing, to be granted under the ESOS in conjunction with our Listing
FPE	: 7-month financial period ended 31 July
FYE	: Financial year ended / ending 31 December, as the case may be
Government	: Government of Malaysia
GP	: Gross profit
Grantee(s)	: A Director(s) or employee(s) of our Group, who meets the eligibility criteria for participation in the ESOS stipulated in the By-Laws and has(ve) accepted the ESOS Offer in accordance with the terms and conditions of the By-Laws
IMR Report	: Independent Market Research Report on the Wooden Industrial Packaging Industry in Malaysia and Vietnam prepared by Smith Zander as set out in Section 7 of this Prospectus
Internet Participating Financial Institution(s)	: Participating financial institution(s) for the Internet Share Application, as listed in Section 14 of this Prospectus
Internet Share Application	: Application for the Issue Shares through an online share application service provided by the Internet Participating Financial Institution(s)
IPO	: Initial public offering of the IPO Shares in conjunction with the Listing comprising the Public Issue and Offer for Sale
IPO Price	: The price of RM0.30 per IPO Share
IPO Shares	: The Issue Share(s) and Offer Share(s), collectively
IRB	: Inland Revenue Board of Malaysia
Issue Share(s)	: 113,000,000 new Shares, representing approximately 20.18% of our enlarged issued share capital, which are to be issued pursuant to the Public Issue and subject to the terms and conditions of this Prospectus
Issuing House or MIH	: Malaysian Issuing House Sdn Bhd (199301003608 (258345-X))
Joint Placement Agents	: AIS and Affin Hwang IB, collectively
Listing	: The admission of L&P Global to the Official List and the listing of and quotation for our entire enlarged issued share capital on the ACE Market
Listing Requirements	: ACE Market Listing Requirements of Bursa Securities

DEFINITIONS (Cont'd)

Listing Scheme	: Comprising the Acquisition of BSB, Public Issue, Offer for Sale, ESOS, Share Transfer and Listing, collectively
LPD	: 18 November 2022, being the latest practicable date prior to the issuance of this Prospectus
Malaysian Public	: Malaysian citizens and companies, societies, co-operatives and institutions incorporated or organised under the laws of Malaysia
Market Day(s)	: Any day(s) on which Bursa Securities is open for trading of securities
MCO	: The nationwide Movement Control Order imposed by the Government under the Prevention and Control of Infectious Diseases Act 1988 and the Police Act 1967 as a measure to contain the outbreak of COVID-19 pandemic
MITI	: Ministry of International Trade and Industry of Malaysia
MNC	: Multinational corporation
Moviente	: Moviente Sdn Bhd (202101020442 (1420742-H))
N/A	: Not applicable or not available
NA	: Net assets
NBV	: Net book value
Offer for Sale	: Offer for sale of the Offer Shares at the IPO Price by the Offeror by way of private placement to selected investors
Offer Share(s)	: 33,800,000 existing Shares, representing approximately 6.04% of our enlarged issued share capital, which are to be offered pursuant to the Offer for Sale and subject to the terms and conditions of this Prospectus
Offeror	: B Pack, our Promoter and substantial shareholder
Official List	: A list specifying all securities which have been admitted for listing on the ACE Market and not removed
Participating Financial Institution(s)	: Participating financial institution(s) for the Electronic Share Application, as listed in Section 14 of this Prospectus
PAT	: Profit after taxation
PBT	: Profit before taxation
PE Multiple	: Price earnings multiple
Pink Form Allocation	: The allocation of 13,000,000 Issue Shares to the Eligible Persons
Placement Agreement	: The placement agreement dated 21 November 2022 entered into between our Company, Offeror and our Joint Placement Agents pursuant to our IPO
Pre-Listing Investor(s)	: Moviente, B Line, Ong Kah Hong, Ooi Hooi Kiang, Tan Ee Lin and Lim Cheng Wei, collectively

DEFINITIONS (Cont'd)

Prescribed Security	: Securities of a company that are prescribed by Bursa Securities to be deposited in the CDS subject to the provision of the SICDA and the Rules
Promoter(s)	: B Pack, Ooi Lay Pheng, Lee Soon Swee, Ooi Chang Seaw, Ooi Eng Leng, Ooi Yuen Wei, Ooi Hooi Kiang and Ong Kah Hong
Prospectus	: This Prospectus dated 13 December 2022 in relation to the IPO
Prospectus Guidelines	: Prospectus Guidelines issued by the SC
PRP	: Pallet Recycling Programme
Public Issue	: Public issue of 113,000,000 Issue Shares at the IPO Price comprising: <ul style="list-style-type: none"> (a) 24,000,000 new Shares, representing 4.29% of our enlarged issued share capital, made available for application by the Malaysian Public; (b) 13,000,000 new Shares, representing 2.32% of our enlarged issued share capital, made available for application by the Eligible Persons; (c) 6,000,000 new Shares, representing 1.07% of our enlarged issued share capital, made available by way of private placement to selected investors; and (d) 70,000,000 new Shares, representing 12.50% of our enlarged issued share capital, made available by way of private placement to selected Bumiputera investors approved by MITI.
Q1	: First quarter of the year
Q2	: Second quarter of the year
Q3	: Third quarter of the year
Q4	: Fourth quarter of the year
QC	: Quality control
Rules	: Rules of Bursa Depository
SAC	: Shariah Advisory Council of the SC
SC	: Securities Commission Malaysia
Share(s) or L&P Global Share(s)	: Ordinary shares in L&P Global
Share Transfer	: Transfer by Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei of their respective shareholdings in B Pack, amounting to an aggregate of 4,678 ordinary shares in B Pack, to Ooi Lay Pheng and Lee Soon Swee, during the prescription period
SICDA	: Securities Industry (Central Depositories) Act 1991

DEFINITIONS (Cont'd)

Smith Zander or IMR	:	SMITH ZANDER INTERNATIONAL SDN BHD (201301028298 (1058128-V)), our independent market researcher
SOCISO	:	Social Security Organisation, also known as PERKESO (Pertubuhan Keselamatan Sosial)
SOP(s)	:	Standard operating procedure(s)
Specified Shareholder(s)	:	The specified shareholders comprising: (a) B Pack and the shareholders of B Pack, namely Ooi Lay Pheng, Lee Soon Swee, Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei; and (b) Moviente and the shareholders of Moviente, namely Ooi Hooi Kiang and Ong Kah Hong.
sq ft	:	Square feet
sq m	:	Square metres
Underwriting Agreement	:	The underwriting agreement dated 28 November 2022 entered into between our Company and AIS pursuant to our IPO

CURRENCY

EUR	:	Euro
RM and sen	:	Ringgit Malaysia and sen respectively
RMB	:	Renminbi
SGD	:	Singapore Dollar
THB	:	Thai Baht
USD	:	United States Dollar
VND	:	Vietnamese Dong

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GLOSSARY OF TECHNICAL TERMS

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

Block-class pallet	:	Base of the pallets is made of blocks secured with wood planks
Choking wood	:	A piece of wood used to fill in gaps in boxes or crates to hold an object steadily
Close boarded	:	Pallets with only a piece of plank on the top surface
Double-face	:	Pallets with planks on both the top and bottom surfaces
Double-face non-reversible	:	Pallets with planks on both the top and bottom surfaces, but one surface has more densely packed planks than the other to place goods
Engineered wood	:	Engineered wood is produced from derivative of wood products through the process of binding wood strands, particles, fibres or veneers with adhesives to form the wood. As engineered wood has undergone heat and pressure treatment which prevents infestation of wood-related pests and diseases, it is not required to undergo heat treatment during the manufacturing of wooden industrial packaging products. Our Group uses engineered wood which comprises mainly plywood and laminated veneer lumber (LVL)
Heat treatment	:	Heat treatment is conducted on wooden industrial packaging products as required under ISPM 15 to treat wooden industrial packaging products used for international trade. The treatment involves increasing the core temperature of the wooden industrial packaging products to 56 degree Celsius for a minimum 30 minutes to reduce moisture content and destroy timber pest in the wooden industrial packaging products
Heat treatment chamber	:	Chamber with temperature and humidity-controlled environment for the heat treatment process
International Standards for Phytosanitary Measures No. 15 ("ISPM 15")	:	ISPM 15 standard is an international standard to regulate the movement of timber packaging and dunnage used for international trade to prevent the global spread of timber pests (including fungal growth)
Just-in-time delivery	:	An inventory management strategy where the delivery of products is based on customers' requests
L-clips	:	L-shaped clips used to fasten industrial packaging products
Loading performance	:	The amount of load that can be placed on pallets
Maximum working load	:	The highest load value that a pallet is permitted to carry in a specific loading and support condition
Moulding	:	A process to smoothen surfaces of wood materials
Natural wood	:	Natural wood is processed by sawing logs into wood planks. Natural wood is required to undergo heat treatment during the manufacturing of wooden industrial packaging products to prevent infestation of wood-related pests and diseases. Our Group uses natural wood which comprises mainly local natural wood and imported pine wood

GLOSSARY OF TECHNICAL TERMS (Cont'd)

Nominal load	:	The lowest safe load value that a pallet can carry in specified support conditions
Notching	:	A process to cut wood materials with grooves
Open boarded	:	Pallets with long pieces of planks to form the top surface
Pallet jacks	:	A lightweight equipment for handling, storing, and transporting pallets, as well as inserting goods into boxes and crates
Perimeter base	:	Pallets with planks around the edge, below the blocks
Protective and insulation materials	:	Protective and insulation materials include sponge and foams vacuum pack, bubble foam, high durable plastic and anti-static durable plastic, that are used to protect and insulate goods that are being transported in boxes and crates
Radio frequency process	:	A process to remove excess moisture content of wood materials using radio frequency
Ripping	:	A process to rip wood materials into desired width
Shock watch	:	An indicator which provides evidence on potential external impacts during shipment
Single-face	:	Pallets with planks only on the top surface
Stringer-class pallet	:	Base of the pallets is made of stringers (long pieces of wood)
T-nuts	:	A threaded fasteners with prongs that burrow into the wood materials when tightened
Tilt watch	:	An indicator which provides evidence of mishandling if a shipment is tilted
Wing type	:	Pallets with planks extending beyond the stringers or blocks

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PRESENTATION OF FINANCIAL AND OTHER INFORMATION

All references to “our Company” or “L&P Global” in this Prospectus are to L&P Global Berhad, while references to “our Group” are to our Company and our subsidiaries. References to “we”, “us”, “our” and “ourselves” are to our Company or our Group or any member of our Group, as the context requires. Unless the context otherwise requires, references to “Management” are to our Executive Directors and our key senior management personnel as disclosed in this Prospectus and statements as to our beliefs, expectations, estimates and opinions are those of our Management.

Certain abbreviations, acronyms and technical terms used are defined in the “Definitions” and “Glossary of Technical Terms” sections of this Prospectus. Words denoting the singular shall, where applicable, include the plural and vice versa. Words denoting the masculine gender shall, where applicable, include the feminine and neuter genders and vice versa. References to persons shall include companies and corporations.

In this Prospectus, references to the “Government” are to the Government of Malaysia, and references to “RM” and “sen” are to the lawful currency of Malaysia. The word “approximately” used in this Prospectus is to indicate that a number is not an exact one, but that number is usually rounded off to the nearest hundredth or 2 decimal places. Any discrepancies in the tables included in this Prospectus between the amounts listed and the total thereof are due to rounding.

Unless otherwise stated, any reference to dates and times in this Prospectus shall be a reference to dates and times in Malaysia.

Any reference to any provisions of the statutes, rules, regulations, enactments or rules of stock exchange in this Prospectus 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.

This Prospectus includes statistical data provided by our Management and various third parties and cites third party projections regarding growth and performance of the market and industry in which our Group operates or is exposed to. This data is taken or derived from information published by industry sources and from our internal data. In each such case, the source is stated in this Prospectus. Where no source is stated, it can be assumed that the information originates from our Management.

In particular, certain information in this Prospectus is extracted or derived from the IMR Report prepared by Smith Zander, an independent market researcher. We have appointed Smith Zander to provide an independent market and industry review. In compiling their data for the review, Smith Zander had relied on their research methodology, industry sources, published materials, their own private databases and direct contacts within the industry. We believe that the information on the industry and other statistical data and projections cited in this Prospectus are useful in helping you to understand the major trends in the industry in which we operate.

The information on our website, or any website directly and indirectly linked to such website does not form part of this Prospectus and should not be relied upon.

FORWARD-LOOKING STATEMENTS

This Prospectus includes forward-looking statements, which include all statements other than statements of historical facts included in this Prospectus, including, without limitation, those regarding our financial position, business strategies, prospects, plans and objectives of our Management for future operations. Some of these statements can be identified by words that have a bias towards or are forward-looking such as “may”, “will”, “would”, “could”, “believe”, “expect”, “anticipate”, “estimate”, “aim”, “plan”, “forecast”, “project” or similar expressions. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors beyond our control that could cause our actual results, performance or achievements to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements. Such forward-looking statements include, without limitation, statements relating to:

- (i) demand for our products and services;
- (ii) our business strategies;
- (iii) our plans and objectives for future operations;
- (iv) our future financial position, earnings, cash flows and liquidity; and
- (v) our ability to pay dividends.

Such forward-looking statements are based on numerous assumptions regarding our present and future business strategies and the environment in which we operate. Additional factors that could cause our actual results, performance or achievements to differ materially include, but are not limited to those discussed in Section 8 – Risk Factors and Section 11.3 – Management’s Discussion and Analysis of Financial Conditions and Results of Operations of this Prospectus. We cannot assure you that the forward-looking statements in this Prospectus will be realised.

These forward-looking statements are based on information available to us as at the LPD and are made only as at the LPD. 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 of the IPO Shares / transfer of the Offer Shares, we shall further issue a supplemental or replacement prospectus, as the case may be, in accordance with the provisions of Section 238(1) of the CMA and Paragraph 1.02, Chapter 1 of Part II (Division 6) of the Prospectus Guidelines (Supplementary and Replacement Prospectus).

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1. CORPORATE DIRECTORY

BOARD OF DIRECTORS

Name / (Designation)	Address	Nationality
Ooi Hooi Kiang <i>(Non-Independent Non-Executive Chairperson)</i>	9-15, 231 TR Service Suite Jalan Tun Razak 50400 Kuala Lumpur Wilayah Persekutuan Kuala Lumpur, Malaysia	Malaysian
Ooi Lay Pheng <i>(Executive Director / CEO)</i>	11-A, Jalan Tembaga Island Park 11600 Jelutong Pulau Pinang, Malaysia	Malaysian
Ong Kah Hong <i>(Executive Director / COO)</i>	32A, Lorong Rajawali 4 Tree Residency 11900 Bayan Lepas Pulau Pinang, Malaysia	Malaysian
Dato' Seri Lee Kah Choon <i>(Independent Non-Executive Director)</i>	1, Lebuhraya Tembaga 11600 Jelutong Pulau Pinang, Malaysia	Malaysian
Dato' Mohamed Amin Bin Mohd Kassim <i>(Independent Non-Executive Director)</i>	No. 40, Jalan SS17/1B 47500 Subang Jaya Selangor, Malaysia	Malaysian
Phoon Yee Min <i>(Independent Non-Executive Director)</i>	1-15-1, Fiera Vista Medan Rajawali 11900 Bayan Lepas Pulau Pinang, Malaysia	Malaysian

AUDIT AND RISK MANAGEMENT COMMITTEE

Name	Designation	Directorship
Phoon Yee Min	Chairperson	Independent Non-Executive Director
Dato' Seri Lee Kah Choon	Member	Independent Non-Executive Director
Dato' Mohamed Amin Bin Mohd Kassim	Member	Independent Non-Executive Director

NOMINATION COMMITTEE

Name	Designation	Directorship
Dato' Seri Lee Kah Choon	Chairman	Independent Non-Executive Director
Dato' Mohamed Amin Bin Mohd Kassim	Member	Independent Non-Executive Director
Phoon Yee Min	Member	Independent Non-Executive Director

REMUNERATION COMMITTEE

Name	Designation	Directorship
Dato' Mohamed Amin Bin Mohd Kassim	Chairman	Independent Non-Executive Director
Dato' Seri Lee Kah Choon	Member	Independent Non-Executive Director
Phoon Yee Min	Member	Independent Non-Executive Director

1. CORPORATE DIRECTORY (Cont'd)

COMPANY SECRETARIES

: Tai Yit Chan
79, Jalan SS22/32
Damansara Jaya
47400 Petaling Jaya
Selangor, Malaysia

Telephone No. : (03) 7890 4800

SSM Practicing : 202008001023
Certificate No.

Professional : Malaysian Institute of Chartered Secretaries
Qualification and Administrators ("**MAICSA**")
(Membership No.: MAICSA 7009143)

Ong Tze-En
Villa Batu Bukit
7-2-1, Jalan Batu Bukit
10470 Tanjung Tokong
Pulau Pinang, Malaysia

Telephone No. : (04) 229 4390

SSM Practicing : 202008003397
Certificate No.

Professional : Malaysian Institute of Chartered Secretaries
Qualification and Administrators ("**MAICSA**")
(Membership No.: MAICSA 7026537)

Lau Yoke Leng
109-13A-05
Gambier Height Apartment Persiaran Bukit Gambir 1
11700 Gelugor
Pulau Pinang, Malaysia

Telephone No. : (04) 229 4390

SSM Practicing : 202008003368
Certificate No.

Professional : Malaysian Institute of Chartered Secretaries
Qualification and Administrators ("**MAICSA**")
(Membership No.: MAICSA 7034778)

Boardroom Corporate Services Sdn Bhd
170-09-01, Livingston Tower
Jalan Argyll
10050 George Town
Pulau Pinang, Malaysia

Telephone No. : (04) 229 4390

1. CORPORATE DIRECTORY (Cont'd)

REGISTERED OFFICE : 170-09-01, Livingston Tower
Jalan Argyll
10050 George Town
Pulau Pinang, Malaysia

Telephone No. : (04) 229 4390
Facsimile No. : (04) 226 5860

HEAD OFFICE : 1328, Jalan Sungai Baong
Furniture Industrial Estate
14200 Sungai Bakap
Pulau Pinang, Malaysia

Telephone No. : (04) 582 9980
Facsimile No. : (04) 582 8980
Email : sales@berjayapak.com
Website : www.berjayapak.com

**PRINCIPAL ADVISER,
SPONSOR, SOLE
UNDERWRITER AND JOINT
PLACEMENT AGENT** : Alliance Islamic Bank Berhad
Level 3, Menara Multi-Purpose
Capital Square
8, Jalan Munshi Abdullah
50100 Kuala Lumpur

Telephone No. : (03) 2604 3333

**EXTERNAL AUDITORS AND
REPORTING ACCOUNTANTS** : BDO PLT (201906000013 (LLP0018825-LCA) & AF 0206)
51-21-F, Menara BHL
Jalan Sultan Ahmad Shah
10050 Penang

Telephone No. : (04) 222 0288

Partner-in-charge : Lee Beng Tuan
Approval No. : 03271/07/2024 J
Professional : Chartered Accountant,
Qualification : Malaysian Institute of Accountants ("MIA")
(MIA Membership No. : 15129)

SOLICITORS

To our Group as to the laws of Malaysia

Rosli Dahlan Saravana Partnership
Level 16, Menara 1 Dutamas
Solaris Dutamas
No. 1, Jalan Dutamas 1
50480 Kuala Lumpur

Telephone No. : (03) 6209 5400
Partner-in-charge : Ong Eu Jin

1. CORPORATE DIRECTORY (Cont'd)

- SOLICITORS (Cont'd)** : *To our Group as to the laws of Vietnam*
- Dilinh Legal
3F Broadway C
150 Nguyen Luong Bang St.
Tan Phu Ward, Dist. 7
Ho Chi Minh City
Vietnam
- Telephone No. : +84 28 6298 3778
Partner-in-charge : Hoang Thi Ngoc Diep (Diep Hoang)
- INDEPENDENT MARKET RESEARCHER** : SMITH ZANDER INTERNATIONAL SDN BHD
15-01, Level 15, Menara MBMR
1, Jalan Syed Putra
58000 Kuala Lumpur
- Telephone No. : (03) 2732 7537
- Managing Partner : Dennis Tan Tze Wen
- Qualification : Bachelor of Science
Memorial University of Newfoundland,
Canada
- JOINT PLACEMENT AGENT** : Affin Hwang Investment Bank Berhad
27th Floor, Menara Boustead
69, Jalan Raja Chulan
50200 Kuala Lumpur
- Telephone No. : (03) 2142 3700
- ISSUING HOUSE** : Malaysian Issuing House Sdn Bhd
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya, Selangor
- Telephone No. : (03) 7890 4700
- SHARE REGISTRAR** : Boardroom Share Registrars Sdn Bhd
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya, Selangor
- Telephone No. : (03) 7890 4700
- LISTING SOUGHT** : ACE Market of Bursa Securities
- SHARIAH STATUS** : Approved by the SAC

2. APPROVALS AND CONDITIONS

2.1 APPROVALS FROM RELEVANT AUTHORITIES

2.1.1 Bursa Securities

Bursa Securities had, vide its letter dated 13 October 2022, approved our admission to the Official List and the listing of and quotation for our entire enlarged issued share capital of RM74,353,509 comprising 560,000,000 Shares and the new Shares of up to ten percent (10%) of our total number of issued Shares at any point in time pursuant to the ESOS on the ACE Market. The approval from Bursa Securities is subject to the following conditions:

Details of conditions imposed	Status of compliance
<p>1. Submission of the following information with respect to the moratorium on the shareholdings of the Specified Shareholders and Pre-Listing Investors to Bursa Depository:</p> <p>(a) Name of shareholders;</p> <p>(b) Number of Shares; and</p> <p>(c) Date of expiry of the moratorium for each block of Shares.</p>	To be complied prior to Listing.
<p>2. Approvals from other relevant authorities have been obtained for implementation of the listing proposal;</p>	Complied.
<p>3. Bumiputera equity requirements for public listed companies as approved/exempted by the SC including any conditions imposed thereon;</p>	Complied.
<p>4. Make the relevant announcements pursuant to Rules 8.1 and 8.2 of Guidance Notes 15 of Listing Requirements;</p>	To be complied prior to Listing.
<p>5. Furnish Bursa Securities a copy of the schedule of distribution showing compliance with the public shareholding spread requirements based on the entire issued share capital of L&P Global on the first day of Listing;</p>	To be complied upon Listing.
<p>6. In relation to the public offering to be undertaken by L&P Global, to announce at least 2 Market Days prior to the Listing date, the result of the offering including the following:</p> <p>(a) Level of subscription of public balloting and placement;</p> <p>(b) Basis of allotment/allocation;</p> <p>(c) A table showing the distribution for placement tranche as per the format attached in Appendix I of the approval letter of Bursa Securities; and</p> <p>(d) Disclosure of placees who become substantial shareholders of L&P Global arising from the public offering, if any.</p> <p>AIS to ensure that the overall distribution of the Company's securities is properly carried out to mitigate any disorderly trading in the secondary market;</p>	To be complied prior to Listing.

2. APPROVALS AND CONDITIONS (Cont'd)

Details of conditions imposed	Status of compliance
7. L&P Global and AIS to submit a confirmation to Bursa Securities of full compliance of the ESOS pursuant to Rule 6.43 of the Listing Requirements and stating the effective date of implementation of the ESOS. L&P Global is also required to furnish Bursa Securities on a quarterly basis, a summary of the total number of new Shares listed arising from the issuance of new Shares pursuant to the ESOS as at the end of each quarter together with a detailed computation of listing fees payable; and	To be complied where applicable.
8. L&P Global / AIS to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval upon the admission of L&P Global to the Official List.	To be complied upon Listing.

2.1.2 SC

Our Listing Scheme is an exempt transaction under Section 212(8) of the CMSA and is therefore not subject to the approval of the SC.

The SC had, vide its letter dated 14 October 2022, approved the resultant equity structure of L&P Global under the Bumiputera equity requirement for public listed companies pursuant to our Listing, subject to our Company allocating Shares equivalent to 12.50% of its enlarged number of issued Shares at the point of Listing to Bumiputera investors to be approved by MITI. In addition, our Company is to make available at least 50.00% of the Shares offered to the Malaysian public investors via balloting to Bumiputera public investors at the point of Listing.

The effects of our Listing on the equity structure of our Group are as follows:

Category of shareholders	As at 31 May 2022 ⁽¹⁾		After our Listing	
	No. of Shares	% of number of issued Shares	No. of Shares	% of enlarged number of issued Shares
Bumiputera				
Bumiputera investors to be approved by MITI	-	-	⁽²⁾ 70,000,000	12.50%
Bumiputera public investors via balloting	-	-	⁽²⁾ 14,000,000	2.50%
Total Bumiputera	-	-	84,000,000	15.00%
Non-Bumiputera	10	100.00%	476,000,000	85.00%
Malaysians	10	100.00%	560,000,000	100.00%
Foreigners	-	-	-	-
Total	10	100.00%	560,000,000	100.00%

2. APPROVALS AND CONDITIONS (Cont'd)**Notes:**

- (1) Being the latest practicable date, prior to the submission of our Listing to Bursa Securities.
- (2) Based on the assumption that the Shares offered to Bumiputera investors to be approved by MITI and Bumiputera public investors via balloting shall be fully subscribed.

2.1.3 MITI

The MITI had, vide its letter dated 1 August 2022, taken note of and has no objection to our Listing.

2.1.4 SAC

The SAC had, vide its letter dated 28 June 2022, classified our Shares as Shariah-compliant based on the latest audited combined financial statements of L&P Global for the FYE 2021.

2.2 MORATORIUM ON OUR SHARES**2.2.1 Moratorium on Specified Shareholders' Shares**

In compliance with the Rule 3.19(1A)(b) of the Listing Requirements, a moratorium will be imposed on the sale, transfer or assignment of the Shares held by our Specified Shareholders for a period of 6 months from the date of our admission to the Official List.

Our Specified Shareholders are:

- (a) B Pack and its shareholders, namely Ooi Lay Pheng, Lee Soon Swee, Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei; and
- (b) Moviente and its shareholders, namely Ooi Hooi Kiang and Ong Kah Hong.

Details of our Specified Shareholders and their Shares which will be subject to moratorium are as set out in the table below. For avoidance of doubt, Lee Soon Swee, Ooi Chang Seaw and Ooi Eng Leng do not have any direct equity interest in our Company before and after our IPO, save for their direct equity interest in B Pack. Please refer to Section 5.1.1 of this Prospectus for further details of their shareholdings in our Company.

Name of Specified Shareholders	Moratorium shares	
	No. of Shares	% of enlarged issued share capital ⁽¹⁾
B Pack	368,500,000	65.80
Ooi Lay Pheng	⁽²⁾ 2,000,000	0.36
Ooi Yuen Wei	⁽²⁾ 500,000	0.09
Moviente ⁽³⁾	26,820,000	4.79
Ooi Hooi Kiang ⁽³⁾	⁽²⁾ 300,000	0.06
Ong Kah Hong ⁽³⁾	⁽²⁾ 1,000,000	0.18
Total	399,120,000	71.28

Notes:

- (1) Based on our enlarged issued share capital of 560,000,000 Shares after our IPO.
- (2) Issue Shares allocated under the Pink Form Allocation.

2. APPROVALS AND CONDITIONS (Cont'd)

- (3) On 18 September 2021, Moviente entered into a share sale agreement to acquire 6% equity interest in BSB, comprising 408,000 ordinary shares in BSB, from Ooi Lay Pheng, Lee Soon Swee, Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei for a cash consideration of RM1.80 million. The purchase consideration was arrived at after taking into account the net tangible assets of BSB based on its audited financial statements for the FYE 2020. The acquisition was completed on 13 October 2021. As at the LPD, Ooi Hooi Kiang and Ong Kah Hong hold 80% and 20% equity interests in Moviente, respectively.

Ooi Hooi Kiang is our Non-Independent Non-Executive Chairperson. Her extensive experience in business and corporate will be of contribution to our Company's future business growth and financial strategies. She will also be able to guide our Company, as a public listed company, in terms of Corporate Governance and sustainability with her experience with other public listed companies. Ong Kah Hong is our Executive Director / COO. He had joined our Group since 2003 and has contributed significantly over the past 19 years. His in-depth knowledge with our Group is important in managing the overall operations and production of our Group. As such, we have provided them with the opportunity to participate in the equity of our Company as Specified Shareholders and Pre-Listing Investors via Moviente, as both of them are Directors of our Company.

Our Specified Shareholders above have provided written undertaking letters that they will not sell, transfer or assign any part of their interest in the Shares during the moratorium period. In addition, the shareholders of B Pack namely, Ooi Lay Pheng, Lee Soon Swee, Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei, and the shareholders of Moviente, namely Ooi Hooi Kiang and Ong Kah Hong, have also undertaken not to sell, transfer or assign any part of their shareholdings in B Pack and Moviente, respectively, during the moratorium period.

The moratorium, which is fully accepted by our Specified Shareholders above, is specifically endorsed on our share certificate representing their shareholdings, which is under moratorium to ensure that our Share Registrar will not register any transfer and sale that are not in compliance with the aforesaid restriction imposed.

2.2.2 Moratorium on Pre-Listing Investors' Shares

In accordance with Rule 3.19A of the Listing Requirements, a moratorium will be imposed on the sale, transfer or assignment of the Shares held by our Pre-Listing Investors for a period of 6 months from the date of our admission to the Official List.

Our Pre-Listing Investors include Moviente, B Line, Ooi Hooi Kiang, Ong Kah Hong, Tan Ee Lin and Lim Cheng Wei. Details of our Pre-Listing Investors and their Shares which will be subject to moratorium are as set out in the table below. Please refer to Section 2.2.1 of this Prospectus for the details of moratorium on Moviente, Ooi Hooi Kiang and Ong Kah Hong's Shares.

Name of Pre-Listing Investors	Moratorium shares	
	No. of Shares	% of enlarged issued share capital ⁽¹⁾
B Line ⁽³⁾	17,880,000	3.19
Tan Ee Lin ⁽³⁾	⁽²⁾ 500,000	0.09
Lim Cheng Wei ⁽³⁾	⁽²⁾ 400,000	0.07
Total	18,780,000	3.35

Notes:

- (1) Based on our enlarged issued share capital of 560,000,000 Shares after our IPO.
- (2) Issue Shares allocated under the Pink Form Allocation.

2. APPROVALS AND CONDITIONS (Cont'd)

- (3) On 18 September 2021, B Line entered into a share sale agreement to acquire 4% equity interest in BSB, comprising 272,000 ordinary shares in BSB, from Ooi Lay Pheng, Lee Soon Swee, Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei for a cash consideration of RM1.20 million. The purchase consideration was arrived at after taking into account the net tangible assets of BSB based on its audited financial statements for the FYE 2020. The acquisition was completed on 21 September 2021. As at the LPD, Tan Ee Lin and Lim Cheng Wei hold 50% equity interests in B Line, respectively.

Tan Ee Lin is our Senior Business Development Manager, responsible in overseeing the account management team and order fulfilment team. Lim Cheng Wei is our Account Manager, responsible in business development plan, implementing plans for business growth and sourcing strategy in order to achieve effective sourcing and enhance supply chain management (mainly for foreign suppliers). Both of them are our key staff in business development and sourcing department. Lim Cheng Wei is also being identified as a key personnel from our middle management for grooming and training to further develop his competencies and skills to fill leadership positions within our Group in future. As such, we have also provided them with the opportunity to participate in the equity of our Company as Pre-Listing Investors and ultimately, participate in the prospects and future growth of our Group.

Our Pre-Listing Investors have provided written undertaking letters that they will not sell, transfer or assign any part of their interest in the Shares during the moratorium period. The shareholders of B Line, namely Tan Ee Lin and Lim Cheng Wei, have also undertaken not to sell, transfer or assign any part of their shareholdings in B Line during the moratorium period

The moratorium, which is fully accepted by our Pre-Listing Investors is specifically endorsed on our share certificate representing their shareholdings, which is under moratorium to ensure that our Share Registrar will not register any transfer and sale that are not in compliance with the aforesaid restriction imposed.

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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 RELATING TO OUR IPO

The following details relating to our IPO are derived from the full text of this Prospectus and should be read in conjunction with that text:

Number of Shares to be issued under the Public Issue	113,000,000
- <i>Malaysian Public</i>	24,000,000
- <i>Eligible Persons</i>	13,000,000
- <i>Private placement to selected investors</i>	6,000,000
- <i>Private placement to selected Bumiputera investors approved by the MITI</i>	70,000,000
Number of Shares to be offered under the Offer for Sale	33,800,000
Enlarged issued share capital upon Listing	RM74,353,509 comprising 560,000,000 Shares
Enlarged issued share capital assuming full exercise of the First Tranche of ESOS [^]	RM77,713,509 comprising 571,200,000 Shares
IPO Price	RM0.30
Market capitalisation upon Listing (based on the IPO Price and our enlarged issued share capital after the IPO)	RM168,000,000

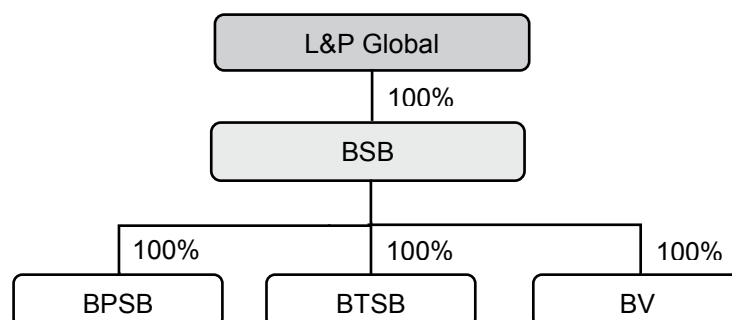
Note:

[^] For illustration purposes, assuming the First Tranche of ESOS is granted and vested immediately upon Listing, and that all ESOS Options under the First Tranche of ESOS are exercised at an exercise price of RM0.30 each, being the IPO Price. Please refer to Section 4.1.1(d)(vi) of this Prospectus for the details of the vesting period of the First Tranche of ESOS.

The entire shareholdings of our Specified Shareholders and Pre-Listing Investors after our IPO will be held under moratorium for 6 months from the date of our Listing. Further details on our IPO and moratorium on our Shares are set out in Sections 4.1 and 2.2 of this Prospectus, respectively.

3.2 BACKGROUND AND OVERVIEW

Our Group have been in business for 38 years. Our Company was incorporated in Malaysia under the Act on 30 August 2021 as a private limited company under the name of Berjayapak International Holdings Sdn Bhd and changed the name to L&P Global Sdn Bhd on 27 January 2022. Our company was subsequently converted to a public limited company on 22 March 2022. Our Company is principally involved in investment holding and provision of management services. Our Group's current corporate structure is illustrated below:

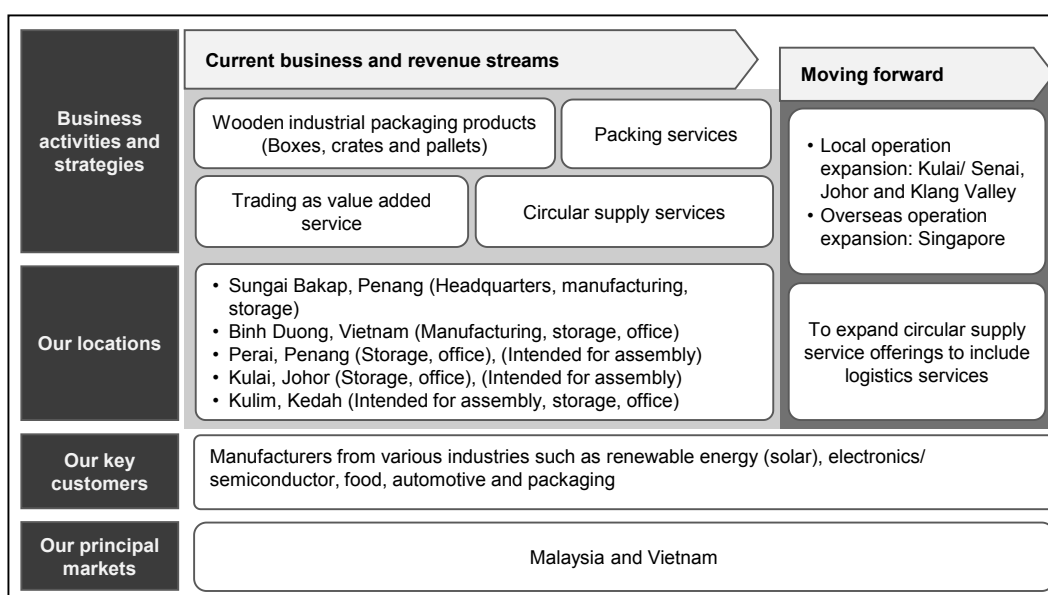


3. PROSPECTUS SUMMARY (Cont'd)

The principal activities of our subsidiaries are as follows:

Company	Place of incorporation / Principal place of business	Principal activities
BSB	Malaysia	Design and manufacture of integrated wooden based industrial packaging solutions
Subsidiaries of BSB		
BPSB	Malaysia	Letting of premises
BTSB	Malaysia	Manufacture of wooden based industrial packaging solutions, provide packaging services, letting of premises
BV	Vietnam	Design and manufacture of integrated wooden based industrial packaging solutions

We are an integrated industrial packaging solutions provider where our solutions are integral parts of supply chain management that enable optimal use of industrial packaging products through cost-effective and efficient movement of goods throughout the supply chain, inventory management and space usage. The following is an overview of our Group's business model:



Our integrated industrial packaging solutions comprise the following:

(i) Design and manufacturing of wooden industrial packaging products

Industrial packaging is specialised and customisable packaging that provides protection to the products packaged during storage and transportation. We are involved in the design and manufacturing of wooden industrial packaging products comprising boxes, crates and pallets where all our boxes and crates are customised products while our pallets can be customised or sold as standard products with standard dimensions.

(ii) Provision of packing services

We provide packing services as value-added services when supplying boxes and crates to our customers, where we pack our customers' goods into our boxes and crates at our customers' premises. The goods that are packed into boxes and crates are generally high value, sensitive and large products such as machinery and equipment, which require added protection against impact due to movement.

(iii) Provision of circular supply services

We collect, repair and re-manufacture worn and broken pallets into usable recycled pallets. Repair works include replacing components or complete dismantling of the pallet to salvage any usable components. We also collect used pallets from scrap collectors.

3. PROSPECTUS SUMMARY (Cont'd)

(iv) Trading as value added services

We source and supply related products and raw materials when requested by our existing customers as value-added services. Examples of products we trade are plastic pallets, wood materials and packaging accessories.

Our revenue segmentation by principal business activities is as follows:

	FYE 2019		FYE 2020		FYE 2021		FPE 2022	
	RM'000	%	RM'000	%	RM'000	%	RM'000	%
Boxes, crates and provision of packing services	33,041	49.83	56,591	64.09	83,262	68.85	58,651	69.97
Pallets	26,129	39.41	27,103	30.69	32,939	27.24	22,654	27.03
Provision of circular supply services	3,411	5.14	2,073	2.35	1,554	1.29	712	0.85
Trading as value added service	3,723	5.62	2,538	2.87	3,169	2.62	1,807	2.15
Total revenue	66,304	100.00	88,305	100.00	120,924	100.00	83,824	100.00

Further details of our Group and business model are set out in Section 6 of this Prospectus.

3.3 COMPETITIVE ADVANTAGES AND KEY STRENGTHS

Our Group's competitive advantages and key strengths are set out below:

(i) We offer integrated and end-to-end industrial packaging solutions that complement our customers' supply chain management requirements and goals

Our integrated industrial packaging solutions provide our customers end-to-end solutions from sourcing of materials, designing, manufacturing, assembly and supply of industrial packing products, packing of goods into our boxes and crates, to reusing, recycling and repairing of pallets. Further, we also offer trading as value added services to source any related products to meet our customers' complete industrial packaging needs.

(ii) We have 38 years of experience in the industrial packaging industry, with in depth technical product and manufacturing expertise

Our Group has been operating in the industrial packaging industry for 38 years. We have the in-depth technical knowledge on wood materials to advise our customers on the appropriate types of wood materials, designs and sizes of industrial packaging products that are suitable to their requirements and specifications. Our in-depth technical knowledge on wood materials also allows us to tailor our manufacturing processes of the wood materials according to our customers' requirements on different industrial packaging products.

(iii) Our industrial packaging products meet international standards, giving our customers the confidence and assurance to use our industrial packaging products in their global supply chain needs

Our industrial packaging products are manufactured in-house according to the ISPM 15 standard which is an international standard for regulating the movement of timber packaging and dunnage through international trade to prevent the global spread of timber pests (including fungal growth). To be compliant with the ISPM 15 standard, the natural wood used in the manufacturing of our industrial packaging products must undergo the heat treatment process and/or radio frequency process to reduce moisture content, which we carry out in-house. Industrial packaging products made from engineered wood are exempted from the ISPM 15 certification. However, if required by our customers, which is optional, industrial packaging products made from engineered wood can also undergo additional heat treatment and be applied with ISPM 15 marks.

3. PROSPECTUS SUMMARY (Cont'd)

Further, we have established our in-house testing capability for pallets based on the methods and steps outlined in in ISO 8611-1:2011, ASTM 1815-98a and GB/T 4996 in 2019 in terms of nominal load, maximum working load and durability comparison, to ensure that the products are sturdy for packaging goods.

- (iv) **We have established longstanding relationships with our major customers comprising notable MNCs and a customer base covering various manufacturing industries**

We have provided industrial packaging solutions to notable customers which are locally and/or globally recognised, including MNCs. Further, we are able to serve customers from various manufacturing industries such as renewable energy (solar), electronics /semiconductor, food, automotive, packaging and others.

- (v) **We have established relationships with our wood material suppliers which allow us to secure sufficient supply of wood materials that meets our manufacturing requirements**

We have developed and established business relationships with our local and foreign suppliers, primarily sawmills, wood manufacturers and traders which have allowed us to secure a selection of wood materials, to cater to the demand for industrial packaging products. Our ability to build a large network of suppliers has allowed us to have access to wood material supplies in a timely manner, as well as enabling us to carry sufficient wood material inventory.

- (vi) **Our key senior management team has corporate and industry experience to drive the future growth of our Group**

Our Group is led by our key senior management team that has corporate experience and possesses in-depth knowledge of the industry and/or in their respective fields.

Further details of our competitive advantages and key strengths are set out in Section 6.1.3 of this Prospectus.

3.4 BUSINESS STRATEGIES AND PLANS

Our Group's business strategies and plans are summarised as below:

- (i) **We plan to strengthen our presence in the Northern region by expanding our operations in Perai, Penang and Kulim, Kedah**

Our Group plans to relocate part of its assembly activities for boxes and crates from Sungai Bakap Factory to Perai Branch and install new assembly lines at the Perai Branch to allow ready-to-use components for boxes and crates that are manufactured at the Sungai Bakap Factory to be assembled into final products (boxes and crates) at the Perai Branch. We also intend to set up an office, storage space, relocate part of its assembly activities for boxes and crates to Kulim Branch and install new assembly line to assemble boxes and crates at the Kulim Branch.

By relocating part of our assembly activities for boxes and crates from Sungai Bakap Factory to Perai Branch and Kulim Branch, it will also free up some manufacturing space in the Sungai Bakap Factory which will allow us to expand our manufacturing capacity in the Sungai Bakap Factory. Our Group will still continue to carry out assembly activities in the Sungai Bakap Factory, based on the requirements of respective customers.

- (ii) **We plan to strengthen our presence in the Southern region by expanding our operations in Johor**

Our Group plans to install assembly lines at the Kulai Branch to allow ready-used components that are manufactured at the Sungai Bakap Factory to be assembled into final product at the Kulai Branch.

3. PROSPECTUS SUMMARY (Cont'd)

Further, we plan to expand our operations in Johor by constructing a new, larger factory (“**Proposed New Johor Factory**”) which will include manufacturing of components, and larger assembly and storage space. Our Proposed New Johor Factory will produce boxes and crates, as well as provide packing services and facilitate our circular supply services.

(iii) **We plan to expand our geographical presence domestically to Klang Valley and regionally to Singapore**

We plan to set up an assembly plant and storage in the Klang Valley (“**Proposed New KV Factory**”) and Singapore (“**Proposed New Singapore Factory**”). We plan to carry out assembly works for final products comprising boxes and crates at the Proposed New KV Factory and Proposed New Singapore Factory, as well as providing packing services and facilitate our circular supply services. Our wood materials will continue to undergo heat treatment and processing at our Sungai Bakap Factory, and delivered for assembly and storage at our Proposed New KV Factory and Proposed New Singapore Factory.

(iv) **We intend to purchase new machineries to support the expansion of our business operations**

To support the expansion of our business operations, we intend to purchase the new machineries, including forklift, lorry and truck, packing truck, cutting machine, multi ripping machine and sanding machine, to facilitate the setting up of the Proposed New Johor Factory, Proposed New KV Factory and Proposed New Singapore Factory.

(v) **We plan to expand our circular supply services to offer a more comprehensive circular supply chain solution to our customers**

We intend to expand our circular supply service offerings by extending logistics services to our customers who purchase industrial packaging products from us where we will transport our customers' products to their customers' premises, and collect and send the used industrial packaging products back to our nearest branch, before delivering the same to our Sungai Bakap Factory for reuse or recycling. As such, we will be able to play a bigger role in facilitating our customers' supply chain management and allow us to generate additional income streams. We intend to leverage on our new planned factories, to cater for assembly and storage of industrial packaging products throughout Malaysia to support the growth of our extended circular supply services in the future.

Further details of our business strategies and plans are set out in Section 6.8 of this Prospectus.

3.5 RISK FACTORS

Before investing in our Shares, you should carefully consider, along with other matters in this Prospectus, certain risks and investment considerations (which may occur either individually or in combination, at the same time or around the same time) that may have a significant impact on our future financial performance.

The following are the key risks and investment considerations that we are currently facing or that may develop in the future:

(i) **We are dependent on First Solar Group of Companies ("First Solar") as our major customer**

We are dependent on First Solar which contributed 41.78%, 57.70%, 59.40% and 55.39% to our total revenue for the past 3 FYEs 2019 to 2021 and FPE 2022, respectively. Further, First Solar Vietnam Manufacturing Co Ltd is our sole customer in Vietnam which contributed 100% of our revenue generated from Vietnam operations for the past 3 FYEs 2019 to FYE 2021 and FPE 2022.

3. PROSPECTUS SUMMARY (Cont'd)

Any decrease in the value of orders from First Solar could have an adverse effect on our financial performance. Although they have been our customer since 2008, there is no assurance that they will continue to purchase from our Group or that demand from them will be sustained at current, or higher levels in the future.

(ii) We are dependent on the availability of foreign workers for our manufacturing activities

Our Group is reliant on foreign workers to carry out our manufacturing works due to the labour intensive nature of the industry, as it is difficult to hire and retain local workers. The loss of our existing foreign workers without timely replacements may adversely disrupt our operations. Further, costs of foreign labour may continue to increase in the future as the Government continues to revise the relevant policies which may negatively affect our financial performance.

Our Group was also affected by the hiring freeze announced by the Human Resources Minister in June 2020 as we have insufficient workforce to support our production activities during the hiring freeze period. If the hiring freeze is reimposed, we may face insufficiency of workers which may result in disruption to our operations.

(iii) Our business is exposed to unexpected interruptions or delays caused by equipment failures, fire, environmental factors (including natural disasters), some of which may be beyond our control, which may lead to interruptions in our operation

We rely on machinery and equipment such as the heat treatment chamber, radio frequency machines, boilers and multi-ripping machine to carry out manufacturing activities in our factories, which may, on occasion, be out of service due to unanticipated failures or damages sustained during operations. As one of the main raw materials to our manufacturing activities is wood, we are subject to higher inherent risks of fires as wood is a flammable material.

(iv) We are dependent on our CEO, COO and key senior management personnel for continued success and the loss of their continued services may affect our business

Our continued and future success largely depends on the continuing contribution of our CEO, COO and key senior management personnel with their corporate experience and in-depth knowledge of the industry and/or in their respective fields. As such, any loss of these personnel, and our inability to find a suitable replacement in a timely manner, may create an unfavourable or material impact on our Group's operations.

Please refer to Section 8 of this Prospectus for further details and the full list of risk factors which should be considered before investing in our Shares.

3.6 OUTBREAK OF COVID-19 PANDEMIC

Our business and operations faced minor temporary interruption pursuant to the outbreak of the COVID-19 virus in the countries we operate in and transact. As we are supporting the logistics industry which was categorised as essential services, our Group obtained an approval letter from MITI to operate and were required to comply with the changes in the SOP outlined by MITI throughout the period. From 20 July 2021 to 25 July 2021, the office of our Sungai Bakap Factory was temporarily closed for disinfection as instructed by the Ministry of Health Malaysia ("KKM") due to 23 positive cases amongst our employees in the Sungai Bakap Factory. Nevertheless, our manufacturing area in Sungai Bakap Factory was allowed to continue operating.

The operations of BV were not affected as factories in Vietnam were allowed to operate during the period of the lockdown while complying with the control measures issued by the Ministry of Health, Vietnam. From July 2021 to October 2021, we set up accommodation, medical establishments and canteen in our Vietnam Factory in accordance with the relevant requirement by the authorities and as such our operations in Vietnam were not affected.

3. PROSPECTUS SUMMARY (Cont'd)

Since the outbreak of COVID-19 in March 2020, our sales activities have been able to continue to be carried out through online meetings so we have not faced any major disruption for our sales and marketing activities. Although we experienced occasional short term reduction in our sales volume, we were able to secure more sales and recorded higher growth in our revenue for the FYE 2020 and FYE 2021.

While we faced temporary supply disruptions and delays in the receipt of wood materials due to the movement restrictions imposed by various countries and disruptions in logistics, we have sufficient inventory of wood materials, especially engineered wood. Hence, the temporary supply disruptions and delays did not cause any major or prolonged disruptions to our manufacturing and delivery schedule as we placed orders for our wood materials in-advance in anticipation of the movement restrictions. Further, we focused on the sale and manufacturing of industrial packaging products made from engineered wood which are higher value products and require lesser amount of labour. There was no delay in order delivery to our customers which were operating during this period.

Despite the slight reduction of sales volume during the MCO period, Phase-1 NRP up to August 2021 of the Phase-2 NRP, our sales volume increased after these movement restrictions as our customers resumed their operations and increased their purchase orders. Hence, we were able to record higher revenue growth and there was no negative impact to our revenue recognition for the FYE 2020 and FYE 2021.

Beginning 1 April 2022, Malaysia entered into the "Transition to Endemic" phase. The operations at our headquarters and factories were not impacted and there was no material impact on our cash flows, liquidity, financial position and financial performance. Although Vietnam has not considered COVID-19 to be an endemic disease, there has been no further restrictions imposed on our operations in Vietnam up to date.

Please refer to Section 6.4.16 of this Prospectus for further details on interruptions to our business and operations due to the COVID-19 pandemic.

3.7 DIRECTORS AND KEY SENIOR MANAGEMENT

Our Directors and key senior management are as follows:

Name	Designation
Directors	
Ooi Hooi Kiang	Non-Independent Non-Executive Chairperson
Ooi Lay Pheng	Executive Director / CEO
Ong Kah Hong	Executive Director / COO
Dato' Seri Lee Kah Choon	Independent Non-Executive Director
Dato' Mohamed Amin Bin Mohd Kassim	Independent Non-Executive Director
Phoon Yee Min	Independent Non-Executive Director
Key Senior Management	
Ooi Lay Pheng	Executive Director / CEO
Ong Kah Hong	Executive Director / COO
Ow Chooi Khim	CFO
Tan Ee Lin	Senior Business Development Manager
Ng So Yin	Senior Operations Manager
Ong Bee Ngoh	Senior Order Fulfilment Manager
Ch'ng Chun Geet	Senior Finance Manager

Further details on our Directors and key senior management are disclosed in Section 5 of this Prospectus.

3. PROSPECTUS SUMMARY (Cont'd)

3.8 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

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

Name	Nationality / Country of Incorporation	Before our IPO / As at the LPD		After our IPO ⁽²⁾		Assuming full exercise of the First Tranche of ESOS upon Listing							
		Direct	Indirect	Direct	Indirect	Direct	Indirect						
		No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares	No. of Shares						
		% ⁽¹⁾	% ⁽¹⁾	% ⁽³⁾	% ⁽³⁾	% ⁽⁴⁾	% ⁽⁴⁾						
Promoters and substantial shareholders													
B Pack	Malaysia	402,300,000	90.00	-	368,500,000	65.80	-	368,500,000	64.51	-			
Ooi Lay Pheng	Malaysian	-	-	402,300,000	⁽⁵⁾ 90.00	2,000,000	0.36	368,500,000	⁽⁵⁾ 65.80	4,000,000	0.70	368,500,000	⁽⁵⁾ 64.51
Lee Soon Swee	Malaysian	-	-	402,300,000	⁽⁵⁾ 90.00	-	-	368,500,000	⁽⁵⁾ 65.80	-	-	368,500,000	⁽⁵⁾ 64.51
Ooi Hooi Kiang	Malaysian	-	-	26,820,000	⁽⁶⁾ 6.00	300,000	0.06	26,820,000	⁽⁶⁾ 4.79	1,100,000	0.19	26,820,000	⁽⁶⁾ 4.70
Ong Kah Hong	Malaysian	-	-	26,820,000	⁽⁶⁾ 6.00	1,000,000	0.18	26,820,000	⁽⁶⁾ 4.79	2,500,000	0.44	26,820,000	⁽⁶⁾ 4.70
Substantial shareholders													
Moviente	Malaysia	26,820,000	6.00	-	-	26,820,000	4.79	-	-	26,820,000	4.70	-	-
Promoters													
Ooi Chang Seaw	Malaysian	-	-	-	-	-	-	-	-	-	-	-	-
Ooi Eng Leng	Malaysian	-	-	-	-	-	-	-	-	-	-	-	-
Ooi Yuen Wei	Malaysian	-	-	-	-	500,000	0.09	-	-	600,000	0.11	-	-

3. PROSPECTUS SUMMARY (Cont'd)

Notes:

- (1) Based on our issued share capital of 447,000,000 Shares after the Acquisition of BSB, but before our IPO.
- (2) Assuming our Directors / employees will fully subscribe for their respective allocation under the Pink Form Allocation.
- (3) Based on our enlarged issued share capital of 560,000,000 Shares after the Public Issue and Offer for Sale.
- (4) For illustration purposes, based on our enlarged issued share capital of 571,200,000 Shares after assuming full exercise of the First Tranche of ESOS as described in Section 4.1.1(d) of this Prospectus. Please refer to Section 4.1.1(d)(vi) of this Prospectus for the details of the vesting period of the First Tranche of ESOS.
- (5) Deemed interested by virtue of their shareholdings in B Pack pursuant to Section 8(4) of the Act.
- (6) Deemed interested by virtue of their shareholdings in Moviente pursuant to Section 8(4) of the Act.

Further details on our Promoters and substantial shareholders are disclosed in Section 5.1 of this Prospectus.

3.9 USE OF PROCEEDS FROM OUR IPO

The total gross proceeds from our Public Issue amounting to RM33.90 million based on the IPO Price are intended to be used in the following manner:

Purposes	RM'000	%	Estimated time frame for use (from the Listing date)
Capital expenditure	10,000	29.50	Within 36 months
Business expansion	2,000	5.90	Within 36 months
Repayment of borrowings	5,000	14.75	Within 6 months
Working capital	13,000	38.35	Within 12 months
Estimated listing expenses	3,900	11.50	Within 3 months
Total	33,900	100.00	

There is no minimum subscription to be raised from our IPO. Further details on the use of proceeds are set out in Section 4.4 of this Prospectus.

Our Company will not receive any proceeds from the Offer for Sale. Based on the IPO Price, the gross proceeds from the Offer for Sale of approximately RM10.14 million will accrue entirely to the Offeror. The Offeror shall bear the entire incidental expenses and fees in relation to the Offer for Sale, amounting to approximately RM0.11 million.

The financial impact of the use of proceeds from our Public Issue is illustrated in the Pro Forma Consolidated Statements of Financial Position as at 31 July 2022 set out in Section 11.9 of this Prospectus.

3. PROSPECTUS SUMMARY (Cont'd)

3.10 FINANCIAL HIGHLIGHTS

The key financial highlights based on the historical audited combined financial statements of our Group for the Financial Years and Period Under Review are set out below:

	FYE 2019 RM'000	FYE 2020 RM'000	FYE 2021 RM'000	FPE 2022 RM'000
Revenue	66,304	88,305	120,924	83,824
Cost of sales	(52,892)	(69,898)	(91,734)	(66,708)
GP	13,412	18,407	29,190	17,116
PBT	5,649	10,971	18,200	10,071
PAT	4,393	9,852	14,330	7,941
GP margin ⁽¹⁾ (%)	20.23	20.84	24.14	20.42
PBT margin ⁽²⁾ (%)	8.52	12.42	15.05	12.01
PAT margin ⁽³⁾ (%)	6.63	11.16	11.85	9.47

Notes:

- (1) GP margin is calculated based on GP divided by revenue.
- (2) PBT margin is calculated based on PBT divided by revenue.
- (3) PAT margin is calculated based on PAT divided by revenue.

Please refer to Section 11 of this Prospectus for further discussion on our historical audited combined financial information.

3.11 DIVIDEND POLICY

It is the intention of our Board to recommend and distribute a dividend of 20% - 50% of the profit attributable to the owners of the Company. Our Group's ability to distribute dividends or make other distributions to our shareholders is subject to various factors, such as profits recorded and excess of funds not required to be retained for working capital of our business.

Investors should note that the intention to recommend dividends should not be treated as a legal obligation on our Company to do so. The level of dividends should also not be treated as an indication of our Company's future dividend policy. There can be no assurance that dividends will be paid out in the future or on timing of any dividends that are to be paid in the future. In determining dividends in respect of subsequent financial years, consideration will be given to maximising shareholders' value. Save for certain financial covenants which our subsidiaries are subject to, there is no dividend restriction being imposed on our Group currently.

Our Company had declared and paid dividend amounting to RM3.00 million for the FYE 2020 which represented approximately 30.45% of our PAT attributable to shareholders for FYE 2020. Our Group did not declare any dividend for the FYE 2019 and FYE 2021. Our Company had also declared and paid dividend amounting to RM5.60 million for the FYE 2022.

As at LPD, our Company has no intention to declare further dividends prior to the Listing.

Further details on our dividend policy are disclosed in Section 11.8 of this Prospectus.

4. PARTICULARS OF OUR IPO

4.1 DETAILS OF OUR IPO

4.1.1 Listing Scheme

Our Listing Scheme in conjunction with and as an integral part of the listing of and quotation for our entire enlarged issued share capital on the ACE Market of Bursa Securities involves the following:

- (a) Acquisition of BSB;
- (b) Public Issue;
- (c) Offer for Sale;
- (d) ESOS;
- (e) Share Transfer; and
- (f) Listing.

(a) Acquisition of BSB

On 15 March 2022, our Company entered into a conditional share sale agreement to acquire the entire issued share capital of BSB of RM6,800,000 comprising 6,800,000 ordinary shares from the BSB Vendors set out below for a total purchase consideration of RM40,453,499.10. The purchase consideration was entirely satisfied by the issuance of 446,999,990 new Shares at an issue price of RM0.0905 per Share to the BSB Vendors as follows:

BSB Vendors	Shareholdings held in BSB (%)	Purchase consideration (RM)	No. of L&P Global Shares issued
B Pack	90.00	36,408,149.19	402,299,991
Moviente	6.00	2,427,209.91	26,819,999
B Line	4.00	1,618,140.00	17,880,000
Total	100.00	40,453,499.10	446,999,990

The conditions precedent of the above share sale agreement included among others, the approval-in-principle of Bursa Securities for the Listing, the SC, MITI and SAC's approvals or notifications set out in Sections 2.1.2, 2.1.3 and 2.1.4 of this Prospectus, our Company's Directors' and shareholders' approvals for the Acquisition of BSB, BSB's Directors' approval for the registration of the transfer of the entire issued share capital of BSB under our Company's name in BSB's register of members, and all relevant approvals, consents and provisions required in relation to the Acquisition of BSB being obtained.

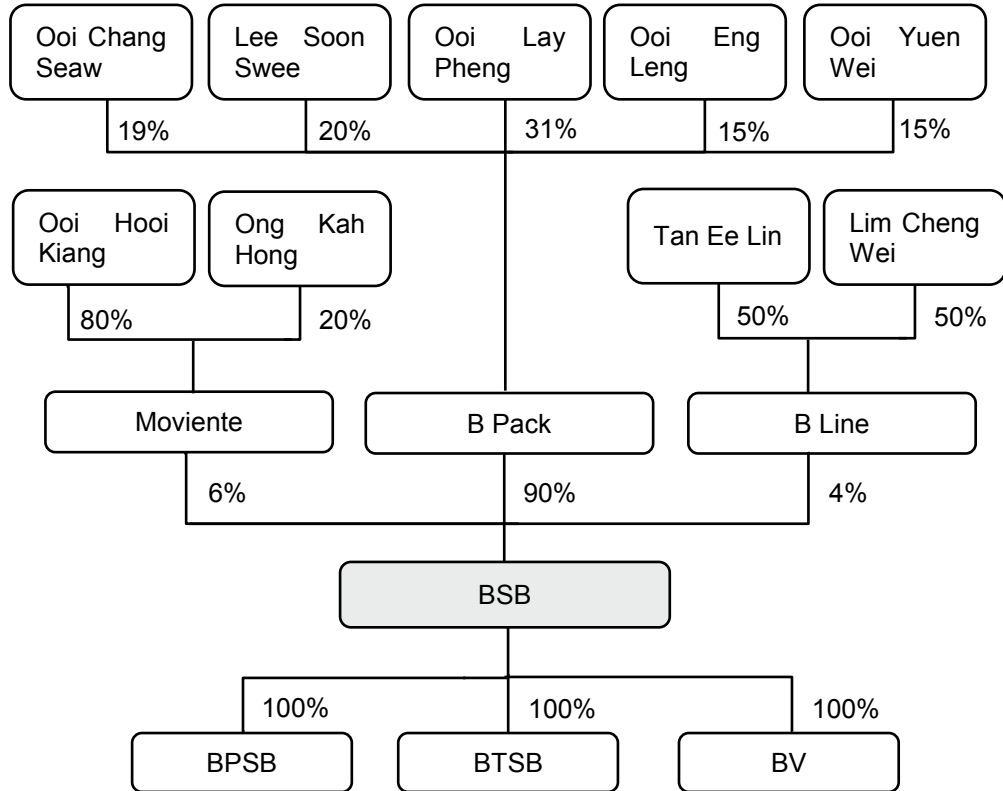
The purchase consideration of RM40,453,499.10 was arrived at on a willing buyer-willing seller basis and after taking into account the audited NA of BSB as at 31 December 2021 of RM40.45 million. The Acquisition of BSB was completed on 9 November 2022 and BSB subsequently became a wholly-owned subsidiary of our Company.

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4. PARTICULARS OF OUR IPO (Cont'd)

Our group structure before the Acquisition of BSB is as follows:

Before the Acquisition of BSB

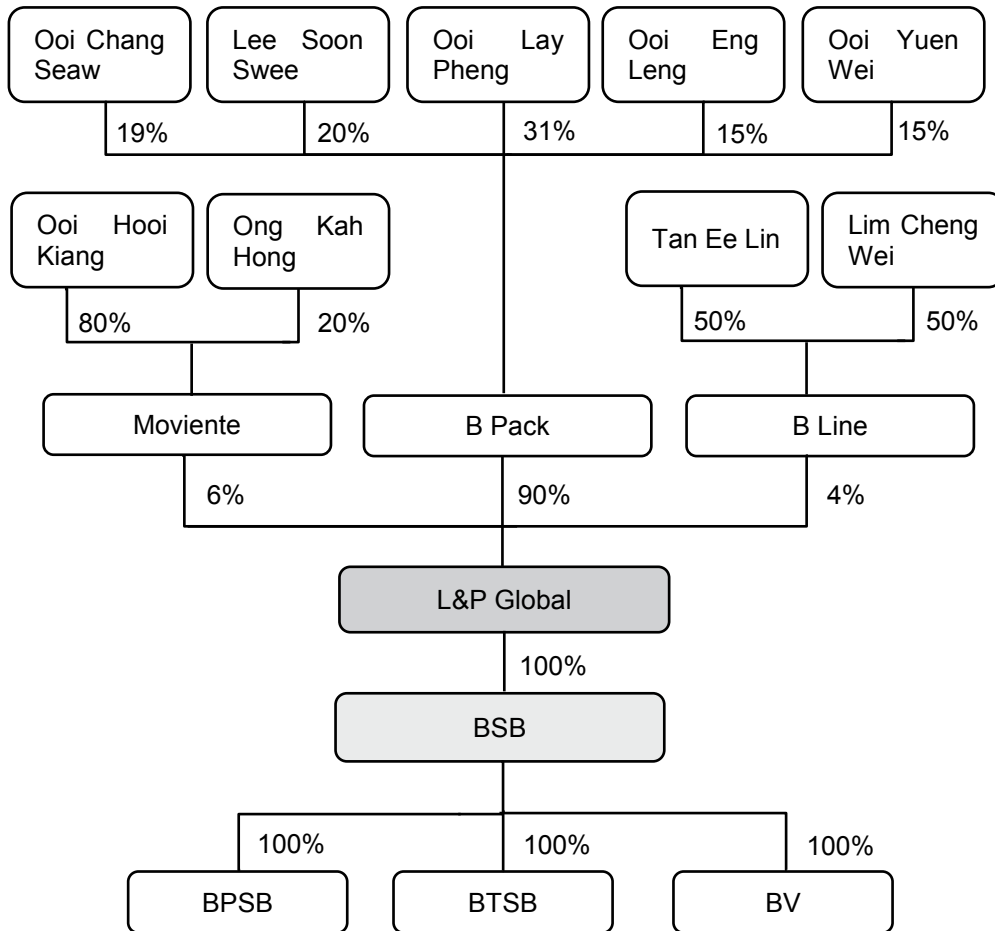


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4. PARTICULARS OF OUR IPO (Cont'd)

Our group structure after the completion of the Acquisition of BSB but before our IPO is as follows:

After the Acquisition of BSB



(b) Public Issue

The Public Issue of 113,000,000 new Shares, representing approximately 20.18% of our enlarged issued share capital upon Listing, at the IPO Price, is payable in full on Application upon such terms and conditions as set out in this Prospectus and will be allocated and allotted in the following manner:

(i) Malaysian Public

24,000,000 new Shares, representing approximately 4.29% of our enlarged issued share capital, will be made available for application by the Malaysian Public via balloting, of which 14,000,000 new Shares is to be set aside strictly for Bumiputera investors. Any Issue Shares reserved under the Malaysian Public balloting portion which are not fully subscribed for by the Malaysian Public will be made available for subscription as follows:

- (a) firstly, by the Eligible Persons (excluding the eligible Directors) under the Pink Form Allocation as described in Section 4.1.1(b)(ii) of this Prospectus;
- (b) secondly, by our selected investors as described in Section 4.1.1(b)(iii) of this Prospectus; and
- (c) lastly, by our Sole Underwriter based on the terms of the Underwriting Agreement.

4. PARTICULARS OF OUR IPO (Cont'd)

(ii) Eligible Persons

13,000,000 new Shares, representing approximately 2.32% of our enlarged issued share capital, will be made available for application by the Eligible Persons.

We will allocate the Issue Shares to the Eligible Persons in the following manner:

Eligibility	No. of persons	Aggregate number of Issue Shares allocated
Directors of L&P Global ⁽¹⁾	6	4,050,000
Employees ⁽²⁾	Up to 100	8,060,000
Persons who have contributed to the success of our Group ⁽³⁾	Up to 50	890,000
Total	Up to 156	13,000,000

Notes:

- (1) The criteria of allocation to our eligible Directors are based on, among others, their respective roles and responsibilities in our Group.
- (2) The criteria of allocation to the eligible employees of our Group (as approved by our Board) are based on, among others, the following factors:
 - (i) The employee must be a full time employee and on the payroll of our Group; and
 - (ii) The number of Issue Shares allocated to the eligible employees is based on their position, their length of service and their past performance / contribution as well as other factors deemed relevant by our Board.
- (3) The Issue Shares to be allocated to the persons who have contributed to the success of our Group, comprising our business associates and suppliers, shall be based on their contribution to our Group and as approved by our Board.

The number of Issue Shares to be allocated to our Directors are as follows:

Name	Designation	Number of Issue Shares allocated
Ooi Hooi Kiang	Non-Independent Non-Executive Chairperson	300,000
Ooi Lay Pheng	Executive Director / CEO	2,000,000
Ong Kah Hong	Executive Director / COO	1,000,000
Dato' Seri Lee Kah Choon	Independent Non-Executive Director	250,000
Dato' Mohamed Amin Bin Mohd Kassim	Independent Non-Executive Director	250,000
Phoon Yee Min	Independent Non-Executive Director	250,000
Total		4,050,000

4. PARTICULARS OF OUR IPO (Cont'd)

The number of Issue Shares to be allocated to our key senior management are as follows:

Name	Designation	Number of Issue Shares allocated
Ow Chooi Khim	CFO	800,000
Tan Ee Lin	Senior Business Development Manager	500,000
Ng So Yin	Senior Operations Manager	700,000
Ong Bee Ngoh	Senior Order Fulfilment Manager	450,000
Ch'ng Chun Geet	Senior Finance Manager	450,000
Total		2,900,000

Any Issue Shares reserved under the Pink Form Allocation which are not taken up will be made available for subscription as follows (subject always to the availability of the Issue Shares):

- (a) firstly, by other Eligible Persons (excluding the eligible Directors);
- (b) secondly, by the Malaysian Public and our selected investors as described in Sections 4.1.1(b)(i) and 4.1.1(b)(iii) of this Prospectus, respectively; and
- (c) lastly, by our Sole Underwriter based on the terms of the Underwriting Agreement.

As at the LPD, save as disclosed in Section 4.3 of this Prospectus, to the extent known to our Company:

- (a) there are no substantial shareholders, Directors or key senior management of our Company who have indicated to us that they intend to subscribe for the IPO Shares; and
- (b) there are no persons who have indicated to us that they intend to subscribe for more than 5.00% of the IPO Shares.

(iii) Private placement to selected investors

6,000,000 new Shares, representing approximately 1.07% of our enlarged issued share capital, will be made available by way of private placement to selected investors.

The Issue Shares reserved under the private placement to selected investors are not underwritten as written irrevocable undertakings to subscribe for these Issue Shares have been obtained from the respective identified investors.

(iv) Private placement to Bumiputera investors approved by the MITI

70,000,000 new Shares, representing 12.50% of our enlarged issued share capital, will be allocated by way of private placement to Bumiputera investors approved by the MITI ("**MITI Tranche**").

4. PARTICULARS OF OUR IPO (Cont'd)

The Issue Shares reserved under the private placement to Bumiputera investors approved by the MITI are not underwritten as written irrevocable undertakings to subscribe for these Issue Shares have been obtained from the respective Bumiputera investors.

In the event of under-subscription of the MITI Tranche by the Bumiputera investors approved by the MITI and subject to a corresponding over-subscription by selected investors or over-subscription by the Malaysian Public, the remaining portion will be clawed-back and be placed to the investors as follows:

- (a) firstly, the selected investors under Section 4.1.1(b)(iii) of this Prospectus (whom are institutional investors); and
- (b) secondly, the Bumiputera public investors under Section 4.1.1(b)(i) of this Prospectus.

Any remaining portion from the MITI Tranche which are not taken up by the selected investors and the Bumiputera public investors will be made available to the other public investors under Section 4.1.1(b)(i) of this Prospectus.

The basis of allocation of our Issue Shares shall take into account the desirability of distributing our Issue Shares to a reasonable number of applicants with a view of broadening the shareholding base of our Company to meet the public spread requirements and to establish a liquid and adequate market for our Shares. Applicants will be selected on a fair and equitable manner.

There is no over-allotment or "greenshoe" option that will result in an increase in the amount of our Issue Shares.

The salient terms of the Underwriting Agreement are set out in Section 4.6 of this Prospectus.

(c) Offer for Sale

33,800,000 Offer Shares, representing approximately 6.04% of our enlarged issued share capital, are offered by our Offeror to selected investors by way of private placement at the IPO Price. Our Offer for Sale is subject to the terms and conditions of this Prospectus.

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4. PARTICULARS OF OUR IPO (Cont'd)

The details of our Offeror and its relationship with our Group are as follows:

Name and address	Nature of relationship	Before our IPO / As at the LPD		Offer for Sale		After our IPO	
		No. of Shares	%	No. of Shares	%	No. of Shares	%
B Pack No. 9A, Jalan Medan Tuanku Medan Tuanku Kuala Lumpur	Promoter and substantial shareholder	402,300,000	(1)90.00	33,800,000	(1)7.56 / (2)6.04	368,500,000	(2)65.80

Notes:

- (1) Based on our issued share capital of 447,000,000 Shares after the Acquisition of BSB, but before our IPO.
- (2) Based on our enlarged issued share capital of 560,000,000 Shares after the Public Issue and Offer for Sale.

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4. PARTICULARS OF OUR IPO (Cont'd)

(d) ESOS

In conjunction of our Listing, we will implement an ESOS of up to ten percent (10%) of our total number of issued Share(s) at any point in time during the existence of the ESOS, to be granted to the eligible Directors and employees of our Group.

The ESOS is part of the Group's employee retention programme, intended to motivate, retain and reward the eligible Directors and employees who have contributed to the growth and success of our Group. The ESOS will be administered by the ESOS Committee of our Group and will be governed by the By-Laws. The salient features of the ESOS are as follows:

(i) Maximum number of new L&P Global Share(s) available under the ESOS

The maximum number of Shares which may be made available under the ESOS shall not in aggregate exceed ten percent (10%) of the total number of issued shares of L&P Global (excluding treasury shares, if any) at any point in time throughout the duration of ESOS ("**Maximum ESOS Shares**"). The Maximum ESOS Shares upon Listing is 56,000,000 ESOS Options.

In conjunction with our Listing, we intend to offer up to 11,200,000 ESOS Options under the First Tranche of ESOS to our eligible Directors and employees of our Group, representing up to two percent (2%) of our enlarged issued share capital upon Listing.

The following is the proposed specific allocation of the ESOS Options to our eligible Directors and key senior management under the First Tranche of ESOS:

Name	Designation	Number of ESOS Options allocated
<u>Directors</u>		
Ooi Hooi Kiang	Non-Independent Non-Executive Chairperson	800,000
Ooi Lay Pheng	Executive Director / CEO	2,000,000
Ong Kah Hong	Executive Director / COO	1,500,000
Dato' Seri Lee Kah Choon	Independent Non-Executive Director	300,000
Dato' Mohamed Amin Bin Mohd Kassim	Independent Non-Executive Director	300,000
Phoon Yee Min	Independent Non-Executive Director	300,000
<u>Key senior management</u>		
Ow Chooi Khim	CFO	800,000
Tan Ee Lin	Senior Business Development Manager	700,000
Ng So Yin	Senior Operations Manager	700,000
Ong Bee Ngoh	Senior Order Fulfilment Manager	200,000
Ch'ng Chun Geet	Senior Finance Manager	200,000
Total		7,800,000

4. PARTICULARS OF OUR IPO (Cont'd)

(ii) Basis of allocation and maximum allowable allocation

Subject to any adjustments which may be made under the By-laws, the aggregate number of new Shares that may be allocated to any eligible Directors and employees of our Group shall be determined by the ESOS Committee, provided that:

- (a) the number of new Shares allocated to any eligible Directors and employees of our Group who, either singly or collectively through persons connected with the eligible Directors and employees, holds twenty percent (20%) or more of the total number of issued shares of the Company (excluding treasury shares, if any), shall not exceed ten percent (10%) of the Maximum ESOS Shares ("**Maximum Allowable Allocation**"); and
- (b) the eligible Directors and employees shall not participate in any deliberation or discussion of their own allocation and those of persons connected to them.

The basis for determining the aggregate number of Shares that may be offered and/or allocated under the ESOS to the eligible Directors and employees of our Group shall be at the sole and absolute discretion of the ESOS Committee after taking into consideration *inter alia*, the provisions of the Listing Requirements or other applicable regulatory requirements relating to employees' and/or directors' share issuance scheme and after taking into consideration factors which may include the eligible Directors and employees' position, job performance, seniority, duration of service, potential for future development and contribution to the success and development of our Group.

(iii) Eligibility

The Directors or employees of our Group who fulfill the following criteria as at the date on which the ESOS Offer is made by the ESOS Committee ("**ESOS Offer Date**") shall be eligible for consideration by the ESOS Committee to participate in the ESOS:

- (a) has attained the age of eighteen (18) years and is not an undischarged bankrupt nor subject to any bankruptcy proceedings;
- (b)
 - (i) has been employed by our Group as a full-time employee or serving in a specific designation under an employment contract with our Group for a fixed duration (or any other contract as may be determined by the ESOS Committee) and is on the payroll of any subsidiary within our Group for a continuous period of at least twelve (12) months in our Group and has not served a notice of resignation or received a notice of termination prior to and up to the ESOS Offer Date; or
 - (ii) is employed by a corporation which is acquired by our Group during the duration of the ESOS and becomes a subsidiary of our Group upon such acquisition, he/she must have completed a continuous employment service for a period of at least twelve (12) months with our Group and/or for such period as may be determined by the ESOS Committee and has not served a notice to resign or received a notice of termination prior to and up to the ESOS Offer Date;
- (c) has been confirmed in writing and is not under any probation;

4. PARTICULARS OF OUR IPO (Cont'd)

- (d) if he/she is a Director, Chief Executive or major shareholder of the Company, the ESOS Offer by the Company to him/her in his/her capacity as a Director or Chief Executive of the Company or his/her persons connected under the ESOS has been approved by the shareholders of the Company at a general meeting (if applicable); and
- (e) is under such categories and/or fulfills any other criteria as may be set by the ESOS Committee from time to time.

The selection of any Eligible Person for participation in the ESOS shall be at the sole discretion of the ESOS Committee whose decision shall be final and binding.

(iv) Exercise Price

The exercise price at which the Grantee will be entitled to subscribe for every Share by exercising the ESOS Options shall be:

- (i) in respect of the First Tranche of ESOS, the IPO Price; and
- (ii) in respect of any offer which is made subsequent to our Listing, as determined by the ESOS Committee based on the five (5)-day volume weighted average market price of the Shares immediately preceding the ESOS Offer Date with a discount of not more than 10%.

(v) Duration of ESOS

The ESOS, upon implementation, shall continue to be in force for a period of five (5) years commencing from the effective date of the ESOS and may be extended or renewed (as the case may be) for a further period of up to five (5) years or such shorter period, at the sole and absolute discretion of our Board upon the recommendation by the ESOS Committee, provided that the total duration of the ESOS shall not in aggregate exceed a duration of ten (10) years from the effective date of the ESOS.

(vi) Vesting period

Subject to the terms and conditions set out in the offer letter to be issued to the respective eligible Directors and employees of our Group, the vesting period for the First Tranche of ESOS shall be as follows:

Vesting period	First Tranche of ESOS
18 months from date of Listing	20%
30 months from date of Listing	30%
42 months from date of Listing	50%

The ESOS Committee shall have the sole and absolute discretion in determining whether the granting of the ESOS Options to the eligible Director or employee will be based on staggered granting over the duration of the ESOS or in one single grant. The ESOS Committee shall also have sole and absolute discretion in determining whether the ESOS Options granted are subject to any vesting period and if so the vesting conditions and whether such vesting conditions are subject to any performance targets.

4. PARTICULARS OF OUR IPO (Cont'd)**(vii) Retention period**

The new Shares to be allotted and issued and/or existing Shares (which are held as treasury shares, if any) to be transferred to a Grantee pursuant to the exercise of the ESOS Options will not be subject to any retention period and/or such other restrictions of transfer.

Further details of the ESOS are set out in ESOS By-Laws in Annexure A of this Prospectus.

(e) Share Transfer

B Pack is an investment holding company held by our Promoters, namely Ooi Lay Pheng with equity interest of 31.00%, Lee Soon Swee with equity interest of 20.00%, Ooi Chang Seaw with equity interest of 19.00%, and Ooi Eng Leng and Ooi Yuen Wei each with equity interest of 15.00%, respectively.

During the prescribed period (1 day after the launching date of the Prospectus and up to a period of 30 days therefrom), Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei will transfer their respective shareholdings in B Pack as set out below, amounting to an aggregate of 4,678 ordinary shares in B Pack, to Ooi Lay Pheng and Lee Soon Swee in consideration of Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei receiving all the proceeds from the Offer for Sale accruing to B Pack as the Offeror. In this regard, the proceeds from the Offer for Sale will be utilised towards partial repayment of the amount owing by B Pack to its shareholders, whereby Ooi Lay Pheng and Lee Soon Swee will renounce and assign their entitlement in respect of the same to Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei. After the Share Transfer, the shareholdings of Ooi Lay Pheng and Lee Soon Swee in B Pack will increase to 33.84% and 21.83%, respectively.

Further details of the Share Transfer are set out below:

	Before the Share Transfer			After the Share Transfer	
	No. of shares held in B Pack	%	No. of shares to be transferred	No. of shares held in B Pack	%
Ooi Lay Pheng	31,000	31.00	2,844	33,844	33.84
Lee Soon Swee	20,000	20.00	1,834	21,834	21.83
Ooi Chang Seaw	19,000	19.00	(428)	18,572	18.57
Ooi Eng Leng	15,000	15.00	(2,125)	12,875	12.88
Ooi Yuen Wei	15,000	15.00	(2,125)	12,875	12.88
Total	100,000	100.00	-	100,000	100.00

The Share Transfer above was based on the mutual agreement between the shareholders of B Pack. The consideration was arrived at on a willing buyer-willing seller basis and after taking into account the NA per share of B Pack and the renunciation and assignment by Ooi Lay Pheng and Lee Soon Swee of their respective entitlement to the proceeds from the Offer for Sale. The Share Transfer is undertaken as part of our Listing Scheme, considering that Ooi Lay Pheng will remain as the key personnel in leading our Group's strategic direction and business development after Listing, and at the same time, it serves as a recognition to some of our Promoters and existing shareholders, namely Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei, for their past contributions to our Group.

The Share Transfer does not involve any issuance of new shares and will not have any effect on B Pack's shareholdings in our Company. Upon Listing, B Pack will hold in aggregate 65.80% of our enlarged issued share capital. Please refer to Section 5.1.2(i) of this Prospectus for further details on B Pack.

4. PARTICULARS OF OUR IPO (Cont'd)

Further details of the amount owing by B Pack to its shareholders and the proceeds from the Offer for Sale to be utilised for repayment are set out below:

Shareholders of B Pack	Amount owing by B Pack (RM'000)	*Amount to be renounced (RM'000)	Amount to be repaid (RM'000)	Balance amount owing by B Pack (RM'000)
Ooi Lay Pheng	8,370	(3,143)	-	5,227
Lee Soon Swee	5,400	(2,028)	-	3,372
Ooi Chang Seaw	5,130	-	(1,927)	3,203
Ooi Eng Leng	4,050	-	(1,521)	2,529
Ooi Yuen Wei	4,050	-	(1,521)	2,529
Total	27,000	(5,171)	(4,969)	16,860

Note:

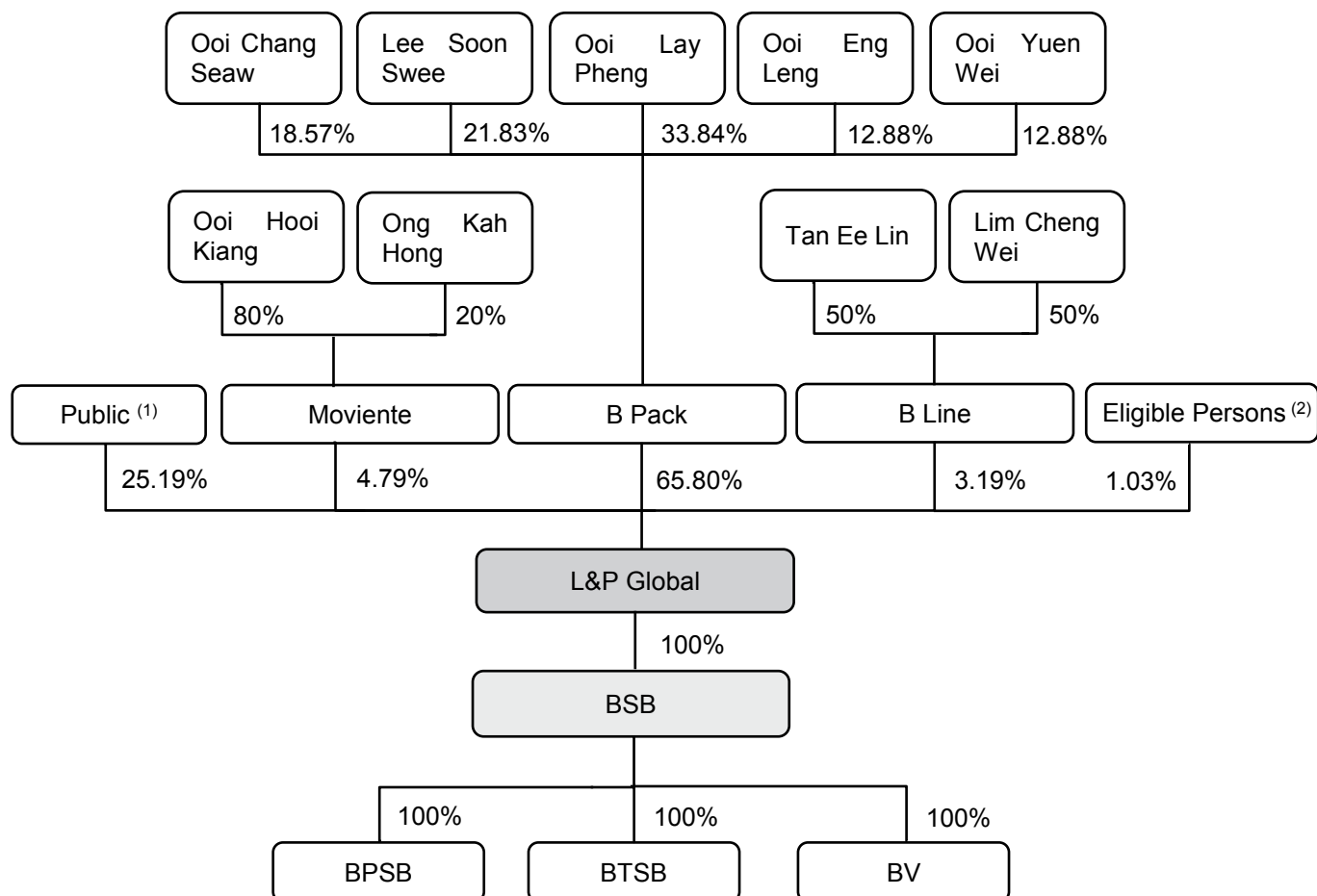
* Ooi Lay Pheng and Lee Soon Swee will renounce and assign their entitlement to the proceeds from the Offer for Sale to Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei in the following manner:

Shareholders of B Pack	Entitlement for the renunciation and assignment by Ooi Lay Pheng and Lee Soon Swee (RM'000)
Ooi Chang Seaw	473
Ooi Eng Leng	2,349
Ooi Yuen Wei	2,349
Total	5,171

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4. PARTICULARS OF OUR IPO (Cont'd)

Our group structure after the Listing is as follows:



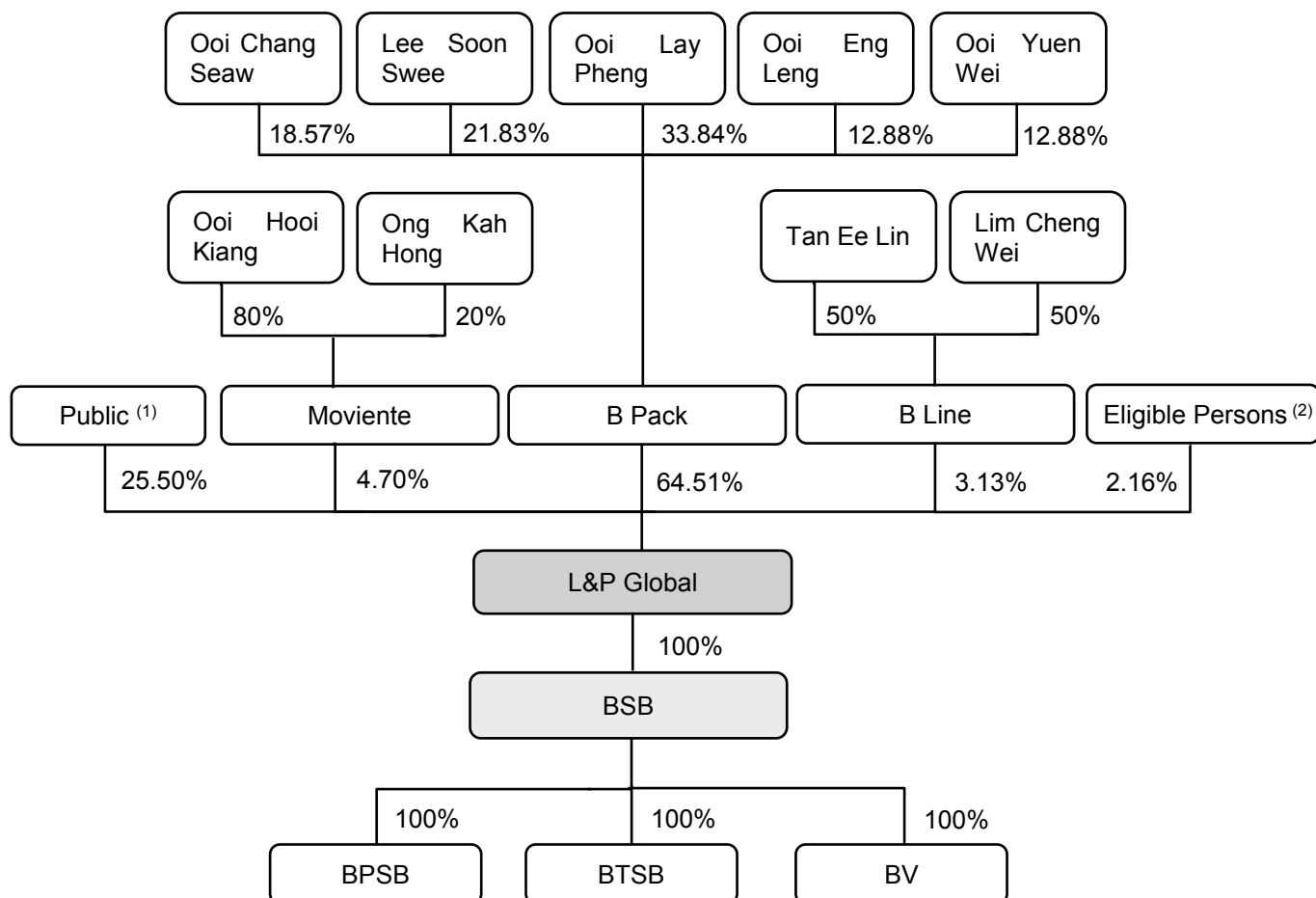
Notes:

- (1) The public shareholding spread upon Listing will be 25.19%.
- (2) Being the Eligible Persons who are not included as public and assuming the pink form to be allocated to them are fully subscribed.

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4. PARTICULARS OF OUR IPO (Cont'd)

The First Tranche ESOS is subject to the vesting period as described in Section 4.1.1(d)(vi) of this Prospectus. For illustrative purposes, our group structure after the Listing and assuming full exercise of the First Tranche of ESOS upon Listing is as follows:



Notes:

- (1) The public shareholding spread upon Listing and assuming full exercise of the First Tranche of ESOS upon Listing will be 25.50%.
- (2) Being the Eligible Persons who are not included as public and assuming the pink form to be allocated to them are fully subscribed and the ESOS Options to be granted to them under the First Tranche of ESOS are fully exercised into Shares.

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4. PARTICULARS OF OUR IPO (Cont'd)**(f) Listing**

The admission of our Company to the Official List and the listing of and quotation for our entire enlarged issued share capital of RM74,353,509 comprising 560,000,000 Shares on the ACE Market of Bursa Securities have been approved by Bursa Securities.

	No. of Shares	Share capital (RM)
Issued share capital as at the date of this Prospectus	447,000,000	40,453,509
New Shares to be offered pursuant to the Public Issue	113,000,000	33,900,000
Enlarged issued share capital upon Listing	560,000,000	74,353,509
New Shares to be issued assuming full exercise of the First Tranche of ESOS	11,200,000	3,360,000
Enlarged issued share capital assuming full exercise of the First Tranche of ESOS ⁽¹⁾	571,200,000	77,713,509
Offer for Sale ⁽²⁾	33,800,000	10,140,000
IPO Price		RM 0.30
Pro forma consolidated NA per Share as at 31 July 2022 ⁽³⁾ <i>(based on our enlarged issued share capital after our IPO, the use of proceeds raised from our Public Issue and net of listing expenses)</i>		RM 0.13
Market capitalisation upon Listing <i>(based on the IPO Price and our enlarged issued share capital after our IPO)</i>		168,000,000

Notes:

- (1) For illustration purposes, assuming the First Tranche of ESOS is granted and vested immediately upon Listing, and that all ESOS Options under the First Tranche of ESOS are exercised at an exercise price of RM0.30 each, being the IPO Price. Please refer to Section 4.1.1(d)(vi) of this Prospectus for the details of the vesting period of the First Tranche of ESOS.
- (2) Our Offer for Sale will not have any effect on our share capital.
- (3) For illustration purposes, the pro forma consolidated NA per Share as at 31 July 2022 based on our enlarged issued share capital after our IPO, the use of proceeds raised from our Public Issue and net of listing expenses as well as assuming full exercise of the First Tranche of ESOS is RM0.14. Please refer to Section 4.1.1(d)(vi) of this Prospectus for the details of the vesting period of the First Tranche of ESOS.

The IPO Price is payable in full upon Application.

4. PARTICULARS OF OUR IPO (Cont'd)

We only have one (1) class of shares, being ordinary shares, all of which rank equally with each other. Our Issue Shares will, upon allotment and issuance, rank equally in all respects with our existing issued share capital, including voting rights and rights to all dividends and distributions that may be declared subsequent to the date of allotment of our Issue Shares.

Our Offer Shares rank equally in all respects with our existing issued share capital, including voting rights and rights to all dividends and distributions that may be declared subsequent to the date of transfer of our Offer Shares.

Subject to special rights attaching to any Share which may be issued by us in the future, our shareholders shall, in proportion to the Shares held by them, be entitled to share in the whole of the profits paid out by us as dividends and other distributions, and the whole of any surplus in the event of our liquidation, such surplus to be distributed among the shareholders in proportion to the issued share capital at the commencement of the liquidation, in accordance with our Constitution and provisions of the Act.

At any general meeting of our Company, each shareholder shall be entitled to vote in person, or by proxy, or by his / its representative under the instrument of proxy or certificate of appointment of corporate representative or power of attorney ("**Representative**"). On a vote by show of hands, each shareholder present (either in person, or by proxy, or by Representative) shall have one (1) vote. On a vote by way of poll, each shareholder present (either in person, or by proxy, or by Representative) shall have one (1) vote for each Share held. A proxy may but need not be a shareholder of our Company.

4.2 BASIS OF ARRIVING AT THE IPO PRICE

Our Directors and AIS, as the Principal Adviser, Sponsor, Sole Underwriter and Joint Placement Agent, had determined and agreed upon the IPO Price after taking into consideration the following factors:

(i) Financial and operating history

Based on the historical audited combined statements of profit or loss and other comprehensive income of our Group for the FYE 2021, we recorded a PAT of RM14.33 million representing an EPS of 3.21 sen (based on the existing issued share capital of 447,000,000 Shares) and 2.56 sen (based on the enlarged issued share capital of 560,000,000 Shares upon Listing) resulting in PE Multiple of 9.35 times and 11.72 times, respectively.

For information, our Group recorded a PAT of RM7.94 million for the FPE 2022. Our detailed operating and financial history is outlined in Sections 6 and 11 of this Prospectus, respectively.

(ii) Business strategies

Our business strategies are outlined in Section 6.8 of this Prospectus.

(iii) Competitive advantages and key strengths, and IMR Report

Our competitive advantages and key strengths, and the IMR Report are outlined in Sections 6.1.3 and 7 of this Prospectus, respectively.

(iv) Pro forma consolidated NA

The pro forma consolidated NA per Share as at 31 July 2022 of RM0.13 based on the enlarged issued share capital of 560,000,000 Shares in our Company upon Listing and after use of proceeds.

4. PARTICULARS OF OUR IPO (Cont'd)

You should note that the market price of our Shares upon and subsequent to our Listing is subject to the vagaries of market forces and other uncertainties, which may affect the trading price of our Shares. You are reminded to consider the risk factors set out in Section 8 of this Prospectus before deciding to invest in our Shares.

4.3 DILUTION

Dilution is the amount by which the IPO Price to be paid by investors for our Issue Shares / Offer Shares exceeds our pro forma consolidated NA per Share after our IPO and is as follows:

	RM
IPO Price	0.30
Pro forma consolidated NA per Share as at 31 July 2022 before the Public Issue	0.09
Pro forma consolidated NA per Share as at 31 July 2022 after the Public Issue and use of proceeds	0.13
Increase in NA per Share attributable to existing shareholders	0.04
Dilution in NA per Share to new investors	0.17
Dilution in NA per Share as a percentage of the IPO Price	56.67%

Save as disclosed below and Section 2.2 of this Prospectus, there has been no acquisition of any existing equity securities in our Company by our Promoters, substantial shareholders, Directors and / or key senior management, or persons connected with them from the date of our incorporation to the date of this Prospectus, or which they have the right to acquire:

	No. of Shares held before IPO ⁽¹⁾	No. of Shares held from IPO ⁽²⁾	Total consideration RM	Effective cash cost per Share RM
Promoters, substantial shareholders and Director				
Ooi Lay Pheng	-	2,000,000	600,000	0.30
Ong Kah Hong	-	1,000,000	300,000	0.30
Ooi Hooi Kiang	-	300,000	90,000	0.30
Promoters and substantial shareholders				
B Pack	⁽³⁾ 402,300,000	-	⁽⁶⁾ 36,408,150	0.09
Lee Soon Swee	-	-	-	-
Substantial shareholder				
Moviente				
- prior to the Acquisition of BSB	⁽⁴⁾ 26,820,000	-	⁽⁵⁾ 1,800,000	0.07
- pursuant to the Acquisition of BSB	⁽⁴⁾ 26,820,000	-	⁽⁶⁾ 2,427,210	0.09
Promoters				
Ooi Chang Seaw	-	-	-	-
Ooi Eng Leng	-	-	-	-
Ooi Yuen Wei	-	500,000	150,000	0.30

4. PARTICULARS OF OUR IPO (Cont'd)

	No. of Shares held before IPO ⁽¹⁾	No. of Shares held from IPO ⁽²⁾	Total consideration RM	Effective cash cost per Share RM
Directors				
Dato' Seri Lee Kah Choon	-	250,000	75,000	0.30
Dato' Mohamed Amin Bin Mohd Kassim	-	250,000	75,000	0.30
Phoon Yee Min	-	250,000	75,000	0.30
Key senior management				
Tan Ee Lin	-	500,000	150,000	0.30
Ow Chooi Khim	-	800,000	240,000	0.30
Ng So Yin	-	700,000	210,000	0.30
Ong Bee Ngoh	-	450,000	135,000	0.30
Ch'ng Chun Geet	-	450,000	135,000	0.30

Notes:

- (1) After the Acquisition of BSB.
- (2) Assuming all Pink Form Allocations are fully subscribed.
- (3) Including 9 Shares held by Ooi Lay Pheng which were transferred to B Pack after the Acquisition of BSB. Please refer to Section 5.1.3 of this Prospectus for the details of changes in our Promoters' and substantial shareholders' shareholdings.
- (4) Including 1 Share held by Ong Kah Hong which was transferred to Moviente after the Acquisition of BSB. Please refer to Section 5.1.3 of this Prospectus for the details of changes in our Promoters' and substantial shareholders' shareholdings.
- (5) Based on the purchase consideration pursuant to the share sale agreement dated 18 September 2021. Please refer to Section 2.2.1 of this Prospectus for further information.
- (6) Based on purchase consideration for the Acquisition of BSB.

As at the date of this Prospectus, save for the Pink Form Allocation and ESOS, there is no outstanding right granted to anyone to acquire our Shares. The Pink Form Allocation and the First Tranche of ESOS is based on our IPO Price.

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4. PARTICULARS OF OUR IPO (Cont'd)**4.4 USE OF PROCEEDS FROM OUR IPO**

The total gross proceeds from the Public Issue will amount to RM33.90 million based on the IPO Price. We expect the proceeds to be used in the following manner:

Purposes	RM'000	%	Estimated time frame for use (from the Listing date)
Capital expenditure	10,000	29.50	Within 36 months
Business expansion	2,000	5.90	Within 36 months
Repayment of borrowings	5,000	14.75	Within 6 months
Working capital	13,000	38.35	Within 12 months
Estimated listing expenses	3,900	11.50	Within 3 months
Total	33,900	100.00	

There is no minimum subscription to be raised from the IPO.

Pending the eventual use of proceeds raised from the Public Issue, the proceeds will be placed in interest-bearing short-term deposits or money market instruments with licensed financial institutions.

4.4.1 Capital expenditure

Part of our Group's business strategies and plans is to expand our operations in Johor by constructing a new, larger factory ("Proposed New Johor Factory") which will include manufacturing of components, and larger assembly and storage space. Our Proposed New Johor Factory will produce boxes and crates as well as provide packing services and facilitate our circular supply services. It will also support our planned expansion into Singapore as disclosed in Section 6.8.3(ii) of this Prospectus. As at the LPD, we are in the midst of identifying suitable land in the Kulai/Senai area measuring around 130,000 sq ft. The built-up area of the Proposed New Johor Factory is estimated at approximately 85,000 sq. ft. based on the initial planning, which include floor space for manufacturing activities, storage and office.

The construction for the Proposed New Johor Factory is expected to be commenced by Q2 2024 and completed by Q3 2025. The estimated construction costs based on the initial planning is as follows:

Estimated construction costs	RM'000
Preliminaries (including, among others, site clearing, site management, insurance, stamp duty and contract documents)	1,590
Piling work	900
Substructural works	5,860
External works	1,220
Mechanical and electrical works	1,890
Others (including, among others, earthworks and guard house)	640
Total	12,100

4. PARTICULARS OF OUR IPO (Cont'd)

We intend to allocate RM10.00 million, representing approximately 29.50% of the gross proceeds from our Public Issue, to pay part of the construction cost for our Proposed New Johor Factory. Any excess amount required for the above capital expenditure will be funded by internally generated funds and/or bank borrowings. Conversely, if the actual amount for the above capital expenditure is lower than budgeted, the excess will be used for working capital purposes to purchase raw materials. The actual size and construction costs for the Proposed New Johor Factory may be subject to change depending on the availability of the suitable location, cost involved and other relevant factors not within the control of our Group. Please refer to Section 6.8.2 of this Prospectus for further details on our plan to strengthen our presence in the Southern region.

4.4.2 Business expansion**(i) Setting up of an assembly plant and storage in the Klang Valley (“Proposed New KV Factory”)**

Our Group’s business strategies and plans include to expand our geographical presence domestically to the Klang Valley. We intend to set up the Proposed New KV factory to carry out assembly works for final products comprising boxes and crates, as well as providing packing services and facilitate our circular supply services.

As at the LPD, we are in the midst of identifying a factory lot for rental in a suitable light industrial area within the Klang Valley, with estimated size of approximately 12,000 sq ft. We intend to allocate RM0.61 million, representing approximately 1.81% of the gross proceeds from our Public Issue, for the rental of the Proposed New KV Factory for 24 months, while the total cost of setting up the Proposed New KV Factory is estimated at RM0.50 million, which will be funded by internally generated funds and/or bank borrowings.

(ii) Purchase of machineries

In conjunction with our plan to expand our operations / geographical presence in Johor, Klang Valley and Singapore, additional machineries are required to support the business operations in various locations. We intend to allocate RM1.39 million, representing approximately 4.09% of the gross proceeds from our Public Issue, to purchase the following new machineries:

Type of machinery / equipment	Purpose / Function	No. of units	RM ‘000
Forklift	A vehicle with a pronged device in front for lifting and carrying heavy loads	2	300
Lorry and truck	Transportation of products from its storage to customers’ premises	2	500
Packing truck	To carry workers and packing accessories from its storage to customers’ premises	1	135
Cutting machine	A machine used to cut wood materials into desired length	1	50
Multi ripping machine	A machine used to rip wood materials into desired width	1	250
Sanding machine	A machine used to smoothen surfaces of wood materials by abrasion with sandpaper	2	150
Total		9	1,385

4. PARTICULARS OF OUR IPO (Cont'd)

Any excess amount required for the above business expansion will be funded by internally generated funds and/or bank borrowings. Conversely, if the actual amount for the above business expansion is lower than budgeted, the excess will be used for working capital purposes to purchase raw materials. Please refer to Sections 6.8.3(i) and 6.8.4 of this Prospectus for further details on our business expansion.

4.4.3 Repayment of borrowings

We intend to allocate RM5.00 million, representing approximately 14.75% of the gross proceeds from our Public Issue, to pare down part of our Group's outstanding borrowings with priority given to the higher interest bearing facilities as follows:

Name of financial institution / type of facility	Purpose	Interest rate per annum	Maturity date	Principal amount RM'000	Balance as at the LPD RM'000	Amount to be repaid from gross proceeds RM'000
AmBank Islamic (M) Berhad / Term loan	Working capital	7.70%	Jun 2025	1,700	1,047	1,000
OCBC Al-Amin Bank Berhad / Term loan	Working capital	5.26%	November 2024	940	515	500
Hong Leong Bank Berhad / Bankers' acceptance	Working capital	4.77%- 5.49%	December 2022 – January 2023	3,740	3,740	3,500
Total					5,302	5,000

The repayment of the above-mentioned borrowings is expected to have a positive financial impact on our Group with interest savings of approximately RM0.28 million per annum based on existing prevailing interest rates. However, the actual interest savings may vary depending on the applicable interest rate.

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4. PARTICULARS OF OUR IPO (Cont'd)**4.4.4 Working capital**

Our Group's working capital requirements are expected to increase in tandem with the expected growth in our business. Cost of raw materials are the main component of our cost of sales, representing approximately 78.00%, 82.95%, 83.51% and 82.78% of our total cost of sales for the past 3 FYEs 2019, 2020, 2021 and FPE 2022, respectively. We intend to allocate RM13.00 million, representing 38.35% of the gross proceeds from our Public Issue, to supplement the working capital requirements of our Group. The proceeds will be used for purchase of raw materials, mainly consisting of engineered wood and natural wood.

Our Group had in the past and currently been funding our working capital via bank borrowings and internally generated funds. Therefore, the above working capital allocation from our Public Issue is expected to enhance our Group's liquidity and cash flow position to support the expected growth in our daily operations.

4.4.5 Estimated listing expenses

Our listing expenses are estimated to be RM3.90 million, details of which are as follows:

Description	RM'000
Professional fees ⁽¹⁾	2,348
Fees to authorities	96
Estimated underwriting, placement and brokerage fees	845
Printing and advertising	200
Contingencies ⁽²⁾	411
Total	3,900

Notes:

- (1) Includes professional and advisory fees for, among others, Principal Adviser, Solicitors, Reporting Accountants and IMR.
- (2) Other incidental or related expenses in connection with the IPO, which include translators, media related expenses and IPO event expenses.

If the actual listing expenses are higher than budgeted, the deficit will be funded out of the portion allocated for working capital. Conversely, if the actual listing expenses are lower than budgeted, the excess will be used for working capital purposes to purchase raw materials.

Our Company will not receive any proceeds from the Offer for Sale. Based on the IPO Price, the gross proceeds from the Offer for Sale of approximately RM10.14 million will accrue entirely to the Offeror. The Offeror shall bear the entire incidental expenses and fees in relation to the Offer for Sale, amounting to approximately RM0.11 million.

The financial impact of the use of proceeds from our Public Issue is illustrated in the Pro Forma Consolidated Statements of Financial Position as at 31 July 2022 set out in Section 11.9 of this Prospectus.

4. PARTICULARS OF OUR IPO (Cont'd)

4.5 BROKERAGE FEE, UNDERWRITING COMMISSION AND PLACEMENT FEE

4.5.1 Brokerage fee

We will bear the brokerage fees to be incurred on the issue of the 37,000,000 Issue Shares pursuant to our IPO under Sections 4.1.1(b)(i) and 4.1.1(b)(ii) of this Prospectus at the rate of 1.00% of the IPO Price in respect of successful Applications which bear the stamp of AIS, participating organisations of Bursa Securities, members of the Association of Banks in Malaysia, members of the Malaysian Investment Banking Association or the Issuing House.

4.5.2 Underwriting commission

AIS, as our Sole Underwriter has agreed to underwrite 37,000,000 Issue Shares as set out in Sections 4.1.1(b)(i) and 4.1.1(b)(ii) of this Prospectus. We will pay our Sole Underwriter an underwriting commission at the rate of 2.50% of the total value of the Shares underwritten at the IPO Price.

4.5.3 Placement fee

Our Joint Placement Agents have agreed to place out 76,000,000 Issue Shares and 33,800,000 Offer Shares available under the placement to selected investors as well as Bumiputera investors approved by the MITI as set out in Sections 4.1.1(b)(iii), 4.1.1(b)(iv) and 4.1.1(c) of this Prospectus, at the rate of up to 2.00% of the IPO Price for each Issue Share / Offer Share to be placed out by the Joint Placement Agents.

The placement fees to be incurred on the sale of 33,800,000 Offer Shares will be fully borne by the Offeror.

4.6 SALIENT TERMS OF THE UNDERWRITING AGREEMENT

On 28 November 2022, we have entered into the Underwriting Agreement with the Sole Underwriter to underwrite 37,000,000 Issue Shares ("**Underwritten Shares**"), upon the terms and subject to the conditions as set out in the Underwriting Agreement.

The salient terms of the Underwriting Agreement are as follows:

- 4.6.1 The obligations of the Sole Underwriter under the Underwriting Agreement are conditional on, amongst others, the following:
- (a) the approvals referred to in Section 2.1 of this Prospectus remaining valid and have not been revoked or amended and all the conditions imposed therein which have to be complied by the Company prior to Listing, have been complied by the Company;
 - (b) the receipt by the Sole Underwriter of all relevant documentation and placement monies in respect of the Offer for Sale;
 - (c) all other necessary approvals and consents required in relation to the IPO and the IPO Shares including but not limited to governmental approvals having been obtained and are in full force and effect;
 - (d) the issue of the IPO Shares having been approved by the shareholders of the Company in an extraordinary general meeting;
 - (e) the issue and subscription of the IPO Shares in accordance with the provisions of the Underwriting Agreement is not being prohibited by any statute, order, rule, regulation, directive or guideline (whether or not having the force of law) promulgated or issued by any legislative, executive or regulatory body or authority of Malaysia (including Bursa Securities);

4. PARTICULARS OF OUR IPO (Cont'd)

- (f) the Prospectus having been lodged with the Registrar of Companies and registered with the Bursa Securities together with all the required documents in accordance with the CMSA, the Act and the relevant laws and regulations;
 - (g) there having been, on or prior to the last date and time for the receipt of applications and payment for the Issue Shares in accordance with the Prospectus or such later date as the Company and the Sole Underwriter may mutually agree upon consultation with Bursa Securities ("**Closing Date**") or the extended closing date for the receipt of applications and payment for the Issue Shares pursuant to the Public Issue which will be notified in a widely circulated Bahasa Malaysia and English daily newspaper in Malaysia ("**Extended Closing Date**"), as the case may be, no material breach of any representation, warranty, covenant, undertaking or obligation of the Company in the Underwriting Agreement or which is contained in any certificate, statement, or notice provided under or in connection with the Underwriting Agreement or which proves to be incorrect in any material respect;
 - (h) there having been, on or prior to the Closing Date or the Extended Closing Date, as the case may be, no material adverse change, or any development involving a prospective material adverse change, in the financial condition or business or operations of the Group or in the prospects or future financial condition or business or operations of the Group (which in the reasonable opinion of the Sole Underwriter, is or will be material in the context of the Public Issue and the sale of any Underwritten Shares) from that set forth in the Prospectus, nor the occurrence of any event nor the discovery of any fact rendering materially inaccurate, untrue or incorrect to such extent which is or will be material in any of the representations, warranties, covenants and undertakings and obligations of the Company contained in the Underwriting Agreement;
 - (i) the Sole Underwriter receiving a copy certified by a director or secretary of the Company to be a true resolution of the Board approving the Listing, the Prospectus and the Underwriting Agreement, the issue and offer of the IPO Shares and authorizing a person or persons to sign the Underwriting Agreement on behalf of the Company; and
 - (j) the Sole Underwriter having been satisfied that arrangements have been made by the Company to ensure payment of the expenses referred to in the Underwriting Agreement.
- 4.6.2 The Sole Underwriter may terminate, cancel and withdraw its commitment before the Closing Date or the Extended Closing Date, if:
- (a) the approval of Bursa Securities and other relevant authorities for the Listing is revoked, withdrawn or procured but subject to the conditions not acceptable to the Sole Underwriter;
 - (b) there is any material breach by the Company of any of the representations, warranties or undertakings contained in the Underwriting Agreement, which is not capable of remedy or, if capable of remedy, is not remedied within such number of days as stipulated in the notice given to the Company;
 - (c) there is a material failure on the part of the Company to perform any of its obligations contained in the Underwriting Agreement;
 - (d) there is withholding of information of a material nature from the Sole Underwriter which is required to be disclosed pursuant to the Underwriting Agreement which, in the reasonable opinion of the Sole Underwriter, would have or can reasonably be expected to have, a material adverse effect on the business or operations of the Group, the success of the IPO or Listing, or the distribution or sale of the IPO Shares;
 - (e) there shall have occurred, or happened any material and adverse change in the business or financial condition of the Group;
 - (f) the Listing does not take place within three (3) months from the date of the Underwriting Agreement or such other extended date as may be agreed by the Sole Underwriter;

4. PARTICULARS OF OUR IPO (Cont'd)

- (g) the imposition of any moratorium, suspension or material restriction on trading in securities generally on ACE Market of Bursa Securities due to exceptional financial circumstances which, in the reasonable opinion of the Sole Underwriter, would have or can reasonably be expected to have, a material adverse effect on the business or operations of the Group, the success of the IPO, or the distribution or sale of the IPO Shares;
- (h) a material adverse change in the stock market condition occurs, and for the purposes of this clause, a material adverse change in the stock market condition shall be deemed to have occurred if the FTSE Bursa Malaysia Kuala Lumpur Composite Index (“**Index**”) is, at the close of normal trading on Bursa Securities, on any Market Day:
- (i) on or after the date of the Underwriting Agreement; and
 - (ii) prior to the close of the offering of the Public Issue,
- lower than eighty-five per centum (85%) of the level of Index at the last close of normal trading on Bursa Securities on the Market Day immediately prior to the date of the Underwriting Agreement and remains at or below that level for at least three (3) consecutive Market Days or any other adverse change in the market conditions which the parties mutually agree to be sufficiently material and adverse to render it to be a terminating event; or
- (i) there shall have occurred, or happened any of the following circumstances:
- (i) any material change, or any development involving a prospective change, in national or international monetary, financial, economic or political conditions (including but not limited to conditions on the stock market, in Malaysia or overseas, foreign exchange market or money market or with regard to inter-bank offer or interest rates both in Malaysia and overseas) or foreign exchange controls or the occurrence of any combination of any of the foregoing; or
 - (ii) any change in law, regulation, directive, policy or ruling in any jurisdiction or any event or series of events beyond the reasonable control of the Sole Underwriter (including without limitation, acts of God, acts of terrorism, strikes, lock-outs, fire, explosion, flooding, pandemic, civil commotion, sabotage, acts of war or accidents);

which, in the opinion of the Sole Underwriter, would have or can reasonably be expected to have, a material adverse effect on, and/or materially prejudice the business or the operations of the Group as a whole or the success of the IPO or Listing which has or is likely to have the effect of making any material part of the Underwriting Agreement incapable of performance in accordance with its terms.

In the event that the Underwriting Agreement is terminated pursuant to Section 4.6.2 above, the Sole Underwriter and the Company may confer with a view to deferring the Public Issue by amending the terms of the Underwriting Agreement and entering into a new underwriting agreement accordingly, but neither the Sole Underwriter nor the Company shall be under any obligation to enter into a fresh agreement.

- 4.6.3 Upon any such notice(s) being given pursuant to Section 4.6.2 above, the Sole Underwriter shall be released and discharged from their obligations under the Underwriting Agreement whereupon the following shall take place within three (3) Market Days of the receipt of such notice:
- (a) the Company shall make payment of Underwriting Commission to the Sole Underwriter in accordance with the Underwriting Agreement;
 - (b) the Company shall pay or reimburse to the Sole Underwriter the costs and expenses referred to in the Underwriting Agreement; and

4. PARTICULARS OF OUR IPO (Cont'd)

- (c) each party shall return all other monies (in the case of the Sole Underwriter, after deducting the Underwriting Commission due and owing to the Sole Underwriter under the Underwriting Agreement) including but not limited to the subscription monies paid to the other under the Underwriting Agreement (except for monies paid by the Company for the payment of the expenses as provided under the Underwriting Agreement);

and thereafter, the Underwriting Agreement shall be terminated and of no further force and effect and none of the parties shall have a claim against the other save and except in respect of any antecedent breaches.

4.7 PLACEMENT

On 21 November 2022, our Company and Offeror have entered into the Placement Agreement with the Joint Placement Agents pursuant to our IPO. Our Company and Offeror will be requested to give various representations, warranties and undertakings, and to indemnify the Joint Placement Agents against certain liabilities in relation to the IPO.

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

5.1 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

5.1.1 Promoters' and substantial shareholders' shareholdings

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

Name	Nationality / Country of Incorporation	Before our IPO / As at the LPD				After our IPO ⁽²⁾				Assuming full exercise of the First Tranche of ESOS upon Listing			
		Direct		Indirect		Direct		Indirect		Direct		Indirect	
		No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽³⁾	No. of Shares	% ⁽³⁾	No. of Shares	% ⁽⁴⁾	No. of Shares	% ⁽⁴⁾
Promoters and substantial shareholders													
B Pack	Malaysia	402,300,000	90.00	-	-	368,500,000	65.80	-	-	368,500,000	64.51	-	-
Ooi Lay Pheng	Malaysian	-	-	402,300,000	⁽⁵⁾ 90.00	2,000,000	0.36	368,500,000	⁽⁵⁾ 65.80	4,000,000	0.70	368,500,000	⁽⁵⁾ 64.51
Lee Soon Swee	Malaysian	-	-	402,300,000	⁽⁵⁾ 90.00	-	-	368,500,000	⁽⁵⁾ 65.80	-	-	368,500,000	⁽⁵⁾ 64.51
Ooi Hooi Kiang	Malaysian	-	-	26,820,000	⁽⁶⁾ 6.00	300,000	0.06	26,820,000	⁽⁶⁾ 4.79	1,100,000	0.19	26,820,000	⁽⁶⁾ 4.70
Ong Kah Hong	Malaysian	-	-	26,820,000	⁽⁶⁾ 6.00	1,000,000	0.18	26,820,000	⁽⁶⁾ 4.79	2,500,000	0.44	26,820,000	⁽⁶⁾ 4.70
Substantial shareholder													
Moviente	Malaysia	26,820,000	6.00	-	-	26,820,000	4.79	-	-	26,820,000	4.70	-	-
Promoter													
Ooi Chang Seaw	Malaysian	-	-	-	-	-	-	-	-	-	-	-	-
Ooi Eng Leng	Malaysian	-	-	-	-	-	-	-	-	-	-	-	-
Ooi Yuen Wei	Malaysian	-	-	-	-	500,000	0.09	-	-	600,000	0.11	-	-

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

Notes:

- (1) Based on our issued share capital of 447,000,000 Shares after the Acquisition of BSB, but before our IPO.
- (2) Assuming our Directors / employees will fully subscribe for their respective allocation under the Pink Form Allocation.
- (3) Based on our enlarged issued share capital of 560,000,000 Shares after the Public Issue and Offer for Sale.
- (4) For illustration purposes, based on our enlarged issued share capital of 571,200,000 Shares after assuming full exercise of the First Tranche of ESOS as described in Section 4.1.1(d) of this Prospectus. Please refer to Section 4.1.1(d)(vi) of this Prospectus for the details of the vesting period of the First Tranche of ESOS.
- (5) Deemed interested by virtue of their shareholdings in B Pack pursuant to Section 8(4) of the Act.
- (6) Deemed interested by virtue of their shareholdings in Moviente pursuant to Section 8(4) of the Act.

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

5.1.2 Profile of Promoters and substantial shareholders

(i) B Pack

Promoter and substantial shareholder

B Pack, our Promoter and substantial shareholder, was incorporated on 16 June 2021 in Malaysia under the Act as a private limited company under its present name. B Pack is an investment holding company.

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

As at the LPD, the directors and shareholders of B Pack are as follows:

Directors and shareholders	Nationality	Direct	
		No. of shares	%
Ooi Lay Pheng	Malaysian	31,000	31.00
Lee Soon Swee	Malaysian	20,000	20.00
Ooi Chang Seaw	Malaysian	19,000	19.00
Ooi Eng Leng	Malaysian	15,000	15.00
Ooi Yuen Wei	Malaysian	15,000	15.00

Please see Section 5.7 of this Prospectus for further details of the family relationship between the Promoters, substantial shareholders and Directors.

(ii) Ooi Lay Pheng

Promoter, substantial shareholder and Executive Director / CEO

Ooi Lay Pheng, a Malaysian, aged 51, is our Promoter, substantial shareholder and Executive Director / CEO. She was appointed to our Board on 30 August 2021. She was appointed as the CEO of BSB since 2017, helping our Group's strategic direction and business development.

She obtained her Bachelor of Business Administration degree in 1994 and Master of Arts in Economics in 1996 from Wichita State University, USA.

Shortly after 1996, she took time off to support her spouse's career in USA and Singapore. She was relocated back to Malaysia in 2000. Between 1996 to 2000, she had the opportunity to enrich her time in USA, cultivating her skills and earning certifications in the food and beverage industry.

In 2001, she joined BSB as a Project Specialist, supporting product quality and assurance as well as playing an integral role in assisting our Group to secure the ISO 9001:2000 certification. In 2002, she became a shareholder of BSB after acquiring 10% equity interest in BSB.

She left BSB in 2003 and took a career break to focus on her family. In early 2007 to 2008, she was recruited by Validus International Pty Ltd ("**Validus**"), a healthcare company based in Australia. She held the title of Business Manager cum International Patient Manager, and was based in Kuala Lumpur. She assisted in the setting up of a company branch and was tasked to develop and coordinate healthcare programs between medical centres in the Klang Valley.

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

In 2009, she joined Tropicana Medical Centre (M) Sdn Bhd (“**TMC**”) and held the office of an International Patient Care Centre Manager. She was the liaison for overseas healthcare representatives while facilitating marketing activities and healthcare programs. A year later, up to 2013, she pursued her passion in Non-Governmental Organisation (“**NGO**”) work. As an event coordinator and group facilitator at Yayasan Generasi Gemilang, she mentored young children and teenagers through value based and character building programs.

In the years between 2009 and 2014, she also freelanced as a cake decorating instructor at International Centre of Cake Artistry Sdn Bhd and startup a baking curriculum at Sri Sempurna International School in Kuala Lumpur.

In 2015, she rejoined BSB as Director, heading the sales and marketing, human resource, IT, quality assurance and finance departments. She subsequently acquired another 10% equity interest in BSB in 2016, increasing her direct shareholding in BSB to 20%.

In 2017, she was promoted to the position of CEO of BSB, a position she currently holds, to develop and oversee our Group’s business and strategic goals. She formulates short and long-term business plans in line with our strategic goals which focus on business expansion in new products, acquiring new customers and new market development. Since then, she has guided and sustained our Group towards substantial growth. Her leadership not only brought many accolades to our Group but also for herself, as she was awarded Women Entrepreneur of the Year, 2021 from EY Entrepreneur of the Year.

She is also a director of various other private limited companies in Malaysia, details of which are as set out in Section 5.2.4 of this Prospectus. Please also see Section 5.7 of this Prospectus for further details of the family relationship between the Promoters, substantial shareholders and Directors.

(iii) **Lee Soon Swee**

Promoter and substantial shareholder

Lee Soon Swee, a Malaysian, aged 52, is our Promoter and substantial shareholder. He obtained his Bachelor of Science in Aerospace Engineering in 1994 and Master of Science in Mechanical Engineering in 1995 from the Wichita State University, USA.

He started his career in 1993 with National Institute of Aviation Research in USA as a Lab Researcher, assisted in lab research work. He was then promoted to the position of Composite Lab Manager – Educator in 1996 where he designed and lectured on composite manufacturing courses.

In 1996, he left National Institute of Aviation Research and joined MEMC Electronic Materials Inc (“**MEMC**”) as a Process Engineer. MEMC was a USA based producer of silicon wafers for semiconductor device manufacturers. He mainly supported the technology transfer of silicon growing and wafering processes, and research and development functions of the company as well as production.

In 2000, he left MEMC and joined Applied Materials South East Asia Pte Ltd (“**AMSEA**”) as a Regional Process Engineer. AMSEA is a materials engineering solutions provider based in Singapore. He was then promoted to the position of Senior Regional Process Engineer in 2002. His main responsibility in the company is to qualify and develop best-known methods and recipes for thin film processes.

In 2004, he left AMSEA and joined Pall Corporation (Malaysia) Sdn Bhd, a company that provides filtration, separation and purification solutions, as a Technical Manager. In 2019, he was relocated to Pall Filtration Pte Ltd in Singapore to assume the position of Regional Senior Technical Specialist, a position he is currently holds. He is responsible in providing technical leadership and customer support for regional sales and distributors, as well as validating product performance and quality.

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

In 2015, he was appointed as the Director of BSB. He was not involved in the day-to-day operations of our Group and hence, in 2021, he had resigned as the Director of BSB.

Please see Section 5.7 of this Prospectus for further details of the family relationship between the Promoters, substantial shareholders and Directors.

(iv) Ooi Chang Seaw
Promoter

Ooi Chang Seaw, a Malaysian, aged 75, is our Promoter and the co-founder of BSB.

He started his career in 1964 by helping his father in a family business of sundry shop, Kean Hin. He then took over Kean Hin as the sole proprietor in 1970. In 1984, he established Syarikat Perusahaan Berjaya ("**SPB**") together with Ooi Eng Leng and venture into the manufacturing of industrial packaging products, mainly serving customers of manufacturer in rubber products, lift manufacturing, semiconductor and electrical and electronics industries. Subsequently in 1989, he co-founded BSB together with Ooi Eng Leng as a shareholder and Director of BSB, which assumed the business in the manufacturing of industrial packaging products of SPB. SPB gradually ceased operations and was discontinued in 1992. As the business of BSB was expanding, he had also withdrawn himself from the involvement in Kean Hin in 2000.

He has been instrumental and played an essential role on every aspect of the operation during the initial years of BSB's growth. He took charge of the pallet recycling and scrap collection programs and actively facilitated environmental conservation and converting wood waste into profitable raw materials. In 2021, he had retired and resigned as the Director of BSB and currently, he is not involved in the day-to-day operations of our Group.

Please see Section 5.7 of this Prospectus for further details of the family relationship between the Promoters, substantial shareholders and Directors.

(v) Ooi Eng Leng
Promoter

Ooi Eng Leng, a Malaysian, aged 61, is our Promoter and the co-founder of BSB.

He started his career in 1979 with Federal Fertiliser Sdn Bhd, a fertiliser production company, as factory assistant until 1984 when he established SPB together with Ooi Chang Seaw. Subsequently in 1989, he co-founded BSB together with Ooi Chang Seaw as a shareholder and Director of BSB.

He was mainly responsible in overseeing the production of the wood pallets, boxes and crates and transportation in BSB. He was awarded the Pingat Kelakuan Terpuji by the Penang Governor in 2019, recognising his contribution to the society. In 2021, he had retired and resigned as the Director of BSB and currently, he is not involved in the day-to-day operations of our Group.

Please see Section 5.7 of this Prospectus for further details of the family relationship between the Promoters, substantial shareholders and Directors.

(vi) Ooi Yuen Wei
Promoter

Ooi Yuen Wei, a Malaysian, aged 34, is our Promoter. He obtained his Bachelor of Arts (major in Political Science and minor in International Trade) from the Chinese Culture University, Taiwan in 2012.

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

He started his career in 2012 with Be Fuwell Enterprise Co., Ltd (“**Fuwell**”), a company primarily trading in dye materials based in Taiwan, as a Management Trainee being assigned to the field of research and development. He left Fuwell in 2013 and return to Malaysia and join BSB in 2014 as an Executive in the sourcing department, mainly responsible for the sourcing of local material and purchasing of timber.

He was then promoted to the position of Manager in 2021, a position he currently holds. He is overseeing the local material procurement and material planning, which is a key process in our Group’s operation to ensure consistent supply and quality for production of pallets, boxes and crates. He is also our Company’s representative in Malaysian Wood Industries Association. He has contributed significantly in developing the supply chain network of our Group for local supplier, particularly local natural wood. His experiences, expertise and competencies are important and are expected to contribute in continuously enhancing the effectiveness (in terms of quality and cost) of our Group’s supply chain management moving forward.

Please see Section 5.7 of this Prospectus for further details of the family relationship between the Promoters, substantial shareholders and Directors.

(vii) **Moviente**

Substantial shareholder

Moviente, our substantial shareholder, was incorporated on 2 June 2021 in Malaysia under the Act as a private limited company under its present name. Moviente is an investment holding company.

As at the LPD, the issued share capital of Moviente is RM10,000 comprising 10,000 ordinary shares.

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

Directors and shareholders	Nationality	Direct		Indirect	
		No. of shares	%	No. of shares	%
Ooi Hooi Kiang	Malaysian	8,000	80.00	-	-
Ong Kah Hong	Malaysian	2,000	20.00	-	-

Please see Section 5.7 of this Prospectus for further details of the family relationship between the Promoters, substantial shareholders and Directors.

(viii) **Ooi Hooi Kiang**

Promoter, substantial shareholder and Non-Independent Non-Executive Chairperson

Ooi Hooi Kiang, a Malaysian, aged 53, is our Promoter, substantial shareholder and Non-Independent Non-Executive Chairperson. She was appointed to our Board on 1 January 2022.

She graduated from the University of Florida, USA with Bachelor of Science in Accounting in 1993 and Master in Accounting in 1994. She is a member of the Malaysian Institute of Accountants since 2013 and a member of Institute of Corporate Directors Malaysia since 2021.

She started her career in auditing with Coopers & Lybrand LLP (*now known as PricewaterhouseCoopers*) in 1995 as an Audit Assistant and was promoted to Audit Senior in 1997, where she involved in the audit of a wide range of companies which included public listed companies and multinationals in various industries.

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

In 1999, she joined KE-ZAN Securities Sdn Bhd (“**KE-ZAN**”) as an Accountant and was responsible for finance and accounting, as well as credit control and credit management. In 2000, she left KE-ZAN and joined Kuala Lumpur City Securities Sdn Bhd, as Head of Operations of Alor Setar branch and subsequently promoted to Head of Kangar branch in 2001. She was responsible for managing the day-to-day operations of the branches during the tenure, respectively. In 2002, she moved back to Penang to join PM Securities Sdn Bhd (“**PM Securities**”) where she worked as Head of Operations and subsequently, she was promoted to Head of branch in 2007 and oversaw the day-to-day operations of the branch.

In 2008, she left PM Securities to join Tamouh Investment LLC, a property development company located in Abu Dhabi, United Arab Emirates. She worked in Abu Dhabi as a Manager of Planning and Corporate Reporting where she was in charge of overall operations of the finance department. She returned to Malaysia in 2011 and joined Mercury Securities Sdn Bhd as Head of Operations, where she was in charge of setting up the first branch in East Malaysia and being the key liaison with the SC, Bursa Securities and other financial institutions.

In 2012, she joined Olympia Industries Berhad as a Senior Manager in the group finance department, where she was implementing strategic initiatives for the group, financial performance and efficiency. In 2013, she joined JWPB Sdn Bhd as their CFO and was responsible for managing the group’s finance and human resource departments.

She then left in 2014 to join Anchor Resources Limited (“**Anchor**”), a company listed on Singapore Stock Exchange, as a CFO, where she was responsible for managing the group’s overall finances and commercial arrangement functions. During her tenure with Anchor, she was the key liaison of a merger and acquisition exercise and the corporate listing exercise on Singapore Stock Exchange. She left Anchor in 2018 and joined PG Automotive Holdings Pte Ltd as a CFO until 2022, with her responsibilities being managing the group’s overall finance and commercial arrangement functions. In 2021, she founded WCoach Sdn Bhd, which is involved in the provision of advisory and consultancy services.

Ooi Hooi Kiang was appointed as the Director of BSB since 1 September 2021. She contributed to our Group by providing advice to our Group on corporate related matters such as corporate governance, risk management and other financial related matters, as well as independent views to the key strategies and initiatives planned by the key senior management. In addition, she is also our Pre-Listing Investor. Her extensive experience in business and corporate will be of contribution to our Company’s future business growth and financial strategies. She will also be able to guide our Company, as a public listed company, in terms of Corporate Governance and sustainability with her experience with other public listed companies. Notwithstanding the above, her aligned visions and goals with our Company is also expected to add further value to our Company in achieving our objectives and missions.

Presently, she is an Independent Non-Executive Chairperson of Greatech Technology Berhad and an Independent Non-Executive Director of Ge-Shen Corporation Berhad, both being companies listed on the Main Market of Bursa Securities.

She is also a director of various other private limited companies in Malaysia, details of which are as set out in Section 5.2.4 of this Prospectus. Please also see Section 5.7 of this Prospectus for further details of the family relationship between the Promoters, substantial shareholders and Directors.

(ix) **Ong Kah Hong**

Promoter, substantial shareholder and Executive Director / COO

Ong Kah Hong, a Malaysian, aged 61, is our Promoter, substantial shareholder and Executive Director / COO. He was appointed to our Board on 30 August 2021.

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

He graduated from the University of Windsor, Canada with a Bachelor of Arts major in Mathematics in 1983. After graduating, he joined Hitachi Semiconductor (M) Sdn Bhd (“**Hitachi**”) in 1983 as a Production Control Officer and was subsequently promoted to the position of Deputy Department Manager of their Production Control Department in 1999. He was responsible for the management, direction and control of production and material planning and scheduling for all manufacturing operations. He also assisted in the development of long-term production plans as well as managed the security and utilisation of the company’s inventory.

He left Hitachi in 2000 and joined SR Technology Sdn Bhd (“**SR Technology**”) as the General Manager, where he oversaw the operations of the plant as well as coordinated different departments to ensure efficient operation. He left SR Technology in 2002 for a career break before joining BSB in 2003 as the Material Manager, where he was responsible for sourcing timber and other materials.

He was subsequently promoted to the position of General Manager in the same year, where he was directly responsible for the operations in the logistics, planning, engineering and production departments. In addition, he assisted our CEO in budget planning to ensure effective cost control to maximise the output and profitability.

In 2021, he was promoted to the position of COO, a position he currently holds, where he leads and oversees the business operations of our Group, including logistics and warehouse, production, planning, facility and engineering. He has played a key role in contributing to the growth and development of our Group’s business operations.

He is also a director of various other private limited companies in Malaysia, details of which are as set out in Section 5.2.4 of this Prospectus. Please also see Section 5.7 of this Prospectus for further details of the family relationship between the Promoters, substantial shareholders and Directors.

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

5.1.3 Changes in our Promoters' and substantial shareholders' shareholdings

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

Name	As at 30 August 2021 (Date of incorporation)				As at the LPD			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽²⁾	No. of Shares	% ⁽²⁾
Promoters and substantial shareholders								
B Pack	-	-	-	-	⁽³⁾ 402,300,000	90.00	-	-
Ooi Lay Pheng	9	90.00	-	-	-	-	402,300,000	⁽⁴⁾ 90.00
Lee Soon Swee	-	-	-	-	-	-	402,300,000	⁽⁴⁾ 90.00
Ooi Hooi Kiang	-	-	-	-	-	-	26,820,000	⁽⁵⁾ 6.00
Ong Kah Hong	1	10.00	-	-	-	-	26,820,000	⁽⁵⁾ 6.00
Substantial Shareholder								
Moviente	-	-	-	-	⁽⁶⁾ 26,820,000	6.00	-	-

Notes:

- (1) Based on our issued share capital of 10 Shares as at the date of incorporation.
- (2) Based on our issued share capital of 447,000,000 Shares after the Acquisition of BSB, but before our IPO.
- (3) Including 9 Shares held by Ooi Lay Pheng which were transferred to B Pack after the Acquisition of BSB.
- (4) Deemed interested by virtue of their shareholdings in B Pack pursuant to Section 8(4) of the Act.
- (5) Deemed interested by virtue of their shareholdings in Moviente pursuant to Section 8(4) of the Act.
- (6) Including 1 Share held by Ong Kah Hong which was transferred to Moviente after the Acquisition of BSB.

As at the LPD, our Promoters and substantial shareholders have the same voting rights with the other shareholders of our Group and there is no arrangement between L&P Global and its shareholders with any third parties, the operation of which may at a subsequent date result in a change in control of our Company.

Save as disclosed above, we are not aware of any persons who are able to, directly or indirectly, jointly or severally, exercise control over our Company.

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

5.1.4 Promoters and substantial shareholders' remuneration and benefits

Save for the aggregate remuneration and benefits paid or proposed to be paid to our Promoters and substantial shareholders for services rendered to our Group in all capacities for the FYE 2021 and FYE 2022 as set out in Section 5.4 of this Prospectus and dividends to our shareholders as set out in Section 11.8 of this Prospectus, there are no other amounts or benefits that have been paid or intended to be paid to our Promoters and substantial shareholders within the 2 years preceding the date of this Prospectus.

5.2 DIRECTORS AND KEY SENIOR MANAGEMENT

5.2.1 Directors

Our Board comprises the following members:

<u>Name</u>	<u>Age</u>	<u>Nationality</u>	<u>Date of appointment</u>	<u>Designation</u>
Ooi Hooi Kiang (F)	53	Malaysian	1 January 2022	Non-Independent Non-Executive Chairperson
Ooi Lay Pheng (F)	51	Malaysian	30 August 2021	Executive Director / CEO
Ong Kah Hong (M)	61	Malaysian	30 August 2021	Executive Director / COO
Dato' Seri Lee Kah Choon (M)	62	Malaysian	1 January 2022	Independent Non-Executive Director
Dato' Mohamed Amin Bin Mohd Kassim (M)	69	Malaysian	1 January 2022	Independent Non-Executive Director
Phoon Yee Min (F)	41	Malaysian	1 January 2022	Independent Non-Executive Director

Notes:

(M) Male.

(F) Female.

None of our Directors represents any corporate shareholder on our Board. For details on the association of family relationship between our Promoters, Directors and key senior management, please refer to Section 5.7 of this Prospectus.

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

5.2.2 Profile of Directors

Save for our Non-Independent Non-Executive Chairperson Ooi Hooi Kiang, Executive Director / CEO Ooi Lay Pheng and Executive Director / COO Ong Kah Hong whose profiles have been set out in Section 5.1.2 of this Prospectus, the profiles of our Directors are as follows:

(i) **Dato' Seri Lee Kah Choon**

Independent Non-Executive Director, Chairman of the Nomination Committee, member of the Audit and Risk Management Committee and Remuneration Committee

Dato' Seri Lee Kah Choon, a Malaysian, aged 62, is our Non-Independent Non-Executive Director. He was appointed to our Board on 1 January 2022.

He graduated with a Bachelor of Laws from Southampton University, United Kingdom in 1985 and a Master of Arts in Law and Practice from City University London in 1987. He was admitted as an advocate and solicitor of the High Court of Malaya in 1987.

He started his career as a Legal Assistant with Wong-Chooi and Mohd Nor after his admission and was subsequently promoted to a Partner in 1991. He left Wong-Chooi and Mohd Nor in 1998 to set up his own private legal practice, K.C. Lee and Partners from 1999 to 2004 and had been principally involved in the practice area of conveyancing, corporate and banking.

Apart from his legal career, he was appointed as the Municipal Councillor for Seberang Perai from 1997 to 1999. He then started his political career as the member of Parliament for the Jelutong Constituency from 1999 to 2008. He was also the Parliamentary Secretary of the Ministry of Health from 2004 to 2008. Currently, he is the Special Investment Advisor to the Chief Minister of Penang.

Presently, he is a director of Invest-in-Penang Berhad, a non-profit entity of the Penang State Government; the Independent Non-Executive Chairman of Aemulus Holdings Berhad, a company listed on ACE Market of Bursa Securities; and an Independent Non-Executive Director of Nationgate Holdings Berhad, a non-listed public company seeking listing on ACE Market of Bursa Securities. He is also a board member of various Penang state government linked companies and corporations.

He is also a director of various other private limited companies in Malaysia, details of which are as set out in Section 5.2.4 of this Prospectus.

(ii) **Dato' Mohamed Amin Bin Mohd Kassim**

Independent Non-Executive Director, Chairman of the Remuneration Committee and member of the Audit and Risk Management Committee and Nomination Committee

Dato' Mohamed Amin Bin Mohd Kassim, a Malaysian, aged 69, is our Independent Non-Executive Director. He was appointed to our Board on 1 January 2022.

He completed the Degree awarded by the Chartered Institute of Logistics and Transport ("CILT"), United Kingdom in 1975. He was elected as a Chartered Member of CILT in 2008 and subsequently as a Chartered Fellow of CILT in 2018. He is currently the Chairman of CILT Malaysia, Selangor section.

He started his career in Guthrie Boustead Shipping Agencies Sdn Bhd (now known as Boustead Shipping Agencies Sdn Bhd) ("Boustead"), a shipping company as a Cadet Executive in Port Klang from 1975 to 1977. He was then promoted to Operations Executive in 1977 in their Penang Branch and oversaw the shipping and container operations in Penang. In 1980, he was promoted as Branch Executive and assisted in the establishment of the Johor branch office in Pasir Gudang.

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

In 1981, he left Boustead and joined EPASA Shipping Agency Sdn Bhd (“**EPASA**”) as a Shipping Manager, where he assisted in the expansion of EPASA’s shipping agency business to also include project logistics. He left EPASA in 1983 and joined Kontena Nasional Sdn Bhd (now known as Kontena Nasional Berhad) (“**Kontena**”) as a Manager of the Freight Forwarding Division, and was promoted to Group Marketing Manager in 1986. His involvement in Kontena includes spearheading the setting up of branches in Tokyo, Los Angeles and Bremen, as well as coordinating contract agreements from government ministries and agencies.

In 1987, he left Kontena and was appointed as the General Manager of Chergas Marine (Malaysia) Sdn Bhd, a general shipping agency for Evergreen Group in Malaysia. In 1989, he left and joined Green Peninsula Agencies Sdn Bhd (“**GPA**”), another general shipping agency for Evergreen Group as the General Manager from 1989 to 1995, where he was responsible for managing and expanding the business of the agency. He also assisted in negotiating the landing rights for EVA Air in Malaysia. In 1995, he left GPA and was appointed as the Deputy Managing Director for Century Logistics Holdings Berhad (now known as CJ Century Logistics Holdings Berhad) (“**Century Logistics**”) where he contributed towards the successful listing of the company on the Second Board of the Kuala Lumpur Stock Exchange (now known as Bursa Malaysia) in 2001. He is also responsible for the overall corporate management and setting of business directions for Century Logistics. He left the company in 2014 after working for 19 years and retired.

He has been an active speaker in symposiums and seminars in the field of value-added logistics and supply chain management. He has also contributed to the writing of the Industrial Master Plan for Malaysia in 2007.

He is also a director of various other private limited companies in Malaysia, details of which are as set out in Section 5.2.4 of this Prospectus.

(iii) **Phoon Yee Min**

Independent Non-Executive Director, Chairperson of the Audit and Risk Management Committee and member of the Nomination Committee and Remuneration Committee

Phoon Yee Min, a Malaysian, aged 41, is our Independent Non-Executive Director. She was appointed to our Board on 1 January 2022.

She graduated from Universiti Sains Malaysia with Bachelor of Accounting (Honors) in 2004. In 2006, she was admitted as an Affiliate of the Association of Chartered Certified Accountants (“**ACCA**”). She was then admitted as a Professional Member of The Institute of Internal Auditors Malaysia in 2009 and as a Chartered Accountant of the Malaysia Institute of Accountants (“**MIA**”) in 2015. She qualified as a Certified Internal Auditor from The Institute of Internal Auditors in 2020. Subsequently in 2022, she was admitted as a member of the ACCA. She is a member of the Institute of Corporate Directors Malaysia since April 2022.

She started her career in KPMG PLT as an audit assistant in 2004, where she assisted with the audit on a wide range of companies which included public listed companies and multinationals of various industries. In 2006, she was transferred to the Internal Audit, Risk and Compliance Services department (“**IARCS**”) as an Executive and was later promoted to Manager in 2011. During her tenure in IARCS, she was responsible for pre-audit planning, execution of audit programs and communication of engagement results to clients in various industry segments.

She left KPMG PLT in 2012 and joined Dell Global Business Center Sdn Bhd (“**Dell**”) as a Senior Advisor in Project Program Management, where she was in charge of advising on cost controlling for the Technical Support Division of the organisation. She left Dell and joined GUH Holdings Berhad in 2015 as a Senior Manager in Internal Audit where she was in charge of reviewing the internal audit plans and reports as well as conducting risk management workshops in the organisation. She re-joined KPMG Management & Risk Consulting Sdn Bhd in 2018 as a Director of the IARCS Division, where she is the Head of Department mainly responsible in business development and providing internal audit, risk and compliance services to external clients.

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

Since 2021, she became the partner of MCM International Consultancy PLT, which is involved in the provision of consultancy services including internal audit and enterprise risk management services, due diligence services, business proposals, policies and procedure establishment, corporate governance and compliance services. Presently, she is an Independent Non-Executive Director of Mi Technovation Berhad and GUH Holdings Berhad, both being companies listed on the Main Market of Bursa Securities. She is also an Independent Non-Executive Director of Coraza Integrated Technology Berhad, a company listed on the ACE Market of Bursa Securities. Please refer to Section 5.2.4 of this Prospectus for further details.

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

5.2.3 Directors' shareholdings

The direct and indirect shareholdings of our Directors as at the LPD and after the IPO are as follows:

Directors	Before our IPO / As at the LPD			After our IPO ⁽²⁾			Assuming full exercise of the First Tranche of ESOS upon Listing					
	Direct		Indirect	Direct		Indirect	Direct		Indirect			
	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽³⁾	No. of Shares	% ⁽⁴⁾	No. of Shares	% ⁽⁴⁾		
Ooi Hooi Kiang	-	-	26,820,000	⁽⁵⁾ 6.00	300,000	0.06	26,820,000	⁽⁵⁾ 4.79	1,100,000	0.19	26,820,000	⁽⁵⁾ 4.70
Ooi Lay Pheng	-	-	402,300,000	⁽⁶⁾ 90.00	2,000,000	0.36	368,500,000	⁽⁶⁾ 65.80	4,000,000	0.70	368,500,000	⁽⁶⁾ 64.51
Ong Kah Hong	-	-	26,820,000	⁽⁵⁾ 6.00	1,000,000	0.18	26,820,000	⁽⁵⁾ 4.79	2,500,000	0.44	26,820,000	⁽⁵⁾ 4.70
Dato' Seri Lee Kah Choon	-	-	-	-	250,000	0.044	-	-	550,000	0.096	-	-
Dato' Mohamed Amin Bin Mohd Kassim	-	-	-	-	250,000	0.044	-	-	550,000	0.096	-	-
Phoon Yee Min	-	-	-	-	250,000	0.044	-	-	550,000	0.096	-	-

Notes:

- (1) Based on our issued share capital of 447,000,000 Shares after the Acquisition of BSB, but before our IPO.
- (2) Assuming our Directors will fully subscribe for their respective allocation under the Pink Form Allocation.
- (3) Based on our enlarged issued share capital of 560,000,000 Shares after the Public Issue and Offer for Sale.
- (4) For illustration purposes, based on our enlarged issued share capital of 571,200,000 Shares after assuming full exercise of the First Tranche of ESOS as described in Section 4.1.1(d) of this Prospectus. Please refer to Section 4.1.1(d)(vi) of this Prospectus for the details of the vesting period of the First Tranche of ESOS.
- (5) Deemed interested by virtue of their shareholdings in Moviente pursuant to Section 8(4) of the Act.
- (6) Deemed interested by virtue of her shareholding in B Pack pursuant to Section 8(4) of the Act.

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

5.2.4 Principal business activities and directorships in other corporations outside of our Group for the past 5 years

Save as disclosed below, none of our Directors have any principal business activities and directorships in any other corporations outside of our Group, at the present and in the past 5 years preceding the LPD:

(i) **Ooi Hooi Kiang**

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
Present Directorships Ge-Shen Corporation Berhad ⁽¹⁾	Director	17 November 2022	-	-	Investment holding, where its subsidiaries are principally involved in innovative mould design, fabrication, stamping, injection moulding, surface finishing and sub-assembly
Roncelli Plastics Sdn Bhd	Director	1 October 2021	-	-	Manufacturing of commodity plastics, high performance polymers, engineering-grade thermoplastics, etc.
Moviente Sdn Bhd	Director / Shareholder	2 June 2021	-	Direct: 80% Indirect: Nil	Investment holding in our Group
WCoach Sdn Bhd	Director / Shareholder	26 March 2021	-	Direct: 100% Indirect: Nil	Provision of advisory and consultancy services
Greatech Technology Berhad ⁽¹⁾	Director	20 August 2018	-	Direct: Negligible Indirect: Nil	Investment holding, where its subsidiaries are principally involved in the manufacturing of automated production line system and equipment

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

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
Previous Directorships Forbes Electronics Sdn Bhd	Director	14 June 2019	17 February 2022	-	Manufacturing of automotive audio components
Stonetrade Sdn Bhd	Director	8 May 2018	31 January 2019	-	Quarrying and processing of stones, granite, etc
Angka Mining Sdn Bhd	Director	13 October 2017	31 January 2019	-	Quarrying and processing of stones, granite, etc
Greatech Integration (M) Sdn Bhd ⁽²⁾	Director	1 August 2017	20 August 2018	-	Manufacturer of automated equipment
IPS Strategic Advisors Sdn Bhd	Director	6 February 2009	30 January 2018	-	Provision of advisory and consultancy services. Company was struck off on 25 January 2019

Other business involvement outside our Group

Nil

Notes:

- (1) A company listed on the Main Market of Bursa Securities.
- (2) A subsidiary of Greatech Technology Berhad.

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

(ii) Ooi Lay Pheng

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
<u>Present Directorships</u> B Pack Holdings Sdn Bhd	Director / Shareholder	16 June 2021	-	Direct: 31% Indirect: Nil	Investment holding in our Group
<u>Previous Directorships</u> Summer Kitchen Sdn Bhd	Director/ Shareholder	17 August 2010	Company was struck off on 13 November 2020	Direct: 50% Indirect: Nil	Dormant. Company was struck off on 13 November 2020
<u>Other business involvement outside our Group</u>					
Nil					

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

(iii) **Ong Kah Hong**

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
<u>Present Directorships</u> Moviente Sdn Bhd	Director / Shareholder	2 June 2021	-	Direct: 20% Indirect: Nil	Investment holding in our Group
<u>Previous Directorships</u> Malayan Timber Preservation Sdn Bhd	Director / Shareholder	15 April 2006	Company was dissolved on 20 January 2018 ⁽¹⁾	Direct: 6.28% Indirect: Nil	Dormant. Company was dissolved on 20 January 2018 ⁽¹⁾
<u>Other business involvement outside our Group</u> FEC Cables (M) Sdn Bhd	Shareholder	-	-	Direct: Negligible Indirect: Nil	Manufacturer of power telephone cables
Chin Hua Sawmill Company Sdn Bhd	Shareholder	-	-	Direct: 1.72% Indirect: Nil	Renting of sawmill factory

Note:

(1) Dissolved by way of members' voluntary winding up.

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

(iv) **Dato' Seri Lee Kah Choan**

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
<u>Present Directorships</u> Nationgate Holdings Berhad	Director	7 February 2022	-	-	Investment holding, where its subsidiary is involved in the provision of electronics manufacturing services
Aemulus Holdings Berhad ⁽¹⁾	Director	9 February 2021	-	-	Investment holding, where its subsidiary is involved in design, engineering and development of semiconductor testers
Cereal Products (M) Sdn Bhd ⁽²⁾	Director	1 August 2011	-	-	Manufacturing and marketing of cereal products
Federal Oats Mills Sdn Bhd	Director	1 August 2011	-	-	Manufacturer of oats and yellow dhal
Leong Hong Oil Mill Sdn Bhd ⁽²⁾	Director	12 November 2014	-	-	Marketing of pollard and bran, investment holding
Khong Guan Vegetable Oil Refinery Sdn Bhd ⁽²⁾	Director	1 August 2011	-	-	Repacking, refining and marketing of edible oil
Invest-In-Penang Berhad ⁽³⁾	Director	26 May 2008	-	-	Investment holding and provision of consultancy services

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

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
PDC Premier Holdings Sdn Bhd ⁽³⁾	Director	29 September 2008	-	-	Investment holding, where its subsidiaries are principally involved in the provision of building management, landscaping and construction services, development of telecommunication base transceiver stations in Penang, and housing and property development
Previous Directorships					
D'Nonce Technology Berhad ⁽⁴⁾	Director / Shareholder	20 December 2013	30 November 2018	-	Investment holding, where its subsidiaries are principally involved in contract manufacturing in wire harness, paper packaging and plastic products, etc, provision of packaging design solution, provision of vendor-managed inventory services and provision of precision polymer engineering services
BPO Premier Sdn Bhd ⁽³⁾	Director	2 October 2015	10 June 2019	-	Property development. Company was struck off on 31 January 2022
Premier Horizon Ventures Sdn Bhd ⁽³⁾	Director	2 October 2015	10 June 2019	-	Property development

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

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
Malaysia Debt Ventures Berhad ⁽³⁾	Director	13 December 2018	28 October 2020	-	Provision of project and financing facilities to high-potential technology and technology-based companies
Island Golf Properties Berhad ⁽³⁾	Director	1 November 2017	21 August 2020	-	Operating the Penang golf club which provides golfing and social facilities Property development (subsidiary of Penang Development Corporation)

Other business involvement outside our Group

Nil

Notes:

- (1) A company listed on the ACE Market of Bursa Securities.
- (2) Subsidiaries of Federal Oats Mill Sdn Bhd.
- (3) Subsidiaries of Penang Development Corporation.
- (4) A company listed on the Main Market of Bursa Securities.

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

(v) **Dato' Mohamed Amin Bin Mohd Kassim**

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
<u>Present Directorships</u> Nuramin Sdn Bhd	Director	12 February 2015	-	-	Provision of consultancy services and training for logistics and supply chain services
<u>Previous Directorships</u> H&H Hotels Resorts & Residences Sdn Bhd	Director	8 March 2017	Company struck off on 16 September 2022	-	Dormant. Company was struck off on 16 September 2022.
Glenhill Capital Sdn Bhd	Director	16 March 2016	10 December 2020	-	Private equity investment with key portfolio involving a company involved in logistics
Corporate Appeal Sdn Bhd	Director / Shareholder	26 February 2002	Company struck off on 3 August 2020	Direct: 50% Indirect: Nil	Dormant. Company was struck off on 3 August 2020
Mutiara Nexus (M) Sdn Bhd	Director / Shareholder	16 April 2009	Company struck off on 3 August 2020	Direct: 50% Indirect: Nil	General trading in commodities (oil and gas). Company was struck off on 3 August 2020.

Other business involvement outside our Group
Nil

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

(vi) **Phoon Yee Min**

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
<u>Present Directorships</u> Mi Technovation Berhad ⁽¹⁾	Director	21 February 2022	-	Direct: Negligible Indirect: Nil	Investment holding company, where its subsidiaries designs, develops and manufactures wafer level chip scale packaging sorting machines and related spare parts for the semiconductor industry
Coraza Integrated Technology Berhad ⁽²⁾	Director	27 May 2022	-	-	Investment holding company, where its subsidiary is principally involved in the fabrication of sheet metal and precision machined components, as well as the provision of related services, such as design and development as well as value-added sub-module assembly services
GUH Holdings Berhad ⁽¹⁾	Director	30 May 2022	-	-	Investment holding company, where its subsidiaries are principally involved in the manufacture and sales of printed circuit boards, property development and water/wastewater solutions

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

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
<u>Previous Directorships</u>					
Nil					
<u>Other business involvement outside our Group</u>					
MCM International Consultancy PLT	Partner	26 April 2021	-	Direct: 50% Indirect: Nil	Provision of consultancy services including internal audit and enterprise risk management services, due diligence services, business proposals, policies and procedure establishment, corporate governance and compliance services

Notes:

- (1) A company listed on the Main Market of Bursa Securities.
- (2) A company listed on the ACE Market of Bursa Securities.

As at the LPD, there are no transactions between our Group and the companies in which our Directors are involved in as set out above.

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

5.2.5 Involvement of our Executive Director in other businesses or corporations

Save as disclosed in Section 5.2.4 of this Prospectus, our Executive Directors are not involved in other businesses or corporations. Their involvement in other businesses or corporations is not expected to affect the operations of our Group as their involvement in the aforesaid companies are minimal. They do not hold executive position in the aforesaid companies and such businesses' or corporations' operations do not require their involvement on a day-to-day basis as these businesses or corporations are managed by or have their own independent management teams. Hence, our Board is of the view that this would not affect their contribution and performance in our Group.

5.2.6 Key senior management

Our key senior management comprises the following:

Name	Age	Nationality	Designation
Ooi Lay Pheng (F)	51	Malaysian	Executive Director / CEO
Ong Kah Hong (M)	61	Malaysian	Executive Director / COO
Ow Chooi Khim (F)	53	Malaysian	CFO
Tan Ee Lin (F)	56	Malaysian	Senior Business Development Manager
Ng So Yin (F)	54	Malaysian	Senior Operations Manager
Ong Bee Ngoh (F)	50	Malaysian	Senior Order Fulfilment Manager
Ch'ng Chun Geet (M)	51	Malaysian	Senior Finance Manager

Notes:

(M) Male.

(F) Female.

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

5.2.7 Key senior management's shareholdings

The direct and indirect shareholdings of our key senior management in our Company as at the LPD and after our IPO are as follows:

Key senior management	Before our IPO / As at the LPD			After our IPO ⁽²⁾			Assuming full exercise of the First Tranche of ESOS upon Listing					
	Direct		Indirect	Direct		Indirect	Direct		Indirect			
	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽¹⁾	No. of Shares	% ⁽³⁾	No. of Shares	% ⁽⁴⁾	No. of Shares	% ⁽⁴⁾		
Ooi Lay Pheng	-	-	402,300,000	⁽⁵⁾ 90.00	2,000,000	0.36	368,500,000	⁽⁵⁾ 65.80	4,000,000	0.70	368,500,000	⁽⁵⁾ 64.51
Ong Kah Hong	-	-	26,820,000	⁽⁶⁾ 6.00	1,000,000	0.18	26,820,000	⁽⁶⁾ 4.79	2,500,000	0.44	26,820,000	⁽⁶⁾ 4.70
Ow Chooi Khim	-	-	-	-	800,000	0.14	-	-	1,600,000	0.28	-	-
Tan Ee Lin	-	-	17,880,000	⁽⁷⁾ 4.00	500,000	0.09	17,880,000	⁽⁷⁾ 3.19	1,200,000	0.21	17,880,000	⁽⁷⁾ 3.13
Ng So Yin	-	-	-	-	700,000	0.13	-	-	1,400,000	0.25	-	-
Ong Bee Ngoh	-	-	-	-	450,000	0.08	-	-	650,000	0.11	-	-
Ch'ng Chun Geet	-	-	-	-	450,000	0.08	-	-	650,000	0.11	-	-

Notes:

- (1) Based on our issued share capital of 447,000,000 Shares after the Acquisition of BSB, but before our IPO.
- (2) Assuming our Directors / key senior management will fully subscribe for their respective allocation under the Pink Form Allocation.
- (3) Based on our enlarged issued share capital of 560,000,000 Shares after the Public Issue and Offer for Sale.
- (4) For illustration purposes, based on our enlarged issued share capital of 571,200,000 Shares after assuming full exercise of the First Tranche of ESOS as described in Section 4.1.1(d) of this Prospectus. Please refer to Section 4.1.1(d)(vi) of this Prospectus for the details of the vesting period of the First Tranche of ESOS.
- (5) Deemed interested by virtue of her shareholding in B Pack pursuant to Section 8(4) of the Act.
- (6) Deemed interested by virtue of his shareholding in Moviente pursuant to Section 8(4) of the Act.
- (7) Deemed interested by virtue of her shareholding in B Line pursuant to Section 8(4) of the Act.

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

5.2.8 Profile of key senior management

Save for our Executive Director / CEO Ooi Lay Pheng and Executive Director / COO Ong Kah Hong whose profiles have been set out in Section 5.1.2 of this Prospectus, the profiles of the key senior management of our Group are as follows:

(i) **Ow Chooi Khim**
Chief Financial Officer

Ow Chooi Khim, a Malaysian, aged 53, is our CFO. Her responsibilities include managing the financial matters of the company, including internal and external financial reporting, stewardship of company's assets, ownership of cash management and advise the management on strategic financial direction of the company.

She obtained a Bachelor in Accounting from the Northern University of Malaysia (Universiti Utara Malaysia) in 1994. She qualified as a Chartered Accountant in 1997 and was admitted as a member of the Malaysia Institute of Accountants. She subsequently obtained a Master in Business Administration from the University of South Australia in 2008.

Upon graduation, she started her career in Deloitte Kassim Chan ("**Deloitte**") as an Audit Assistant in 1994 where she assisted in a wide range of audit work. She left Deloitte in 1998 as an Assistant Audit Manager to join Uchi Optoelectronic (M) Sdn Bhd ("**Uchi**") as an Accountant mainly responsible in overseeing the finance department of the company. She was promoted to the position of Head of Finance Department in 2000 where she was mainly responsible for the company's overall cashflow management and financial reporting. Subsequently, she was appointed as the Senior Finance Manager of Uchi Technologies Berhad ("**UTB**"), the holding company of Uchi, where she assisted the Managing Director in corporate risk assessment, managing the overall financial control and cashflow of the company as well as partaking in the listing exercise of UTB where UTB was listed on the Second Board of Bursa Securities in 2002 (now listed on the Main Market of Bursa Securities). She left UTB in 2019 after serving the group for 21 years to take a short career break before joining our Group in 2021 as the CFO.

(ii) **Tan Ee Lin**
Senior Business Development Manager

Tan Ee Lin, a Malaysian, aged 56, is our Senior Business Development Manager. She is responsible in overseeing the account management and order fulfilment team.

She graduated with a Bachelor of Technology (Food Science and Technology) from Universiti Sains Malaysia in 1991. She has also obtained a Master in Business Administration from Nottingham Trent University, United Kingdom in 2003.

She commenced her career in Highland Chocolate & Confectionery Sdn Bhd as a Food Technologist in 1991, taking care of the quality assurance of the products of the company. In the same year, she left the company and joined Seapack Food Sdn Bhd (now known as Sea Master Food Sdn Bhd, a subsidiary of Texchem Resources Berhad) ("**Seapack**") as a Food Technologist, taking care of the quality assurance of the products. She was then promoted to the position of Senior Material Executive in 1995, Assistant Material Manager in 1996, Materials Manager in 1997 and Assistant Factory Manager in 1999 where she led the research and development as well as the quality assurance team.

In 2002, she left Seapack and joined Worldfish Center, a NGO involved in aquaculture and fishery, as an Associate, responsible for setting up the system and documentation for procurement. She was promoted to the position of Administration and Operation Manager in 2004 where she worked with international researchers and scientists and was involved in the implementation of ISO and quality management system (QMS).

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

In 2008, she joined Integrascreeen (Malaysia) Sdn Bhd (now acquired by Thomson Reuters) (“**Integrascreeen**”) as Deputy General Manager. Her involvement in Integrascreeen include finances and procurement related work, overseeing the administration and operations and employee engagement activities and establishing coaching programmes for managers. She was subsequently promoted to the position of Site Manager in 2015 where she acted as the representative for the Penang branch office and was in charge of government-related work and communications between stakeholders.

She was appointed as director in Jora Reignmakers Sdn Bhd (“**Jora**”) in 2014 and became actively involved in Jora in 2018, after she left Integrascreeen in the same year, as Leadership and Business Coach where she worked with the business owners based in Penang in setting goals, strategies as well as the internal operation policies for the company. In 2020, she concurrently joined The Spark Group Asia as a freelance associate (as part of a collaborative arrangement between The Spark Group Asia and Jora) where she provides business, executive and leadership coaching to clients based in the Klang Valley. Subsequently, she left Jora as well as ceased her involvement with The Spark Group Asia, and joined our Group in 2021 as the Senior Business Development Manager.

She is also a director of B Line, details of which are as set out in Section 5.2.9 of this Prospectus. Please also see Section 5.7 of this Prospectus for further details of the family relationship between the Promoters, Directors and key senior management.

(iii) **Ng So Yin** *Senior Operations Manager*

Ng So Yin, a Malaysian, aged 54, is our Senior Operations Manager. Her responsibilities include overseeing production, planning, engineering and facilities and to improve productivity and profitability of our Group.

She graduated with a Bachelor of Applied Science (Hons) Major in Physics from Universiti Sains Malaysia in 1993.

She then started her career as an Industrial Engineer in Sony Electronics (M) Sdn Bhd in 1993 and later Seagate (M) Sdn Bhd (“**Seagate**”) in 1996, where her roles included planning and factory layout requirement analysis, establishing standards and key performance indicators for production, determining process cycle time and lead time. She left Seagate in 1998 and joined Advanced Micro Devices Export Sdn Bhd as a Senior Industrial Engineer, mainly in charge of capacity planning. In 2001, she rejoined Seagate (*now known as Benchmark (M) Sdn Bhd*) as Staff Industrial Engineer, a managerial position for similar roles.

In 2010, she joined Mattel (M) Sdn Bhd (“**Mattel**”) as Manufacturing Manager where she was responsible for managing various production areas. Subsequently in 2011, she left Mattel and joined Maica Laminates Sdn Bhd (“**Maica**”) as Industrial Engineering Manager. She was in charge of setting up the industrial engineering department in Maica. Later, she was promoted to the position of Assistant General Manager in 2012 and subsequently General Manager in 2013, mainly responsible for formulating the company’s operational strategy and was in charge of the production, planning and engineering department. She left Maica in 2018 and join Jabil Circuit Sdn Bhd as Senior Workcell Manager, where she worked closely with sourcing department and was responsible for planning, production and engineering work. In 2021, she joined our Group as the Senior Operations Manager.

(iv) **Ong Bee Ngoh** *Senior Order Fulfilment Manager*

Ong Bee Ngoh, a Malaysian, aged 50, is our Senior Order Fulfilment Manager and has been with our Group for 20 years since 2002. She obtained her Bachelor of Arts (Honours) in Mathematics from University of Malaya in 1997.

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

Upon graduating in 1997, she joined Fujisash (M) Sdn Bhd (“**Fujisash**”) as a Management Trainee and was subsequently assigned to the position of Quality Assurance Section Head. During her time at Fujisash she assisted the Company in achieving the ISO 9001 Quality Management Systems. She was also responsible for documentation and data control to ensure only approved, current Quality Management System documentations are used throughout the organisation and oversaw calibration and testing activities. She left Fujisash in 2000 to join Teleplan Technology Services Sdn Bhd (“**Teleplan**”) as a Document Control Officer, where she was responsible for implementing document control activities plantwide via intranet to ensure accurate and timely distribution of information such as customer drawings throughout an organisation, as well as maintaining intranet systems for document storage and retrieval. She was also responsible for document security and the assigning of user access. Similar to her role at Fujisash, she played a key role in assisting Teleplan to achieve the ISO 9001 Quality Management Systems.

She subsequently left Teleplan to join our Group in 2002 as a Sales Administration Executive and was subsequently promoted to Senior Sales Administration Executive in 2004. During this period, she facilitated the setting up of the document control for our Group on Product Specification and Drawing prepared by our sales team as well as the development and improvisation of procedures and policies to facilitate customer orders. She was promoted to the position of Sales Manager in 2008 where she took on more responsibilities such as managing the sales team and operating the Pallet Design System software for our Group to meet the design requirements of the customers.

She was redesignated to act as our Sales and Operation Manager between 2014 to 2015 where she was instrumental in overseeing the purchase process in our Malaysia operations by overseeing the purchase, administration and operations. In 2018, she was promoted to the position of Sales Support Manager where she managed the sales operation of our Group and assisted in the setting up of the Vietnam Factory. In 2021, she was promoted to the position of Senior Order Fulfilment Manager where she takes charge of the order fulfilment resource planning and acts as an administrator to coordinate the operation process flow.

(v) **Ch'ng Chun Geet**
Senior Finance Manager

Ch'ng Chun Geet, a Malaysian, aged 51, is our Senior Finance Manager and has been with our Group since 2001. He graduated from Bukit Mertajam High School with the Sijil Tinggi Persekolahan Malaysia (STPM) certification.

He started his career at Skelchy Su Lim & Associates as an Audit Assistant in 1995 and subsequently held the title of Senior Auditor from 1998 to 1999, where he was responsible in auditing of client's financials. In 1999 he left the firm to join Leader Video Sdn Bhd (“**Leader**”), a company that distributes, records and advertises video films, as a Finance and Administration Manager, where he directly reported to the Managing Director and the holding company. His responsibility spanned across Human Resource, Administration and Accounting matters.

He left Leader after it was dissolved and joined our Group as Finance and Administrative Manager in 2001. During this period, he was responsible for overseeing the Company's Human Resource, Administrative and Finance Departments. His responsibilities include liaising with both internal departments and external parties such as bankers, government bodies and auditors. From 2004 to 2021, he was reassigned to Finance Manager reporting to the General Manager and subsequently reporting to the CFO from 2021 onwards, with his sole focus on the finances of the Company in both Malaysia and Vietnam. Since 2021, he has been promoted to the position of Senior Finance Manager, managing the financial position of the whole group. He has been the key figure for our Group's finances and has been with our group for 21 years. He also assisted in setting up the finance department of our Vietnam operations.

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

5.2.9 Involvement of our key senior management in other businesses / corporations

Save as disclosed below and in Section 5.2.4 of this Prospectus, none of our key senior management has any principal business activities and directorships in any other corporation outside of our Group, at the present and in the past 5 years preceding the LPD:

(i) **Ow Chooi Khim**

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
<u>Present Directorships</u>					
Nil					
<u>Previous Directorships</u>					
Uchi Technologies Berhad ⁽¹⁾	Alternate Director	1 April 2011	28 May 2019	Direct: Negligible Indirect: Nil	Principally involved in Original Design Manufacturing (ODM), specializing in the design of electronic control systems
Uchi Optoelectronic (M) Sdn Bhd ⁽²⁾	Director	8 March 2005	30 September 2019	-	Design, research, development and manufacture of touch screen advance display, high precision light measurement (optoelectronic) equipment, mix signal control system for centrifuge or laboratory equipment, mixed signal microprocessor based application and system integration products

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

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
Uchi Electronic (M) Sdn Bhd ⁽²⁾	Director	8 March 2005	30 September 2019	-	Assembly of electrical components onto printed circuit boards (" PCB ") and the trading of complete electric module and saturated paper for PCB lamination
Uchi Technologies (Dongguan) Co. Ltd ⁽²⁾	Director	8 April 2007	12 December 2019	-	Production and sales of optoelectronic products (electronic controllers, etc.) and new electronic components, and the research and development of develop electronic control systems

Other business involvement outside our Group

Nii

Notes:

- (1) A company listed on the Main Market of Bursa Securities.
- (2) Subsidiaries of Uchi Technologies Berhad.

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

(ii) **Tan Ee Lin**

Company	Position held	Date appointed as Director / Date of joining as partner	Date resigned as Director	Direct and indirect equity interest (%)	Principal activities
<u>Present Directorships</u>					
B Line Sdn Bhd	Director / Shareholder	15 September 2021	-	Direct: 50% Indirect: Nil	Investment holding in our Group
<u>Previous Directorships</u>					
Lifeequip Sdn Bhd	Director	1 June 2016	24 May 2021	-	Provision of training and coaching services
Jora Reignmakers Sdn Bhd	Director	26 June 2014	20 May 2021	-	Provision of training and coaching services
Integrascreeen (Malaysia) Sdn Bhd	Director	30 November 2015	6 April 2018	-	Provision of business partner screening, corporate information and other background screening solutions

Other business involvement outside our Group
Nil

The involvement of the abovementioned key senior management in other business activities outside our Group will not affect their contributions to our Group and would not be expected to affect the operations of our Group as the abovementioned key senior management's involvement in other business activities does not require their involvement on a day-to-day basis. Further, this does not give rise to any conflict of interest with our business. They have and will continue to ensure that they would be able to fulfil and discharge their respective duties and responsibilities in our Group effectively.

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

5.3 BOARD PRACTICES

5.3.1 Directorship

As at the LPD, the details of the date of expiration of the current term of office for each of the Directors and the period for which the Directors have served in that office are as follows:

Name	Designation	Date of expiration of the current term of office*	No. of years in office
Ooi Hooi Kiang	Non-Independent Non-Executive Chairperson	Subject to retirement at AGM 2025	Less than 1 year
Ooi Lay Pheng	Executive Director / CEO	Subject to retirement at AGM 2023	Less than 1 year
Ong Kah Hong	Executive Director / COO	Subject to retirement at AGM 2024	Less than 1 year
Dato' Seri Lee Kah Choon	Independent Non-Executive Director	Subject to retirement at AGM 2023	Less than 1 year
Dato' Mohamed Amin Bin Mohd Kassim	Independent Non-Executive Director	Subject to retirement at AGM 2025	Less than 1 year
Phoon Yee Min	Independent Non-Executive Director	Subject to retirement at AGM 2024	Less than 1 year

Note:

- * In accordance with the Company's Constitution, at every AGM, 1/3 of the Directors for the time being or if their number is not 3 or a multiple of 3, then the number nearest to 1/3 shall retire from office and be eligible for re-election, provided that all Directors shall retire from office once at least in every 3 years. A retiring Director shall be eligible for re-election. A Director retiring at a meeting shall retain office until the conclusion of the meeting.

Our Board acknowledges and takes cognisance of the Malaysian Code on Corporate Governance ("MCCG") which contains best practices and guidance for listed companies to improve upon or to enhance their corporate governance as it forms an integral part of their business operations and culture. Our Board believes that our current Board composition provides an appropriate balance in terms of skills, knowledge and experience to promote the interest of all shareholders and to govern our Group effectively. Our Company has adopted the recommendations under the MCCG to have at least half of the Board comprising Independent Non-Executive Directors, that our chairperson of the Board should not be a member of our Audit and Risk Management Committee, Nomination Committee or Remuneration Committee, and to have at least 30% women directors on our Board.

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

5.3.2 Audit and Risk Management Committee

Our Audit and Risk Management Committee was established on 10 June 2022 and its members are appointed by our Board. Our Audit and Risk Management Committee comprises the following members:

Name	Designation	Directorship
Phoon Yee Min	Chairperson	Independent Non-Executive Director
Dato' Seri Lee Kah Choon	Member	Independent Non-Executive Director
Dato' Mohamed Amin Bin Mohd Kassim	Member	Independent Non-Executive Director

The main functions of our Audit and Risk Management Committee (“**ARMC**”) include among others:

- (i) Review the audit scope, nature and plan with external auditors to ensure that it has the necessary authority to carry out its work, including any changes to the planned audit scope and ensure co-ordination where more than one firm of auditors is involved and report on the same to the Board.
- (ii) Discuss problems and reservations, if any, arising from the interim and final audits, and any matter (including all key audit matters highlighted in the auditors' report) which the external auditors wish to discuss in the absence of the management, where necessary.
- (iii) Set policies and procedures to assess the suitability, objectivity and independence of the external auditors. Consider and make recommendations to the Board in relation to the nomination and re-appointments of external auditors and their audit fees by taking into account the objectivity, suitability, competence, resource capacity and independence of the external auditors, the services and audit fee (to ensure the balance between objectivity, quality of audit and value for money) and any question of resignation or dismissal including any written explanations, and the letter of resignation from external auditors, if applicable.

The assessment should also consider information presented in the Annual Transparency Report of the audit firm, if such report is prepared by the external auditors.

- (iv) Review the non-audit services provided by the external auditors and/or its network firms to the Company for the financial year, including the nature and extent of the non-audit services, fee of the non-audit services, individually and in aggregate, relative to the external audit fees and safeguards deployed to eliminate or reduce the threat to objectivity and independence in the conduct of the external audit resulting from the non-audit services provided. The contracts that cannot be entered into should include:
 - (a) Management consulting;
 - (b) Strategic decision;
 - (c) Internal audit; and
 - (d) Policy and standard operating procedures documentation.
- (v) Ensure the internal audit function is independent of the activities it audits and the head of internal audit reports functionally to the ARMC directly. The head of internal audit shall be responsible for the regular review and/or appraisal of the effectiveness of the risk management, internal control, and governance processes within the Company.

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

- (vi) Review the internal audit plan, processes and results of the internal audit assessments, investigation undertaken and where necessary, ensure that appropriate and prompt action is taken by management on deficiencies in controls or procedures that are identified for the recommendations of the internal audit function.
- (vii) Review the performance of the internal auditors on an annual basis.
- (viii) Review the adequacy and effectiveness of internal control systems, including management information systems and the internal auditors and or external auditors' assessment of these systems and policies.
- (ix) Review the quarterly and year-end financial statements of the Company, focusing particularly on the following to determine whether the financial statements taken as a whole provide a true and fair view of its financial position and performance:
 - (a) any changes in or implementation of major accounting policies changes and practices;
 - (b) significant matters highlighted including financial reporting issues, significant judgments made by management, significant and unusual events and/or transactions, significant adjustments arising from the audit and how these matters are addressed;
 - (c) litigation or actions that could affect the financial position, performance or results materially;
 - (d) the going concern assumption;
 - (e) integrity of financial statements; and
 - (f) compliance with accounting standards and other legal requirements.
- (x) Oversee the Group's internal control framework to ensure operational effectiveness and efficiency, reduce risk of inaccurate financial reporting, protect the Group's assets from misappropriation and encourage legal and regulatory compliance.
- (xi) Review major audit findings (including the status of previous audit recommendations) of the Group's systems of internal controls and management's responses with management, external auditors, internal auditors and other consultants (if applicable).
- (xii) Report to the Board any suspected frauds or irregularities, serious internal control deficiencies or suspected infringement of laws, rules and regulations which come to its attention and are of sufficient importance to warrant the attention of the Board.
- (xiii) Review and approve policies and procedures on whistle-blowing established to address allegations raised by whistle-blowers, to ensure independent investigation is conducted and follow-up action is taken and highlighted to the Committee.
- (xiv) Review the Enterprise Risk Management ("ERM") Framework document, which outlines the risk management framework for the Group and offers practical guidance to all employees on risk management issues and recommend changes as needed to ensure that the Group has in place a risk management policy which addresses the strategic, operational, financial and compliance risks for the Board's approval.
- (xv) Review the reporting information of the contents and operations of the Anti-Bribery management system at regular intervals and order a regular review (at least once every three (3) years) of the Anti-Bribery and Anti-Corruption Policy to ensure the system is kept effective and up to date.

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

5.3.3 Nomination Committee

Our Nomination Committee was established on 10 June 2022 and its members are appointed by our Board. Our Nomination Committee comprises the following members:

Name	Designation	Directorship
Dato' Seri Lee Kah Choon	Chairman	Independent Non-Executive Director
Dato' Mohamed Amin Bin Mohd Kassim	Member	Independent Non-Executive Director
Phoon Yee Min	Member	Independent Non-Executive Director

The main functions of our Nomination Committee include among others:

- (i) Recommend to the Board suitable candidates for directorships on the Board, taking into consideration the following aspects when considering new appointments on the Board:
 - (a) the candidates' skills, qualifications, knowledge, expertise, experience, professionalism and integrity;
 - (b) in the case of candidates for the position of Independent Non-Executive Directors, the ability to discharge such responsibilities/functions as expected from Independent Non-Executive Directors; and
 - (c) the Board's diversity in terms of skills, experience, age, gender and culture.
- (ii) Evaluate, review and recommend on an annual basis to the Board the appropriate size, structure, balance and composition of the Board, required mix of skills, experience and other qualities, including core competencies to function effectively and efficiently which Non-Executive Director shall bring to the Board to ensure that they are in line with L&P's and the Group's requirements and is in compliance with the Listing Requirements.
- (iii) Assess the effectiveness of the Board, the committees of the Board and the contributions of each individual Director, including the independence of Independent Non-Executive Directors, as well as the CEO, COO and CFO (where these positions are not Board members), based on the process and procedures laid out by the Board; and to provide the necessary feedback to directors in respect of their performance.
- (iv) Ensure that appropriate actions are taken based on the results of the annual assessments, to continuously enhance the Board's overall performance and identify opportunities for improvement.
- (v) Identify, consider and recommend suitable persons for appointment as Directors of L&P, its Group and members of the Board Committee and also key senior management positions relying on sources from existing Board members, Management, major shareholders, independent search firms and other independent sources.
- (vi) Ensure that there is a formal, rigorous and transparent process for the appointment of directors (including reappointments) and key senior management. The candidate selection process should be guided by clear criteria of fit and proper policy as required under the Listing Requirements and the MCCG.
- (vii) Ensure that every Director, including the Executive Directors, shall be subject to retirement at least once every three (3) years. A retiring Director shall be eligible for re-election. Recommend Director(s) who are retiring (by casual vacancy and by rotation) for re-election at the Company's Annual General Meeting in accordance with the fit and proper policy and the Company's Constitution.

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

- (viii) The CEO shall assist the Nomination Committee in ensuring that an appropriate succession planning framework, talent management and human capital development programme is in place for the position of the CEO and key pivotal positions. The Nomination Committee shall be apprised of the progress of the programme on a regular basis.
- (ix) Require the directors to attend training courses, where necessary.

5.3.4 Remuneration Committee

Our Remuneration Committee was established on 10 June 2022 and its members are appointed by our Board. Our Remuneration Committee comprises the following members:

Name	Designation	Directorship
Dato' Mohamed Amin Bin Mohd Kassim	Chairman	Independent Non-Executive Director
Dato' Seri Lee Kah Choon	Member	Independent Non-Executive Director
Phoon Yee Min	Member	Independent Non-Executive Director

The main functions of our Remuneration Committee include among others:

- (i) Review, and recommend to the Board for approval the remuneration policies and procedures for the Directors, Board Committees (if any) and key senior management. Independent professional advice may be obtained in determining the remuneration framework. For the purposes of the terms of reference, Board Committees is a collective term for the Audit and Risk Management Committee, the Nomination Committee and the Remuneration Committee.
- (ii) Establish and agree goals and objectives and key performance indicators for the Executive Directors and key senior management and review their performance in comparison thereof.
- (iii) Recommend to the Board, proposal on remuneration and benefits for Executive Directors and key senior management including share option and compensation payment in the event of termination of the employment/service contracts (if any) by the Company and/or the Group. The recommendations should be made based on their respective performance relative to the key performance indicators set taking the following into consideration:
- fair reward for their individual contributions to overall performance of the Group;
 - compensation is reasonable and aligned with business strategy and long-term objectives of the Group; and
 - compensation is similar to other companies of similar size in the same industry.
- (iv) Review and recommend to the Board the Directors' Fees and benefits (if any) payable to the Non Executive Directors (in relation to their level of contribution) for recommendation to the shareholders of the Company for approval.
- (v) Consider the appropriate level of remuneration of Non Executive Directors taking into consideration that remuneration of Non Executive Directors should be appropriate to the level of contribution, taking into account factors such as effort and time spent, and responsibilities of the said Directors. Non Executive Directors should not be over-compensated to the extent that their independence may be compromised.

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

5.4 REMUNERATION OF DIRECTORS AND KEY SENIOR MANAGEMENT

5.4.1 Directors' Remuneration and material benefits in-kind

The details of the remuneration and material benefits in-kind paid and proposed to be paid to our Directors for services rendered to our Group in all capacities for the FYE 2021 and FYE 2022 are as follows:

FYE 2021 (Actual)	Fees	Salary	Bonus	Allowances	Statutory Contributions (EPF, SOCSO and EIS)	Benefits in- kind	Total
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Executive Directors							
Ooi Lay Pheng	-	215	22	29	38	18	322
Ong Kah Hong	-	64	18	16	7	6	111
Non-Executive Directors							
Ooi Hooi Kiang	40 ⁽¹⁾	-	-	-	-	-	40 ⁽¹⁾
Dato' Seri Lee Kah Choon	-	-	-	-	-	-	-
Dato' Mohamed Amin Bin Mohd Kassim	-	-	-	-	-	-	-
Phoon Yee Min	-	-	-	-	-	-	-

Note:

- (1) Ooi Hooi Kiang was appointed as the Director of BSB since 1 September 2021. She has been contributed to our Group in guiding and developing proper corporate governance, risk management and other financial related matters as well as providing independent views to key strategies and initiatives planned by the key senior management.

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

FYE 2022 (Proposed)	Statutory Contributions					Total	
	Fees RM'000	Salary RM'000	Bonus ⁽¹⁾ RM'000	Allowances RM'000	(EPF, SOCSO and EIS) RM'000		Benefits in- kind RM'000
Executive Director							
Ooi Lay Pheng	-	240	-	49	49	24	362
Ong Kah Hong	-	192	-	49	49	5	268
Non-Executive Directors							
Ooi Hooi Kiang	132 ⁽²⁾	-	-	8	-	-	140 ⁽²⁾
Dato' Seri Lee Kah Choon	12	-	-	8	-	-	20
Dato' Mohamed Amin Bin Mohd Kassim	12	-	-	8	-	-	20
Phoon Yee Min	12	-	-	21	-	-	33

Notes:

- (1) Bonuses, if any, will be determined later based on the individual's performance as well as our Group's performance at the time of assessment.
- (2) Including Director fees paid to Ooi Hooi Kiang for her directorship in BSB.

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

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

5.4.2 Key senior management's remuneration and material benefits in-kind

The aggregate remuneration and material benefits in-kind of our Executive Director / CEO Ooi Lay Pheng and Executive Director / COO Ong Kah Hong are set out in Section 5.4.1 of this Prospectus. The aggregate remuneration and material benefits in-kind paid and proposed to be paid to our key senior management for services rendered to our Group in all capacities for the FYE 2021 and FYE 2022 are as follows:

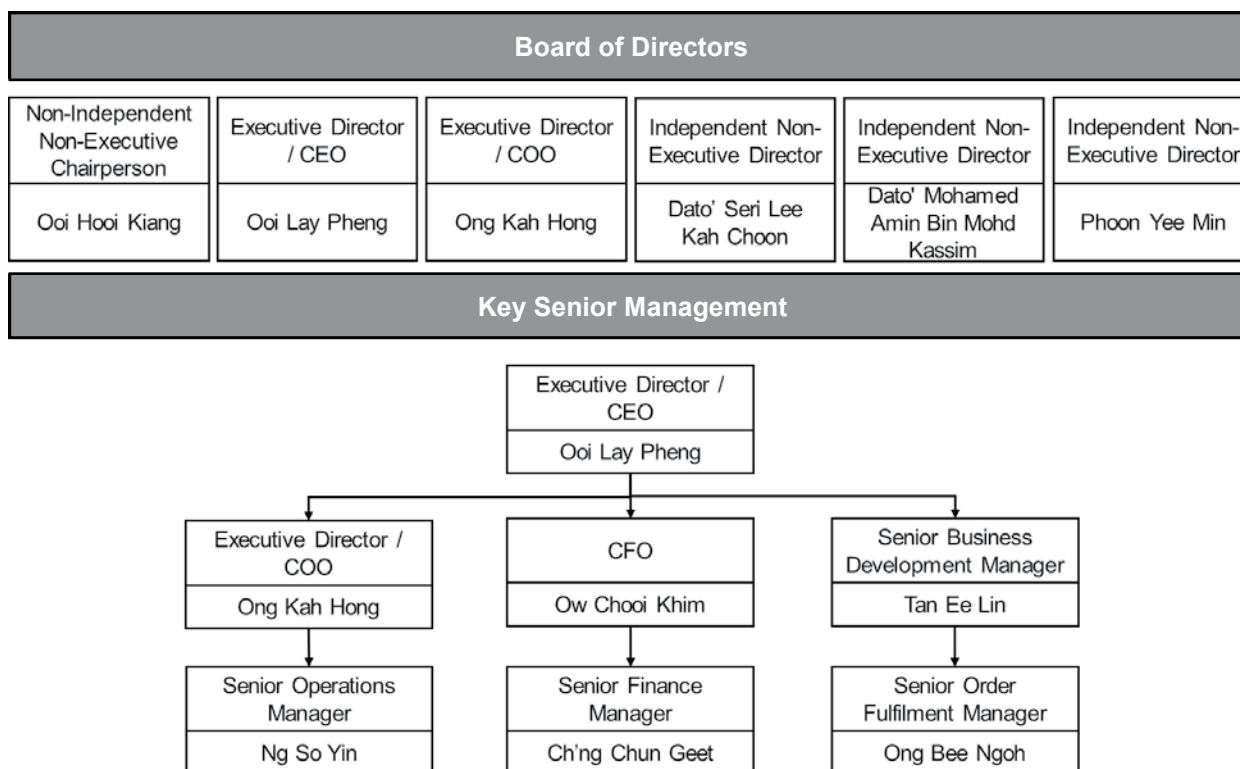
Key senior management	Remuneration band	
	FYE 2021 RM'000	Proposed for the FYE 2022 ⁽¹⁾ RM'000
Ow Chooi Khim	100 - 150	250 - 300
Tan Ee Lin	50 - 100	200 - 250
Ng So Yin	50 - 100	200 - 250
Ong Bee Ngoh	100 - 150	150 - 200
Ch'ng Chun Geet	50 - 100	150 - 200

Note:

- (1) Bonuses, if any, will be determined later based on the individual's performance as well as our Group's performance at the time of assessment.

5.5 MANAGEMENT REPORTING STRUCTURE

The management reporting structure of our Group is as follows:



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

5.6 DECLARATIONS BY EACH PROMOTER, DIRECTOR AND KEY SENIOR MANAGEMENT

None of our Promoters, Directors and key senior management is or was involved in any of the following events, whether within or outside Malaysia:

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

5.7 FAMILY RELATIONSHIPS AND ASSOCIATIONS

Save as disclosed below, there are no family relationships and associations among our Promoters, substantial shareholders, Directors and key senior management as at the LPD:

- (i) Ooi Lay Pheng, our Promoter, substantial shareholder and Executive Director/CEO, is the:
 - spouse of Lee Soon Swee;
 - daughter of Ooi Chang Seaw;
 - cousin of Ooi Eng Leng; and
 - aunty of Ooi Yuen Wei;
- (ii) Lee Soon Swee, our Promoter and substantial shareholder, is the spouse of Ooi Lay Pheng;
- (iii) Ooi Chang Seaw, our Promoter, is the:
 - father of Ooi Lay Pheng; and
 - uncle of Ooi Eng Leng;
- (iv) Ooi Eng Leng, our Promoter, is the:
 - nephew of Ooi Chang Seaw;
 - cousin of Ooi Lay Pheng; and
 - father of Ooi Yuen Wei;

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

- (v) Ooi Yuen Wei, our Promoter, is the:
- son of Ooi Eng Leng; and
 - nephew of Ooi Lay Pheng;
- (vi) Ooi Lay Pheng, Lee Soon Swee, Ooi Chang Seaw, Ooi Eng Leng and Ooi Yuen Wei are directors and shareholders of B Pack, which is also our Promoter and substantial shareholder. Please refer to Section 5.1.2 of this Prospectus for further details of B Pack.

Ooi Hooi Kiang, our Promoter, substantial shareholder and Non-Independent Non-Executive Chairperson, and Ong Kah Hong, our Promoter, substantial shareholder and Executive Director/COO, do not have any family relationships or associations with each other nor with other Promoters, substantial shareholders, Directors and key senior management, save for their 80% and 20% shareholdings in Moviente, respectively.

Tan Ee Lin, our Pre-Listing Investors and key senior management, and Lim Cheng Wei, our Pre-Listing Investors, do not have any family relationships or associations with each other nor with other Promoters, substantial shareholders, Directors and key senior management, save for their 50% shareholdings in B Line, respectively.

5.8 SERVICE AGREEMENTS

As at the LPD, none of our Directors and / or key senior management has any existing or proposed service agreement with our Group.

5.9 MANAGEMENT SUCCESSION PLAN

Our Board believes that the success of our Group depends on the ability and retention of our key senior management personnel. Therefore, we have made efforts to train our employees and remunerate them accordingly. Our future success will also depend on our ability to attract and retain skilled personnel.

We have a management succession plan consisting of:

- (i) structured career planning and development;
- (ii) competitive remuneration and employee benefits; and
- (iii) continuous training and development.

Additionally, our key senior management team, comprising Ooi Lay Pheng, Ong Kah Hong, Ow Chooi Khim, Tan Ee Lin, Ng So Yin, Ong Bee Ngoh and Ch'ng Chun Geet, have clearly defined leadership roles and responsibilities within our Group's technical, operational and finance areas, respectively. Our key senior management team has been set up to provide support to our Directors to facilitate the growth of our Group. Amidst the above, Ong Kah Hong, our Executive Director / COO, plays a pivotal role in the business operation of our Group, particularly the logistic and warehouse operation, production, planning, facility and engineering operation areas. Recognising the importance of his role and to ensure smooth running and continuity of the operations of our Group, Ng So Yin has been identified as the potential successor of Ong Kah Hong. Ng So Yin joined our Group in 2021 as a Senior Operations Manager. She has vast experience in industrial engineering of approximately 29 years, where she had been actively involving in the areas of production, planning and engineering of various manufacturing companies in her past employments prior joining our Group. She has the required knowledge and competencies to fill the leadership position of our Group.

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

As part of our management succession plan, we have put in place processes to groom new management staff to gradually assume the responsibilities of key senior management. Our Group's strategy for management continuity is driven by our top management who is responsible for identifying key competencies and recruitment of candidates with knowledge and expertise of our business to enhance operations.

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6. INFORMATION ON OUR GROUP

6.1 INFORMATION ON OUR GROUP

6.1.1 Overview and history

Our Company was incorporated in Malaysia under the Act on 30 August 2021 as a private limited company under the name of Berjayapak International Holdings Sdn Bhd. On 27 January 2022, our name was changed to L&P Global Sdn Bhd, and our Company was subsequently converted to a public limited company on 22 March 2022. Our Company is principally involved in investment holding and provision of management services.

We are an integrated industrial packaging solutions provider where our solutions are integral parts of supply chain management that enable optimal use of industrial packaging through cost-effective and efficient movement of goods throughout the supply chain, inventory management and space usage. Our integrated industrial packaging solutions comprise the following:

- (a) Design and manufacturing of wooden industrial packaging products;
- (b) Provision of packing services;
- (c) Provision of circular supply services; and
- (d) Trading as value added services.

We have been in business for 38 years and the history of our Group can be traced back to 1984, which started as a family business when Ooi Chang Seaw and Ooi Eng Leng founded a partnership, Syarikat Perusahaan Berjaya to venture into the manufacturing of industrial packaging product. The table below sets out the key events and milestones of our history and development of our Group and business operations:

Year	Key events and milestones
1984	<ul style="list-style-type: none"> • Syarikat Perusahaan Berjaya was established to venture into the manufacturing of industrial packaging products in Bukit Tengah, Penang. • During the initial years of our business, our customers mainly comprised manufacturers in the rubber products, lift manufacturing, semiconductor and electrical and electronics industries. • We also provide packing services to our customers who require their goods to be packed and secured into boxes and crates, and ready to be loaded and delivered.
1989	<ul style="list-style-type: none"> • BSB was incorporated and remained dormant.
1992	<ul style="list-style-type: none"> • To support the growth of our business, BSB assumed the business in the manufacturing of industrial packaging products from Syarikat Perusahaan Berjaya, a sole proprietorship, which gradually ceased operations and was discontinued on 25 June 1992.
1997 to 2004: Corporate restructuring and adoption of modern management practices	
1998	<ul style="list-style-type: none"> • We expanded our manufacturing facility by purchasing and relocating to a larger factory located in Sungai Bakap, Penang which has a land area of approximately 117,000 sq ft ("Sungai Bakap Factory").
2002	<ul style="list-style-type: none"> • BSB was certified compliant with ISO 9001 by SGS United Kingdom Ltd.
2003	<ul style="list-style-type: none"> • We began providing pallet recycling and repair services under our Circular Economy Project – Pallet Recycling Programme ("PRP"), to provide our customers with an alternative choice of pallets, namely recycled pallets.

6. INFORMATION ON OUR GROUP (Cont'd)

Year	Key events and milestones
2005 to 2014: Technical advancement and operations expansion	
2005	<ul style="list-style-type: none"> We installed a heat treatment chamber in Sungai Bakap Factory which allow us to treat our wood materials by removing moisture content, as well as repurpose our wood wastes by using them as feedstock in our boilers to power the heat treatment chamber. With this, we are also able to manufacture industrial packaging products that are compliant with the International Standards for Phytosanitary Measures No.15 (“ISPM 15”) in-house (applicable to natural wood).
2007	<ul style="list-style-type: none"> We expanded our Sungai Bakap Factory with the purchase of an adjacent factory which has a land area of approximately 117,000 sq ft to increase our storage capacity in order to support the expansion of our manufacturing capacity.
2010	<ul style="list-style-type: none"> We expanded our Sungai Bakap Factory with the purchase of another adjacent factory which has a land area of approximately 54,000 sq ft to increase our storage capacity in order to support our pallet recycling activities.
2015 to present: Transformational growth: New leadership, material and manufacturing technology upgrades, local and overseas expansion	
2015	<ul style="list-style-type: none"> Invested in a design software (i.e. LoadSync software and Solidworks) for planning, visualising and designing of wooden industrial packaging products. Ooi Lay Pheng joined our Group as a Director, heading the sales and marketing, human resource, IT, quality assurance, and finance departments and was promoted to the position of CEO in 2017.
2016	<ul style="list-style-type: none"> We began using engineered wood for the manufacturing of industrial packaging products. As engineered wood has consistent quality and dimension, lesser processing of wood materials is required, hence, reducing the amount of labour required in our factory. We purchased a radio frequency machine, an advanced drying machine to shorten the drying time of wood material.
2019	<ul style="list-style-type: none"> BV was incorporated. We rented a factory in Binh Duong, Vietnam which has a built-up area of approximately 27,000 sq ft, and began manufacturing boxes and crates to expand our market reach to potential customers in Vietnam (“Vietnam Factory 1”). We secured First Solar Vietnam Manufacturing Co Ltd as our first customer in Vietnam.
2020	<ul style="list-style-type: none"> We rented another adjacent factory in Binh Duong, Vietnam which has a built-up area of approximately 15,000 sq ft to support the expansion of our manufacturing capacity in Vietnam (“Vietnam Factory 2”) (“Vietnam Factory 1” and “Vietnam Factory 2” collectively referred as “Vietnam Factory”).
2021	<ul style="list-style-type: none"> We rented premises in Kulai, Johor which has a built-up area of approximately 14,000 sq ft and is used for storage of boxes and crates to serve our customers in the southern region and in Singapore (“Kulai Branch”).

6. INFORMATION ON OUR GROUP (Cont'd)

Year	Key events and milestones
	<ul style="list-style-type: none"> We had entered into sale and purchase agreements to acquire two adjacent premises in Perai, Penang which has a built-up area of approximately 47,000 sq ft (“Perai Branch 1”) and 33,000 sq ft (“Perai Branch 2”), respectively (collectively, “Perai Branch”) for total cash consideration of RM14.80 million. The acquisition of the Perai Branch was completed in July 2022. Perai Branch 2 is currently used for storage of boxes and crates to serve the customers surrounding the Perai area. We intend to use Perai Branch for the assembly and storage of boxes and crates which is expected to commence by Q2 of 2023.
2022	<ul style="list-style-type: none"> We had entered into sale and purchase agreement to acquire a premise in Kulim, Kedah which has a built-up area of approximately 65,000 sq ft (“Kulim Branch”) for cash consideration of RM9.50 million and the acquisition was completed in July 2022. We intend to use it for the assembly and storage of boxes and crates which is expected to commence by Q3 of 2023.

6.1.2 Key awards and recognitions

The table below sets out various awards that we have received in recent years:

Year	Award	Awarding body
2017	Lean Creanova Award – Champion	Malaysian Timber Industry Board
2017	SME 100 Awards – Fast Moving Companies	Business Media International
2018	Golden Bull Award – Outstanding SME	Business Media International and Sphere Exhibits
2019	Lean Management – Silver	Malaysia Productivity Corporation
2019	Penang Top Achievers – Industry Excellence in Packaging	The Leaders and My Events International
2020	Asia Corporate Excellence & Sustainability Awards – Asia’s Leading SMEs	MORS Group
2021	Sustainable Business Awards – Supply Chain Management	Global Initiatives

6. INFORMATION ON OUR GROUP (Cont'd)

6.1.3 Our competitive strengths

Our competitive advantages and key strengths which provide us with the platform to grow our business are as follows:

(i) We offer integrated and end-to-end industrial packaging solutions that complement our customers' supply chain management requirements and goals

Our integrated industrial packaging solutions provide our customers end-to-end solutions from sourcing of materials, designing, manufacturing, assembly and supply of industrial packing products, packing of goods into our boxes and crates, to reusing, recycling and repairing of pallets. Further, we also offer trading as value added services to source any related products to meet our customers' complete industrial packaging needs.

Our integrated industrial packaging solutions are integral parts of supply chain management that enable optimal use of industrial packaging through cost-effective and efficient movement of goods throughout the supply chain, inventory management and space usage.

We have the capabilities to offer industrial packaging solutions that take into consideration all factors including cost, safety and environmental concerns to ensure our industrial packaging solutions meet our customers' packaging and supply chain management requirements. For example, we use suitable types of packaging and materials and minimise wood wastage in our production and product design for cost effectiveness which allow us to offer competitively priced industrial packaging products, and ensure the materials used will comply with international regulations based on the destination of our customers' products. We provide the right specification in terms of size, loading performance and protective and/or insulation materials, if required, for the packaging to ensure our customers' products can be securely packed as any damage to the products in the packaging may affect their reputation and/or cause them to incur extra cost due to delay in shipment of products to their customers. Further, with the rise of the eco-conscious consumers which require companies to use more sustainable packaging, we put strong emphasis on environmental sustainability in our business where our industrial packaging products are made of wood which is a recyclable material, and we also provide pallet recycling and repair services under our PRP as part of our circular supply services.

Our facilities' storage spaces store sufficient inventory of raw materials, consumables (i.e. nails, glue, sponge, foams, amongst others), components that are ready to be assembled into finished products, and finished products. We have the capacity to store up to 4 months' worth of raw materials and to store our finished products for up to 10 days before delivering to our customers. This allows us to offer just-in-time delivery to our customers based on their manufacturing schedules and supply chain management requirements.

We have a team of skilled personnel to offer packing services to pack our customers' products into the boxes and crates at our customers' premises. This team of skilled personnel are trained to lift and maneuver high value, sensitive and large items using pallet jacks into our boxes/ crates, to wrap the products with the required inserts and to secure the boxes/ crates with the necessary tools and equipment to ensure the products are well handled during packaging and securely packaged. As each of the boxes and crates is uniquely customised to precisely fit our customers' product, our team has the technical understanding in handling each of the components of the boxes and crates, including the inserts and other accessories such as choking wood and ramp to complete the packing process smoothly and to prevent delay to our customers' product delivery schedule. We are also able to carry out minor adjustments (i.e. cutting and shaping) to the components of the boxes and crates during packing to ensure the products are precisely fitted and secured.

6. INFORMATION ON OUR GROUP (Cont'd)

Moving forward, we intend to expand our circular supply service offerings by extending logistics services to our customers who purchase industrial packaging products from us where we will transport our customers' products to their customers' premises while collecting the used industrial packaging products and send them back to our nearest branch, before delivering the same to our Sungai Bakap Factory for reuse or recycle. This allows comprehensive and convenient adoption of circular supply chain practices for our customers. For further information on our circular supply services, please refer to Section 6.8.5 of this Prospectus.

We work closely with our customers, particularly amongst the MNCs which generally have stringent requirements for industrial packaging products and lengthy supplier and product qualification process, to support their supply chain management requirements and goals. Our ability to adapt and enhance our product and service offerings, business processes, manufacturing expertise and technology, product and material knowledge, has allowed us to keep ourselves updated to the latest trends and customers' demands, and provide us a strong foundation for further expansion and growth of our business.

(ii) We have 38 years of experience in the industrial packaging industry, with in depth technical product and manufacturing expertise

Our Group has been operating in the industrial packaging industry for 38 years. We have successfully established ourselves as a reputable and reliable industrial packaging solutions provider and grew our Group's revenue from RM66.30 million in FYE 2019 to RM120.92 million in FYE 2021 at a CAGR of 35.05%.

We have the in-depth technical knowledge on wood materials, where we leverage on this knowledge to advise our customers on the appropriate types of wood materials, designs and sizes of industrial packaging products that are suitable to their requirements and specifications. Our in-depth technical knowledge on wood materials also allows us to tailor our manufacturing processes of the wood materials according to our customers' requirements on different industrial packaging products.

As we continue to improve our manufacturing process and technology used through mechanisation to reduce reliance on manual labour, shorten manufacturing time, and achieve higher consistency of workmanship, we are able to improve the effectiveness of our manufacturing process and optimise our output. With strong manufacturing expertise, we are able to manufacture industrial packaging products with precise performance and physical dimensions. This in particular will allow us to grow our boxes and crates segment as we secure orders from customers in renewable energy, electronics and semiconductor, and machining industries which typically require highly precise boxes and crates to ensure the high value and sensitive products are securely fitted and protected in the packaging during storage and transportation.

In recognition of our efforts and experience in the industrial packaging industry, we have received awards and accolades, namely "Sustainable Business Awards – Supply Chain Management, 2021" from Global Initiatives, "Asia Corporate Excellence & Sustainability Awards – Asia's Leading SMEs, 2020" from MORS Group, "Golden Bull Award – Outstanding SME, 2018" from Business Media International, and "Lean Creanova Award – Champion, 2017" from Malaysian Timber Industry Board.

6. INFORMATION ON OUR GROUP (Cont'd)**(iii) Our industrial packaging products meet international standards, giving our customers the confidence and assurance to use our industrial packaging products in their global supply chain needs**

Our industrial packaging products are manufactured in-house according to the ISPM 15 standard which is an international standard for regulating the movement of timber packaging and dunnage through international trade to prevent the global spread of timber pests (including fungal growth). Thus, ensuring that our industrial packaging products do not contain any timber pests, fungus or mould that may potentially damage the ecosystem of importing countries or contaminate goods that are packaged in our products.

To be compliant with the ISPM 15 standard, the natural wood used in the manufacturing of our industrial packaging products must undergo the heat treatment process and/or radio frequency process to reduce moisture content, which we carry out in-house. We are a registered and accredited heat treatment provider by the Department of Agriculture Malaysia under the Malaysian Heat Treatment Accreditation Scheme where our heat treatment facility meets the ISPM 15 standard. For further information on ISPM 15 standard and Malaysian Heat Treatment Accreditation Scheme, please refer to Section 6.4.9 of this Prospectus. Pallets made from natural wood are stored in a dedicated enclosed storage under humidity and temperature-controlled environment. All our industrial packaging products that contain natural wood which have been heat treated will be applied with ISPM 15 marks. This is to ensure that timber pests are destroyed, as well as to prevent fungus or mould growth which will cause reinfestation of timber pests.

Industrial packaging products made from engineered wood are not required to undergo heat treatment process as engineered wood has undergone heat treatment process during their manufacturing process, hence, industrial packaging products made from engineered wood are exempted from the ISPM 15 certification. However, if required by our customers, which is optional, industrial packaging products made from engineered wood can also undergo additional heat treatment and be applied with ISPM 15 marks. This indicates that our industrial packaging products are compliant with the ISPM 15 standard and can be shipped globally, allowing us to capture demand for industrial packaging products in the global supply chain based on our customers' respective supply chain needs and requirements.

Further, we have established our in-house testing capability for pallets based on the methods and steps outlined in ISO 8611-1:2011, ASTM 1185-98a and GB/T 4996 in 2019. We test pallets according to the terms of ISO 8611-1:2011, ASTM 1185-98a and GB/T 4996 in 2019, and we test boxes and crates according to the transportation and handling test requirements determined by our customers. We test our industrial packaging products in terms of nominal load, maximum working load and durability comparison, to ensure that the products are sturdy for packaging goods. As a result of the establishment of our in-house testing capability, there were no incident that occur where our customers return defective products to us in the past 3 FYEs 2019 to 2021 and FPE 2022.

(iv) We have established longstanding relationships with our major customers comprising notable MNCs and a customer base covering various manufacturing industries

Due to our capabilities and track record, we have provided industrial packaging solutions to notable customers which are locally and/or globally recognised, including MNCs. Our track record with these customers is a testament to our quality and proven industry track record. In the last 3 FYEs and FPE 2022, we have between 2 and 21 years of business relationship with our major customers. Our longstanding relationships with our major customers allow us to develop our reputation in the industrial packaging industry providing solutions that meet customers' requirements, and simultaneously attract new customers through referrals from existing customers.

6. INFORMATION ON OUR GROUP (Cont'd)

Further, we have complied with stringent supplier selection processes prior to securing our customers, especially amongst the MNC customers, and have been able to accommodate any further assessments required by them such as business reviews and factory visits. Please refer to Section 6.4.9 for further information on our customers' supplier selection processes. This has allowed us to continuously expand our portfolio of notable MNCs as our major customers and continue to be their qualified suppliers for industrial packaging solutions since the beginning of our business relationship with them. For further information on our major customers, please refer to Section 6.5 of this Prospectus.

Further, we are able to serve customers from various manufacturing industries such as renewable energy (solar), electronics/semiconductor, food, automotive, packaging and others. As we can customise our industrial packaging products based on our customers' requirements and the goods to be packaged, as well as changing supply chain management requirements, we are able to meet multiple product requirements and varied specifications from our customers in different industries and their respective logistics arrangements.

Our customer relationships have sustained our growth over the years as well as expand our expertise by developing solutions to meet our customers' latest packaging and supply chain requirements and goals. Having a strong relationship with our existing customers provides us a platform for our future growth and expansion, allowing our Group to continue strengthening our market position in the industrial packaging industry in Malaysia.

(v) We have established relationships with our wood material suppliers which allow us to secure sufficient supply of wood materials that meets our manufacturing requirements

We have developed and established business relationships with our local and foreign suppliers, primarily sawmills, wood manufacturers and trading companies which have allowed us to secure a selection of wood materials, to cater to the demand for industrial packaging products. The relationships with our suppliers have been fundamental to our success to-date and will continue to be pivotal in supporting the future growth of our Group. As at the LPD, we have approximately 60 suppliers in our list of approved wood material suppliers from different countries such as China, Vietnam, Europe and New Zealand.

Our ability to build a large network of suppliers has allowed us to have access to wood material supplies in a timely manner, as well as enabling us to carry sufficient wood material inventory, which in turn enable us to meet our customers' demand for our products. This has also enabled us to retain our reputation in the industry as a reputable supplier to our customers.

As at the LPD, we have approximately 2 months' worth of wood material inventory after taking into account our manufacturing needs and longer estimated lead time for importing the imported wood materials to prevent potential major disruptions to our delivery time.

(vi) Our key senior management team has corporate and industry experience to drive the future growth of our Group

Our Group is led by our key senior management team that has corporate experience and possesses in-depth knowledge of the industry and/or in their respective fields.

6. INFORMATION ON OUR GROUP (Cont'd)

Our Executive Director / CEO, Ooi Lay Pheng, has an aggregate of approximately 21 years of experience in various industries, which includes healthcare, non-Governmental organisation, entrepreneurship and also 9 years of experience in the industrial packaging industry. Her corporate experience and industry knowledge is instrumental in steering the overall strategic direction and business development of our Group. In recognition of her leadership, she has received several notable awards and accolades, namely Women Entrepreneur of the Year, 2021 from EY Entrepreneur of the Year, "Par Excellence Award for Female Entrepreneur of the Year, 2018" from The Star Outstanding Business Awards (SOBA) and "Masterclass Woman Achiever of the Year, 2019" from The Leaders.

Our Executive Director / COO, Ong Kah Hong, has an aggregate of approximately 39 years of experience in production planning and operation of manufacturing industry, with 19 years of experience in the industrial packaging manufacturing industry. His experiences contribute to the growth and development of our Group's business operations.

Ooi Lay Pheng and Ong Kah Hong are supported by the following key senior management personnel:

Name	Designation	Years of relevant working experience
Ow Chooi Khim	CFO	28
Tan Ee Lin	Senior Business Development Manager	31
Ng So Yin	Senior Operations Manager	29
Ong Bee Ngoh	Senior Order Fulfilment Manager	25
Ch'ng Chun Geet	Senior Finance Manager	27

Each of our key senior management personnel takes an active, hands-on role in spearheading their respective departments to support the growth of our Group. As a result, there is a transference of skills and knowledge to employees at all levels in our organisational structure. Their hands-on involvement in our Group demonstrates their strong commitment to our growth as we continue to expand.

6.1.4 Share capital and changes in share capital

As at the LPD, our issued share capital is RM40,453,509 comprising 447,000,000 ordinary shares.

The details of the changes in our issued share capital since incorporation up to the LPD are as follows:

Date of allotment	No. of Shares allotted	Consideration	Nature of transaction	Cumulative issued share capital	
				RM	No. of shares
30 August 2021	10	Cash	Subscribers' shares	10	10
9 November 2022	446,999,990	Otherwise than cash	Allotment of shares pursuant to the Acquisition of BSB	40,453,509	447,000,000

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

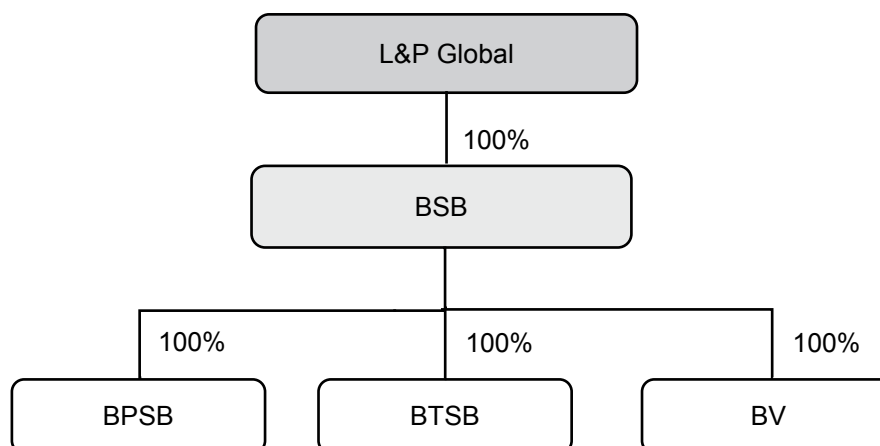
6. INFORMATION ON OUR GROUP (Cont'd)

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

Upon completion of our Listing, our issued share capital will increase to RM74,353,509 comprising 560,000,000 Shares and up to 11,200,000 ESOS Options will be granted under the First Tranche of ESOS in conjunction with our Listing.

6.2 SHARE CAPITAL INFORMATION ON OUR SUBSIDIARIES

Our current corporate Group structure is illustrated below:



As at the LPD, we have 4 subsidiaries and we do not have any associate company. The details of our subsidiaries are set out below:

Company name	Date and place of incorporation	Principal place of business	Issued share capital (RM)	Effective equity interest (%)	Principal activities
BSB	14 September 1989 / Malaysia	Malaysia	6,800,000	100.00	Design and manufacture of integrated wooden based industrial packaging solutions
Wholly-owned subsidiaries of BSB					
BPSB	4 February 2002 / Malaysia	Malaysia	2,400,000	100.00	Letting of properties ⁽¹⁾
BTSB	23 August 2002 / Malaysia	Malaysia	500,000	100.00	Manufacture of wooden based industrial packaging solutions, provide packaging services, letting of premises ⁽²⁾

6. INFORMATION ON OUR GROUP (Cont'd)

Company name	Date and place of incorporation	Principal place of business	Issued share capital (RM)	Effective equity interest (%)	Principal activities
BV	1 April 2019 / Vietnam	Vietnam	VND11,650,000,000 (equivalent to USD500,000)	100.00	Design and manufacture of integrated wooden based industrial packaging solutions

Notes:

- (1) As at the LPD, BPSB do not carry out any business activities, save for the renting of properties to the holding company, namely BSB.
- (2) As at the LPD, BPSB has not commenced any business activities, save for the renting of properties to the holding company, namely BSB.

6.2.1 BSB

BSB was incorporated on 14 September 1989 in Malaysia under the Companies Act 1965 as a private limited company.

As at the LPD, the issued share capital of BSB is RM6,800,000 comprising 6,800,000 ordinary shares. BSB does not have any outstanding warrants, options, convertible securities or uncalled capital.

For the Financial Years and Period Under Review and up to the LPD, there has been no changes to the issued share capital of BSB. The changes in the shareholders and their shareholdings in BSB for the past 3 financial years and up to the LPD are as follows:

Name	As at 31 December 2019 and 31 December 2020		As at 31 December 2021		As at LPD	
	No. of shares held	%	No. of shares held	%	No. of shares held	%
Ooi Lay Pheng	1,360,000	20	-	-	-	-
Lee Soon Swee	1,360,000	20	-	-	-	-
Ooi Chang Seaw	2,040,000	30	-	-	-	-
Ooi Eng Leng	1,020,000	15	-	-	-	-
Ooi Yuen Wei	1,020,000	15	-	-	-	-
B Pack	-	-	6,120,000	90	-	-
Moviente	-	-	408,000	6	-	-
B Line	-	-	272,000	4	-	-
L&P Global	-	-	-	-	6,800,000	100

As at the LPD, the directors of BSB are Ooi Lay Pheng, Ong Kah Hong and Ooi Hooi Kiang.

6. INFORMATION ON OUR GROUP (Cont'd)**6.2.2 BPSB**

BPSB was incorporated on 4 February 2002 in Malaysia under the Companies Act 1965 as a private limited company.

As at the LPD, the issued share capital of BSB is RM2,400,000 comprising 2,400,000 ordinary shares. BPSB does not have any outstanding warrants, options, convertible securities or uncalled capital.

For the Financial Years and Period Under Review and up to the LPD, there has been no changes to the issued share capital and the shareholder of BPSB, save as disclosed below:

Date of allotment / notification of confirming capital reduction	No. of Shares allotted / (reduced)	Consideration	Nature of transaction	Cumulative issued share capital	
				RM	No. of shares
As at 25 August 2022	-	-	-	8,454,104	8,454,104
26 August 2022	(6,054,104)	Not applicable	Capital reduction via the cancellation of RM6,054,104 of the issued share capital and 6,054,104 ordinary shares	2,400,000	2,400,000

As at the LPD, the directors of BPSB are Ooi Lay Pheng and Ong Kah Hong.

6.2.3 BTSB

BTBSB was incorporated on 23 August 2002 in Malaysia under the Companies Act 1965 as a private limited company.

As at the LPD, the issued share capital of BSB is RM500,000 comprising 500,000 ordinary shares. BTBSB does not have any outstanding warrants, options, convertible securities or uncalled capital.

For the Financial Years and Period Under Review and up to the LPD, there has been no changes to the issued share capital and shareholder of BTBSB.

As at the LPD, the directors of BTBSB are Ooi Lay Pheng and Ong Kah Hong.

6.2.4 BV

BV was incorporated on 1 April 2019 in Vietnam under the Law on Enterprises 2014 (now replaced by the Law on Enterprises 2020) as a single-member limited liability company.

As at the LPD, the charter capital of BV is VND11,650,000,000 (equivalent to USD500,000). BV does not have any outstanding warrants, options, convertible securities or uncalled capital.

Since the incorporation of BV and up to the LPD, there has been no changes to the charter capital and shareholder of BV.

As at the LPD, the director of BV is Ooi Lay Pheng.

6. INFORMATION ON OUR GROUP (Cont'd)**6.3 MATERIAL CAPITAL EXPENDITURE AND DIVESTITURES**

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

Investments / Divestments	FYE	FYE	FYE	FPE	From 1 August
	2019	2020	2021	2022	2022 up to
	RM'000	RM'000	RM'000	RM'000	the LPD
					RM'000
Plant and Machinery	1,817	639	1,131	37	-
Motor Vehicle	559	463	834	1,326	218
Office Equipment	200	67	300	308	56
Furniture and Fittings	30	12	24	259	-
Renovation	40	34	148	3,639	-
Capital Work in Progress ⁽¹⁾	-	-	1,943	(1,943)	6
Investment in Subsidiary	2,072	-	-	-	-
Leasehold Land	-	-	-	10,355	-
Buildings	-	-	-	15,267	-
Total	4,718	1,215	4,380	29,248	280

Note:

- (1) Capital expenditure for the retrofitting and renovation of the Sungai Bakap Factory, which was completed and reclassified in the FPE 2022.

Our material capital expenditure during the Financial Years and Period Under Review and up to the LPD comprised mainly acquisition of properties, namely the Perai Branch and Kulim Branch, purchase of plant and machinery and motor vehicle, renovation of our premises, capital work in progress and investment in subsidiary. Our material capital expenditure was primarily funded via a combination of bank borrowings and/or internally generated funds.

During the FYE 2019, our capital expenditure incurred for plant and machinery and motor vehicle amounted to RM1.82 million and RM0.56 million, respectively, were mainly for the purchase of silo and forklift for Malaysia's operation and purchase of plant and machinery and motor vehicle in Vietnam for new start-up operation. We also incurred capital expenditure for investment in subsidiary amounted to RM2.07 million for the incorporation of BV and related expenses of setting up the operation in Vietnam.

During the FYE 2020, our capital expenditure incurred for plant and machinery and motor vehicle amounted to RM0.64 million and RM0.46 million, respectively, were mainly for notching machine and vehicle fleet for Director.

During the FYE 2021, our capital expenditure incurred for plant and machinery and motor vehicle amounted to RM1.13 million and RM0.83 million, respectively, were mainly for the purchase of heat treatment chamber for Malaysia's operation and vehicle fleet for Director, lorry and packing truck, respectively. We had also incurred capital expenditure for retrofitting the Sungai Bakap Factory which recorded a capital work in progress amounted to RM1.94 million.

6. INFORMATION ON OUR GROUP (Cont'd)

During the FPE 2022, our capital expenditure incurred mainly for the acquisitions of Perai Branch and Kulim Branch, which were completed in July 2022, amounted to RM25.62 million in aggregate. Besides, our capital expenditure incurred for motor vehicle amounted to RM1.33 million were mainly for the purchase of lorry, packing truck and forklifts. We had also incurred capital expenditure for renovation of the Sungai Bakap Factory which amounted to RM3.64 million.

From 1 August 2022 up to the LPD, our capital expenditure for motor vehicle amounted to RM0.22 million was mainly for the purchase of pickup trucks.

Our Group has no material divestment for the Financial Years and Period Under Review and up to the LPD.

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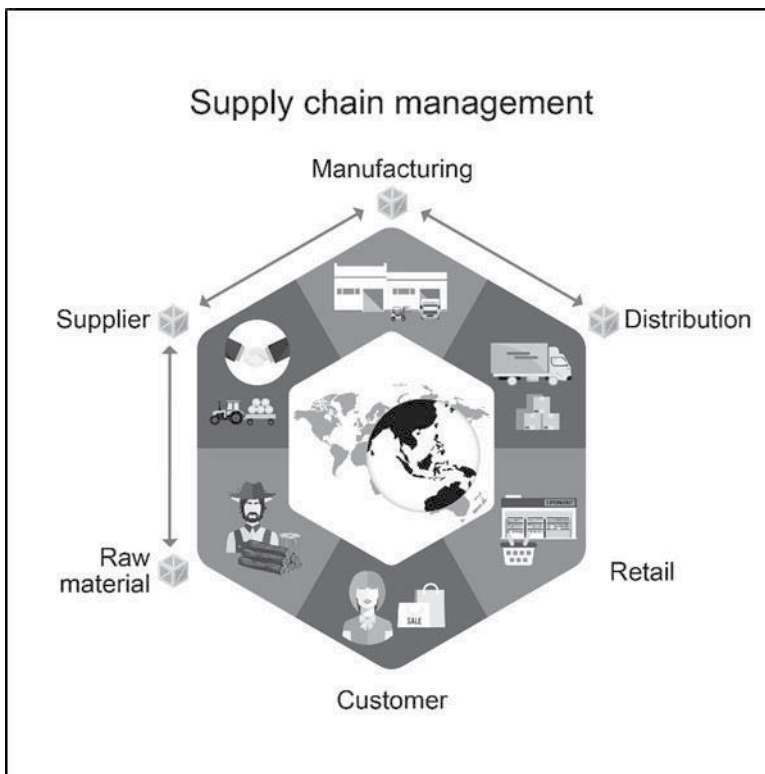
6. INFORMATION ON OUR GROUP (Cont'd)

6.4 BUSINESS OVERVIEW


6.4.1 Principal activities and business model

We are an integrated industrial packaging solutions provider. Our integrated industrial packaging solutions are integral parts of supply chain management that enable optimal use of industrial packaging products through cost-effective and efficient movement of goods throughout the supply chain, inventory management and space usage.

Further, we also contribute to the environment aspect of supply chain management with the use of recyclable materials and recycling of industrial packaging products. Ultimately, our solutions contribute to effective supply chain management which consequently enhance the value and profitability of supply chain participants including suppliers, manufacturers, logistic service providers, distributors and retailers.



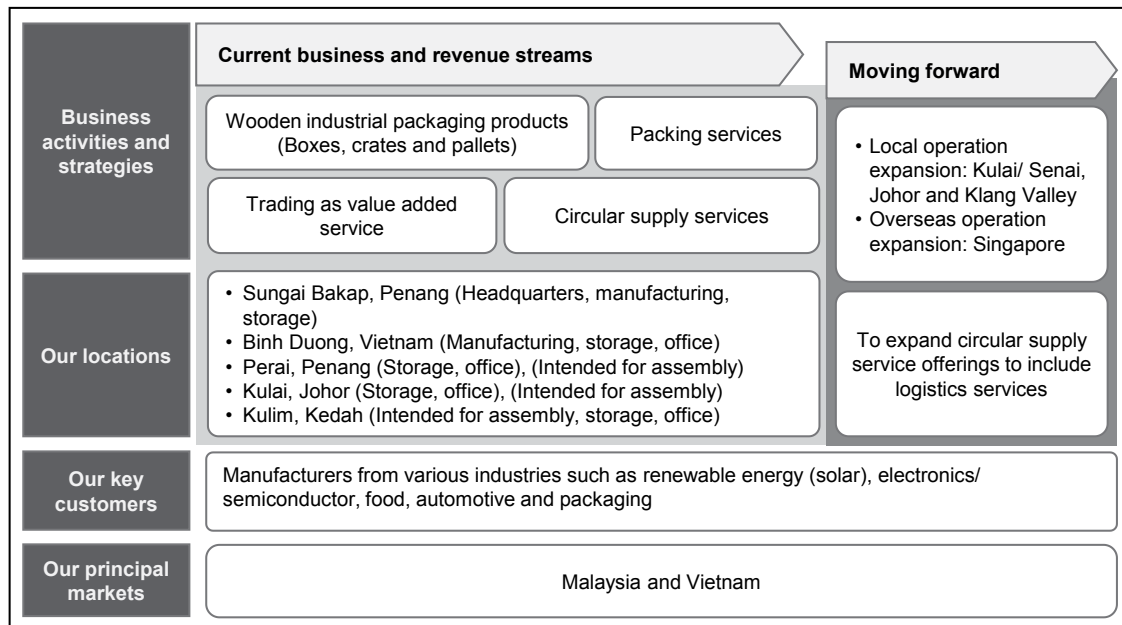
Note:

 indicates where our industrial packaging products are used within the supply chain management

Supply chain management is the management of the flow of goods and services throughout the supply chain from point of origin to point of consumption which include the movement and storage of raw materials, semi-finished goods and finished goods from suppliers, manufacturers, distributors, retailers to end customers. Our industrial packaging products facilitate the flow of goods at point of raw material supply, production, manufacturing and distribution of products within the supply chain.

6. INFORMATION ON OUR GROUP (Cont'd)

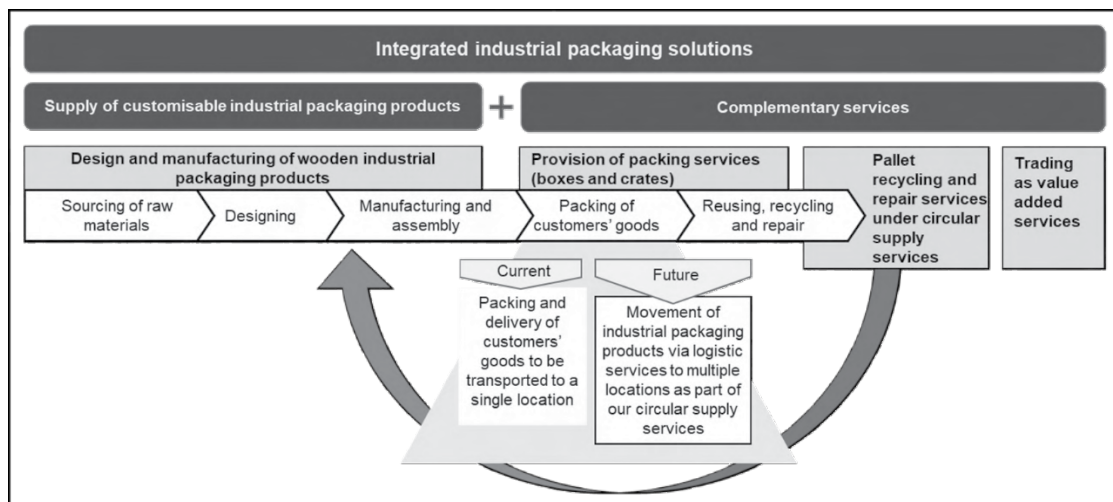
Our Group's business model is as illustrated below:



Our integrated industrial packaging solutions comprise the following:

- (a) Design and manufacturing of wooden industrial packaging products;
- (b) Provision of packing services;
- (c) Provision of circular supply services; and
- (d) Trading as value added services,

which is illustrated and detailed as follows:



(a) Design and manufacturing of wooden industrial packaging products

Industrial packaging is specialised and customisable packaging that provides protection to the products packaged during storage and transportation.

6. INFORMATION ON OUR GROUP (Cont'd)

We are involved in the design and manufacturing of wooden industrial packaging products comprising boxes, crates and pallets where all our boxes and crates are customised products while our pallets can be customised or sold as standard products with standard dimensions.

Our boxes and crates are mainly made of engineered wood and pine wood. Local natural wood is also used to manufacture some parts of the base/ pallet base and sides of the boxes and crates. Our pallets are made of engineered wood, local natural wood and pine wood.

Our design and manufacturing take into consideration all factors including cost, safety and environmental concerns of the industrial packaging as elaborated below to ensure our industrial packaging solutions meet our customers' packaging requirements:

- (i) Based on the products our customers need to protect and hold during storage and transportation, we will use suitable types of packaging and materials and minimise wood wastage in our production and product design for cost effectiveness, and ensure the materials used will comply with international regulations based on the destination of our customers' products.
- (ii) We offer industrial packaging products of different characteristics/ specifications, from small delicate pieces to large heavy items, and with precise loading performance and physical measurements. We provide the right size and additional protective and/or insulation materials, if required, for the packaging as properly fitted packaging can lower the chances of damage and/or breakage. For further information on our products, please refer to Section 6.4.2 of this Prospectus.

It is important to our customers that their products can be securely packed by using our industrial packaging products as any damage to the products in the packaging may affect their reputation and/or cause them to incur extra cost due to delay in shipment of products to their customers.

- (iii) With the rise of the eco-conscious consumers which require companies to use more sustainable packaging, we put strong emphasis on environmental sustainability in our business where our industrial packaging products are made of wood which is a recyclable material. Using wood as the base material of all our in-house manufactured industrial packaging products enables us to design our industrial packaging solutions to facilitate circular supply chain practises. For further information on circular supply services, please refer to Section 6.4.1(c) of this Prospectus. We have established a network of suppliers to secure sufficient wood materials to meet our customers' needs. For further information on the wood we use, please refer to Section 6.4.6 of this Prospectus.
- (iv) Our manufacturing activities are supported by on-premise storage to store sufficient inventory of raw materials, components ready to be assembled into finished products, and finished products. This allows us to offer just-in-time delivery to our customers based on their manufacturing schedules and supply chain management requirements.

We design our industrial packaging products with engineering software (e.g. LoadSync software and Solidworks) and generate 2D or 3D visuals for manufacturing process. Our industrial packaging products are manufactured in-house according to the ISPM 15 standard (applicable to natural wood) which is an international standard for regulating the movement of timber packaging and dunnage through international trade to prevent the global spread of timber pests (including fungal growth). Our industrial packaging products are tested against ISPM 15 standards in-house (applicable to natural wood). For further information on ISPM 15 standard, please refer to Section 6.4.9 of this Prospectus.

6. INFORMATION ON OUR GROUP (Cont'd)

(b) Provision of packing services

We provide packing services as value-added services when supplying boxes and crates to our customers, where we pack our customers' goods into our boxes and crates at our customers' premises. The goods that are packed into boxes and crates are generally high value, sensitive and large products such as machinery and equipment, which require added protection against impact due to movement.

Subject to our customers' requirement, our boxes and crates are generally delivered to our customers' premises in completely knocked-down ("**CKD**") form where the individual parts are flat-packed and unassembled. The assembly of the complete boxes and crates from CKD form will be carried out by us or our customers at their premises. We also deliver completely assembled boxes and crates to our customers' premises.

We have a team of skilled personnel to offer packing services to pack our customers' products into the boxes and crates at our customers' premises. This team of skilled personnel is trained to lift and maneuver high value, sensitive and large items using pallet jacks into our boxes/ crates, to wrap the products with the required inserts and to secure the boxes/ crates with the necessary tools and equipment to ensure the products are well handled during packaging and securely packaged. Further, we are also able to carry out minor adjustments (i.e. cutting and shaping) to the components of the boxes and crates during packing to ensure the products are precisely fitted and secured. Please refer to Section 6.4.8(d) of this Prospectus for further information on our packing process.

(c) Provision of circular supply services

Circular supply chain is a system aimed at minimising waste and continual use of resources whereby used or end-of-life materials are repaired or repurposed, and resold to customers. In circular supply chain, products, components and materials are designed for multiple rounds of applications and recover for recycling at end of life to maximise their utility and value. Using wood as the base material of all our in-house manufactured industrial packaging products enables us to design our industrial packaging solutions to facilitate circular supply chain practises.

In line with our emphasis on environmentally sustainable practises in our business and the increased adoption of sustainable supply chain management by our customers, especially amongst the MNCs, we provide pallet recycling and repair services under our Circular Economy Project - PRP as part of our circular supply services.

Under our PRP, we collect, repair and re-manufacture worn and broken pallets into usable recycled pallets. Repair works include replacing components or complete dismantling of the pallet to salvage any usable components. As such, our PRP allows our customers to reuse pallets, maximise the usability of pallets and facilitate proper disposal of broken parts/ pallets from our customers' premises. We also collect used pallets from scrap collectors. We ensure that the durability and strength of our recycled pallets will meet our customers' requirements. Our recycled pallets are ISPM 15 standard compliant if required by our customers, where these pallets will undergo heat treatment and a new ISPM 15 mark will be applied onto the recycled pallets while the old ISPM 15 mark will be removed.

Further, we recover wood wastes produced during our manufacturing process. Wood wastes which are in good condition can be reused to manufacture parts or components of pallets, where suitable. The remaining wood wastes will be used as fuel for our boiler to power the heat treatment chamber. This allows us to maximise the usage of our wood materials and reduce wastage.

6. INFORMATION ON OUR GROUP (Cont'd)

Moving forward, we intend to expand our circular supply service offerings by extending logistic services to our customers who purchase industrial packaging products from us where we will transport our customers' products to their customers' premises while collecting the used industrial packaging products and send it back to our nearest branch, before delivering the same to our Sungai Bakap Factory for reuse or recycle. This solution is designed to allow comprehensive and convenient adoption of circular supply chain practises for our customers, and the scope of our offerings will be customised based on our customers' supply chain requirements. Please refer to Section 6.8.5 for further information on this future plan.

(d) Trading as value added service

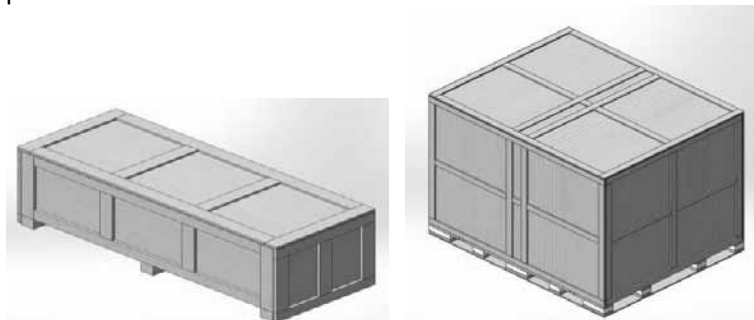
We source and supply related products and raw materials when requested by our existing customers as value-added services, whereby we extend our service as a one-stop supplier to complement our existing offerings and to support our customers' other packaging or manufacturing requirements. Examples of products we trade are plastic pallets, wood materials and packaging accessories.

6.4.2 Our products

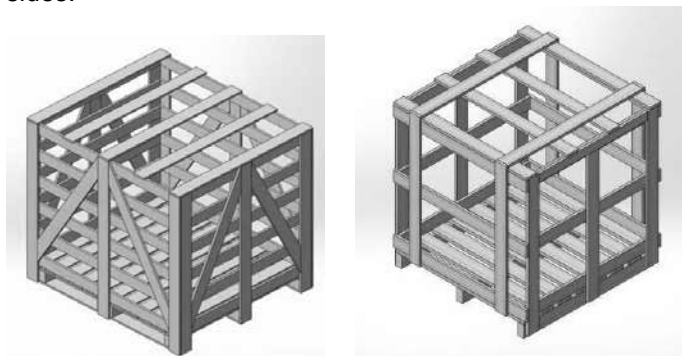
Our industrial packaging products comprise boxes, crates and pallets. These industrial packaging products are reusable and recyclable, allowing the life of the industrial packaging products to be extended and be more environmentally friendly, reducing environmental impact and costs. They are also affordable, come in variety of sizes and easy to disassemble, allowing parts to be easily replaced or repaired.

Details of our products are as follows:

Products	Description
Boxes and crates	<ul style="list-style-type: none"> Boxes are containers with 6 closed sides, including a lid and a base/pallet base.



- Crates are containers with gaps between the boards and generally not fully enclosed. It has 6 sides comprising 1 base/pallet base, 1 lid and 4 sides.

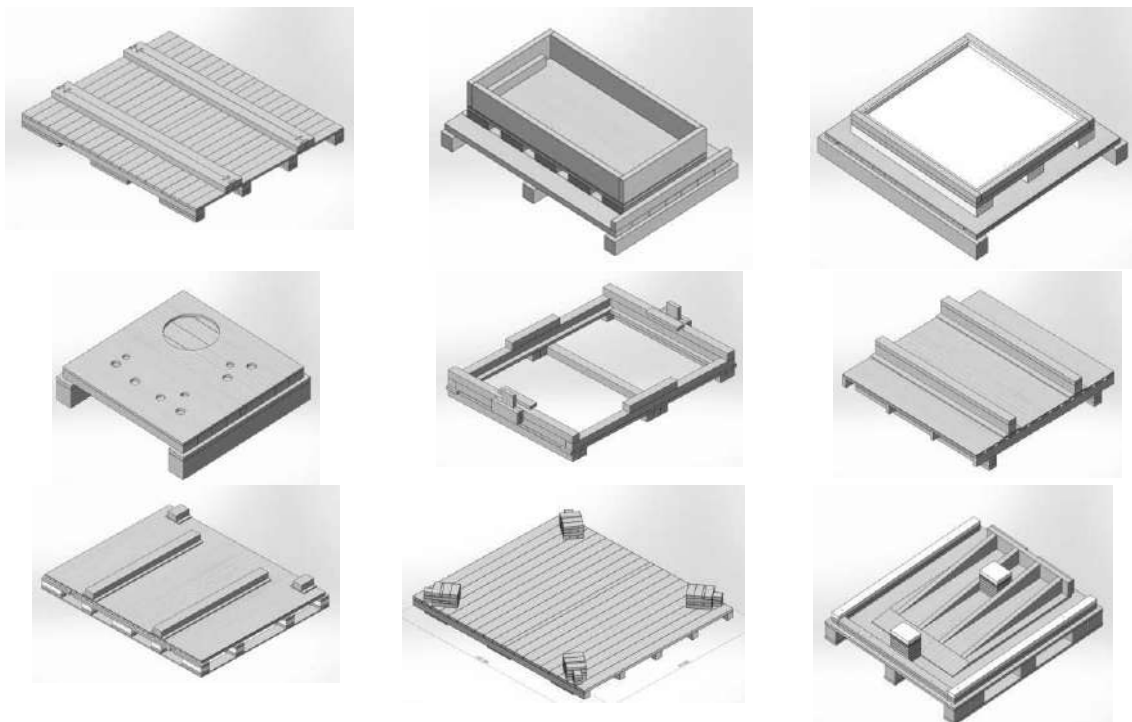


6. INFORMATION ON OUR GROUP (Cont'd)

Products	Description
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- Boxes and crates provide protection to the products packaged during storage and transportation.
- All boxes and crates are customised in terms of size, materials used, inserts (i.e. sponge and foams vacuum pack, bubble foam, high durable plastic, anti-static durable plastic), based on our customers' requirements.
- Size of boxes and crates ranges between 0.5 ft³ and 400 ft³.
- Inserts can be installed on the base/pallet base or on the sides.
- Pallet bases are designed based on dimension and size of our customers' products in order to hold the product securely and must be precisely fitted. Sponge, bubble foam and compartments can be added onto the pallet bases according to customers' product requirements.
- Foams vacuum pack, bubble foam, high durable plastic and anti-static durable plastic can be added to wrap around our customer product to provide additional protection against impact, water and dust, before closing and securing the boxes.
- Type of woods used: engineered wood, pine wood. Local natural wood is also used to manufacture some parts of the base/ pallet base and sides of the boxes and crates.
- Boxes and crates are sealed with nails, L-clips, plastic strips, belts, metal straps making them difficult to open, and to decrease the risk of unauthorised access to the goods inside, safety indicators for vibration (e.g. shock watch and tilt watch) are attached to the boxes.
- More examples of different designs of pallet base and boxes:

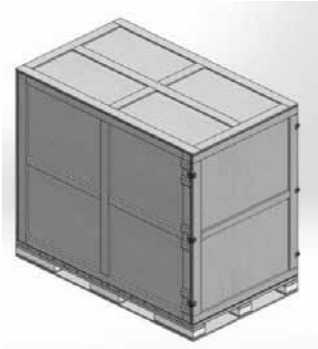
Pallet bases of different designs



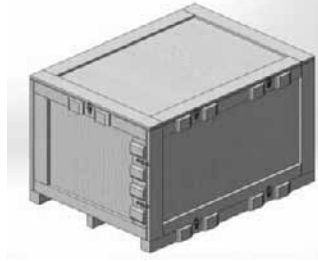
6. INFORMATION ON OUR GROUP (Cont'd)

Products	Description
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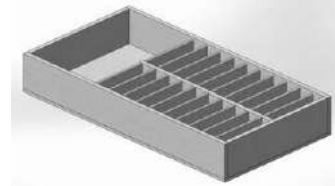
Boxes secured with metal straps



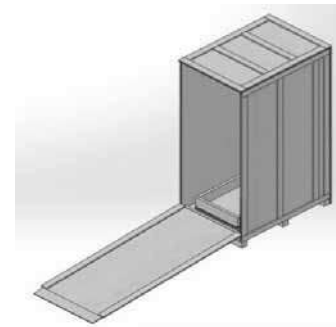
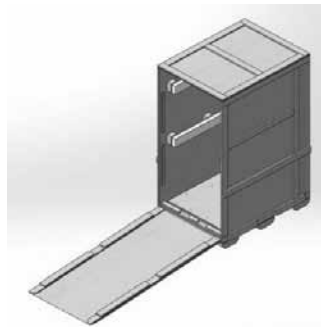
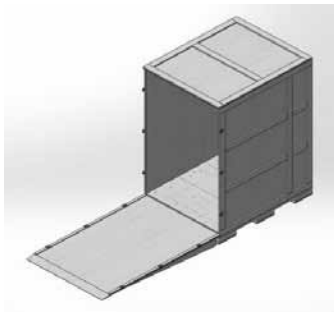
Boxes secured with L-clips



Boxes with interior compartments



Boxes with sides which are convertible into ramps



Pallets

- Pallets are platforms or rigid frames on which goods are placed and secured with strapping that provide protection to the products during storage and transportation.
- We manufacture standard and customised sized pallets.
- Typical standard sized pallets are 800mm x 1,200mm, 1,000mm x 1,200mm and 1,100mm x 1,100 mm; while the size of customised pallets ranges between 660mm x 600mm and 2,500mm x 1,200mm.
- Type of woods used: Engineered wood, local natural wood and pine wood.

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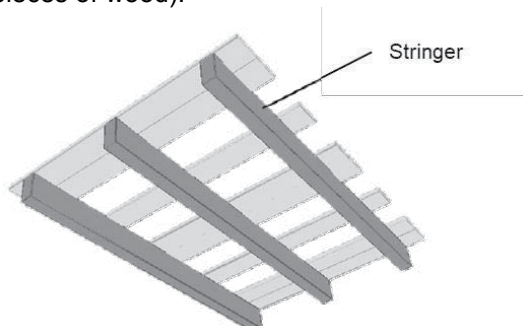
6. INFORMATION ON OUR GROUP (Cont'd)

Products

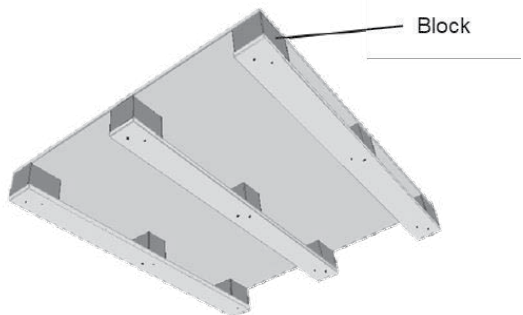
Description

- Generally, there are 2 types of pallets, namely stringer-class and block-class as illustrated below:

Stringer-class pallets: Base of the pallets is made of stringers (long pieces of wood).



Block-class pallets: Base of the pallets is made of blocks secured with wood planks.

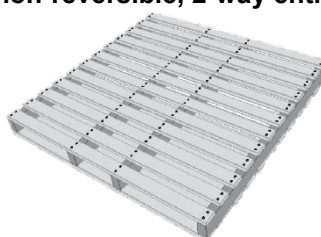


The examples of pallets that are designed and manufactured by our Group, are as follows:

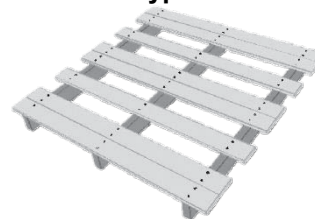
Stringer-class, single-face, 2-way entry



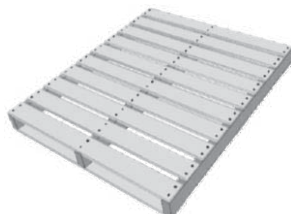
Stringer-class, double-face non-reversible, 2-way entry



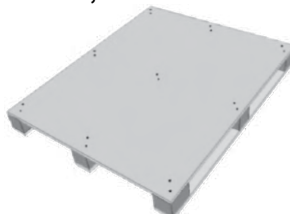
Stringer-class, single-face, 2-way entry, wing type



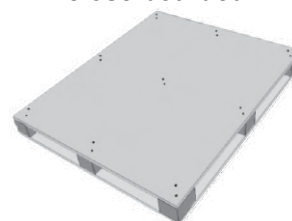
Stringer-class, double-face non-reversible, 2-way entry, 3 bottom runners



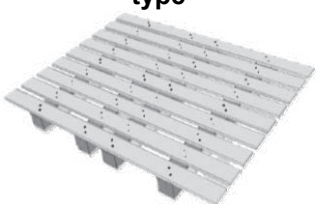
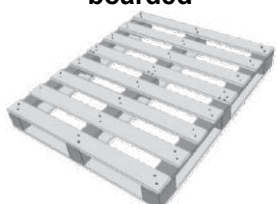
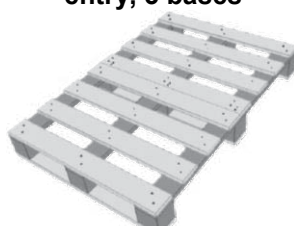
Block-class, double-face non-reversible, 4-way entry, 3 bases, close boarded



Block-class, double-face non-reversible, 4-way entry, perimeter base, close boarded



6. INFORMATION ON OUR GROUP (Cont'd)

Products	Description		
Block-class, double-face non-reversible, 4-way entry, wing type	Block-class, double-face non-reversible, 4-way entry, open boarded	Block-class, double-face non-reversible, 4-way entry, 3 bases	
			

6.4.3 Our key customers

Our Group had a total of approximately 307 customers, 300 customers, 270 customers and 210 customers in the FYEs 2019 to FYE 2021 and FPE 2022, respectively. The drop in our number of customers in FPE 2022 was mainly due to the reduction in the number of customers who purchase pallets from us in smaller quantities. These customers are from various industries and there is no specific industry concentration.

Our key customers comprise manufacturers from various industries such as renewable energy (solar), electronics/semiconductor, food, automotive, packaging and others. Breakdown of revenue contributed by our key customers industry (contributed more than 2% of our Group's revenue) in the past 3 FYEs 2019 to 2021 are as follows:

Key customer industry	FYE 2019		FYE 2020		FYE 2021		FPE 2022	
	RM'000	%	RM'000	%	RM'000	%	RM'000	%
Renewable Energy	38,749	58.44	63,106	71.47	87,203	72.11	56,608	67.53
Electronics/Semiconductor	11,901	17.95	13,073	14.80	20,139	16.65	19,151	22.85
Food	3,682	5.55	3,120	3.53	3,795	3.14	2,964	3.54
Automotive	4,083	6.16	2,864	3.24	2,549	2.11	906	1.08
Packaging ⁽ⁱ⁾	2,244	3.39	1,058	1.20	1,160	0.96	646	0.77
Others ⁽ⁱⁱ⁾	5,645	8.51	5,084	5.76	6,078	5.03	3,549	4.23
Total	66,304	100.00	88,305	100.00	120,924	100.00	83,824	100.00

Notes:

- (i) Comprises mainly companies who are involved in the manufacturing and/or trading of packaging materials such as carton boxes.
- (ii) Other types of customer industries which each contributed less than 2% of our revenue. Some examples of these customer industries are power tools, medical, pharmaceutical, logistics, machinery, consumer products and furniture.

Over the FYEs 2019 to FYE 2021 and FPE 2022, although we had reduction in the number of customers, however, we had secured higher revenue as we focused and sold more higher value products (e.g. pallets, boxes and crates made from engineered wood) and reduced the sales of pallets made from natural wood to customers who purchase in smaller quantity(ies).

6. INFORMATION ON OUR GROUP (Cont'd)

6.4.4 Our locations

The details of our business premises are as follows:

Factory	Location	Usage	Built-up area
Sungai Bakap Factory	Sungai Bakap, Penang	Headquarters, manufacturing of components, assembly of pallets, boxes and crates, recycling of pallets and storage	<ul style="list-style-type: none"> • Office: 13,392 sq ft • Manufacturing: 83,493 sq ft • Storage: 94,662 sq ft
Vietnam Factory	Binh Duong, Vietnam	Office, manufacturing of components, assembly of boxes and crates, and storage	<ul style="list-style-type: none"> • Office: 1,292 sq ft • Manufacturing and assembly: 12,271 sq ft • Storage: 29,062 sq ft
Perai Branch	Perai, Penang	Office, storage and intended for assembly of boxes and crates	<ul style="list-style-type: none"> • Office: 16,174 sq ft • Assembly: 49,716 sq ft • Storage: 14,466 sq ft
Kulai Branch	Kulai, Johor	Office, storage and intended for assembly of boxes and crates	<ul style="list-style-type: none"> • Office: 2,325 sq ft • Assembly: 2,969 sq ft • Storage: 8,656 sq ft
Kulim Branch ⁽ⁱ⁾	Kulim, Kedah	Intended to be used as office, assembly of boxes and crates, and storage	<ul style="list-style-type: none"> • Office: 3,628 sq ft • Assembly: 17,532 sq ft • Storage: 43,428 sq ft

Note:

(i) Our Group has yet to commence operations in the Kulim Branch as at the LPD.

For our operations in Malaysia, the manufacturing of components required for the assembly of our boxes, crates and pallets are located in Sungai Bakap Factory, where wood materials (natural wood) are heat treated, cut to length and surface treated (where relevant) into ready-used components for assembly into final product. Further, the recycling of pallets is also located in Sungai Bakap Factory where pallets for recycling are collected throughout Malaysia and are sent to Sungai Bakap Factory for processing. For our operations in Vietnam, all manufacturing and assembly of boxes and crates and storage are conducted within our Vietnam Factory.

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6. INFORMATION ON OUR GROUP (Cont'd)**6.4.5 Our revenue segmentation**

The breakdown of our Group's revenue segmentation by principal business activities is as follows:

Revenue by principal business activities	FYE 2019		FYE 2020		FYE 2021		FPE 2022	
	RM'000	%	RM'000	%	RM'000	%	RM'000	%
Boxes, crates and provision of packing services ⁽¹⁾	33,041	49.83	56,591	64.09	83,262	68.85	58,651	69.97
Pallets	26,129	39.41	27,103	30.69	32,939	27.24	22,654	27.03
Provision of circular supply services	3,411	5.14	2,073	2.35	1,554	1.29	712	0.85
Trading as value added service	3,723	5.62	2,538	2.87	3,169	2.62	1,807	2.15
Total revenue	66,304	100.00	88,305	100.00	120,924	100.00	83,824	100.00

Note:

- (1) Packing services are only applicable for boxes and crates, which are provided by our Group as value-added services when supplying boxes and crates to our customers, when requested. Any packing services fees will be priced-in with the sales of boxes and crates.

The breakdown of our Group's revenue segmentation by geographical region is as follows:

Revenue by geographical region	FYE 2019		FYE 2020		FYE 2021		FPE 2022	
	RM'000	%	RM'000	%	RM'000	%	RM'000	%
Malaysia	60,259	90.88	63,516	71.93	94,885	78.47	68,228	81.39
Vietnam	6,045	9.12	24,789	28.07	26,039	21.53	15,596	18.61
Total revenue	66,304	100.00	88,305	100.00	120,924	100.00	83,824	100.00

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6. INFORMATION ON OUR GROUP (Cont'd)

6.4.6 Types, sources and availability of supplies

Our purchases in the past 3 FYEs 2019 to 2021, and FPE 2022 are as follows:

Supplies	Locations of suppliers	FYE 2019		FYE 2020		FYE 2021		FPE 2022	
		RM'000	%	RM'000	%	RM'000	%	RM'000	%
Wood materials									
Engineered wood ⁽ⁱ⁾	Malaysia, Vietnam, China ⁽ⁱⁱ⁾	26,929	64.50	45,006	73.66	65,695	79.77	44,721	77.91
Natural wood ⁽ⁱⁱⁱ⁾	Malaysia, Europe, New Zealand ^(iv)	11,809	28.29	12,399	20.29	10,888	13.22	7,228	12.59
Consumables ^(v)	Malaysia	3,009	7.21	3,697	6.05	5,776	7.01	5,454	9.50
Total purchases		41,747	100.00	61,102	100.00	82,359	100.00	57,403	100.00

Notes:

(i) Engineered wood comprises mainly plywood and laminated veneer lumber.

(ii) The breakdown of engineered wood purchases by country of origin is as follows:

Country of origin	FYE 2019		FYE 2020		FYE 2021		FPE 2022	
	RM'000	%	RM'000	%	RM'000	%	RM'000	%
China	20,819	77.31	15,049	33.44	9,436	14.36	2,265	5.06
Vietnam	6,110	22.69	29,957	66.56	56,259	85.64	42,456	94.94
Total	26,929	100.00	45,006	100.00	65,695	100.00	44,721	100.00

(iii) Natural wood comprises mainly local natural wood and imported pine wood.

(iv) The breakdown of natural wood purchases by country of origin is as follows:

Country of origin	FYE 2019		FYE 2020		FYE 2021		FPE 2022	
	RM'000	%	RM'000	%	RM'000	%	RM'000	%
Malaysia	10,994	93.10	8,779	70.80	8,137	74.73	5,792	80.13
Europe	98	0.83	2,902	23.41	2,453	22.53	1,143	15.81
New Zealand	717	6.07	718	5.79	298	2.74	293	4.06
Total	11,809	100.00	12,399	100.00	10,888	100.00	7,228	100.00

(v) Consumables comprise nails, glue, sponge, foams, plastic films, L-clips, plastic strips, belts, metal straps, paint, shock watches, tilt watches, amongst others.

6. INFORMATION ON OUR GROUP (Cont'd)

The key supplies that we purchase are wood materials, which accounted for 92.79%, 93.95%, 92.99% and 90.50% of our total purchases in the past 3 FYEs 2019 to 2021 and FPE 2022, respectively. With the continuous active effort in widening our raw material sourcing network since 2016, the majority of wood materials used in the past 3 FYEs 2019 to 2021 and FPE 2022, was engineered wood. The engineered wood that the Group purchases has uniform and consistent moisture content of 20% and below, and is easy to process and assemble into different industrial packaging products. This resulted in higher yield rates, more consistent quality and enabled the adoption of mechanisation or automation in the Group's manufacturing lines.

We source wood materials from local and overseas sawmills, wood manufacturers and trading companies (e.g. China, Vietnam, Europe and New Zealand). The supply of wood materials which are sourced locally may be affected by rainy seasons in Malaysia, typically from June to December, while the supply of wood materials sourced from overseas generally does not experience similar weather disruption. We have established a stock planning strategy with a planned buffer system by taking into account our manufacturing needs, weather factors and longer estimated lead time required for importing wood materials, to prevent potential major disruptions to our production and delivery schedule. Our Group does not enter into any non-disclosure agreement with our wood material suppliers. In the past 3 FYEs 2019 to 2021 and FPE 2022, the engineered wood sourced from China was generally of higher price and quality than those sourced from Vietnam. Nevertheless, the quality of the engineered wood in Vietnam has been improving and the prices of engineered wood in Vietnam have gradually become more competitive with China.

We have established a sourcing strategy for our wood materials, as follows:

- (i) Source supplies from sawmills, wood manufacturers and trading companies;
- (ii) Purchase wood materials from various sources globally. We keep an approved list of suppliers with a few suppliers for each type of wood materials;
- (iii) Ensure that wood materials costing take into account foreign currency fluctuations;
- (iv) Network with international and local industry associations namely National Wooden Pallet & Container Association, Malaysia Wood Industries Association, Federation of Malaysia Manufacturers, Penang Furniture and Timber Industry Association and Global Wood Packaging Forum which enable us to identify new sources of wood materials;
- (v) Maintain approximately 2 months' worth of wood material inventory to mitigate risks in relation to disruption of wood material supplies; and
- (vi) Establish long term and strong business relationships with wood material suppliers.

The prices of wood materials are subject to fluctuations according to the supply and demand conditions. In the event of any significant hike in prices of certain wood materials, we will suggest alternative wood materials or designs to our customers to assist them in managing their cost. However, in the event our customers still require the existing wooden industrial packaging products, and we are unable to absorb any increase in these costs, we will provide our customers with timely notice on the changes in prices and upon agreement, new purchase orders with the adjusted pricing will be issued for future orders. In the past 3 FYEs 2019 to 2021 and FPE 2022, we have experienced increase in some of our wood material prices, however, the increase in costs did not materially impact our financial performance. For further information on the impact of wood material prices to our financial performance, please refer to Section 8.2.4 of this Prospectus.

6. INFORMATION ON OUR GROUP (Cont'd)

Further, most of our customers provide us with demand forecast order information which enable our Group to plan our manufacturing schedule and purchase of wood materials in advance when prices of wood materials are at reasonable levels. It also provides us time to renegotiate with our customers on any change in pricing or use of raw materials in advance.

During MCO, there was a shortage of local natural wood. Therefore, alternative materials such as engineered wood was recommended to our customers hence increased in purchase of engineered wood in FYE 2020 and FYE 2021. Further, the increased in purchase of engineered wood was in line with the increased in sales of boxes and crates for renewable energy sector. Consumables accounted for 7.21%, 6.05%, 7.01% and 9.50% of our total purchases in the past 3 FYEs 2019 to 2021 and FPE 2022, respectively. These consumables are readily available and can be easily sourced from local and overseas suppliers.

All our selected suppliers are evaluated in terms of pricing, production capacity, range and specifications of raw materials, ability to meet our quality requirements and ability to deliver in a timely manner. Purchases from our suppliers are conducted on as needed basis and we do not have any long-term agreements with our suppliers.

Our purchase of supplies which are denominated in foreign currencies (i.e. USD, VND, RMB, EURO, THB and SGD) accounted for 61.99%, 74.65%, 79.02% and 75.65% of our total purchases in the past 3 FYEs 2019 to 2021 and FPE 2022, respectively.

6.4.7 Production output, capacity and utilisation

We are primarily involved in the manufacturing of industrial packaging products which can be categorised into 3 main categories based on its respective manufacturing process:

- (i) boxes and crates;
- (ii) pallets made from natural wood and recycled pallets; and
- (iii) pallets made from engineered wood.

Our capacity to manufacture these products is dependent on the available manpower of our factories and the maximum production capacity of the machineries installed at our factories. Hence, our annual manufacturing capacity is calculated based on the following:

- Total production hours of 11 hours per day which includes average over-time undertaken by workers and an average 26 working days per month. The assumption on the total production hours is based on our available workforce.
- Average daily capacity of 942 pieces for boxes and crates for FYE 2021 and FPE 2022.
- Average daily capacity of 1,272 pieces and 1,005 pieces for pallets made from natural wood and recycled pallets for FYE 2021 and FPE 2022, respectively.
- Average daily capacity of 1,250 pieces and 1,429 pieces for pallets made from engineered wood for FYE 2021 and FPE 2022, respectively.

In FYE 2021, our factories operated at utilisation rates for boxes and crates, pallets made from natural wood and recycled pallets, and pallets made from engineered woods, are at 85.01%, 88.05% and 86.41%, respectively; while in FPE 2022, our factories operated at utilisation rates for boxes and crates, pallets made from natural wood and recycled pallets, and pallets made from engineered woods, are at 91.05%, 96.86% and 82.15%, respectively. Breakdown of the annual manufacturing capacity, annual manufacturing output and utilisation rate is as follows:

6. INFORMATION ON OUR GROUP (Cont'd)

FYE 2021

<u>Type of products</u>	<u>Annual manufacturing capacity (pieces)</u>	<u>Annual manufacturing output (pieces)</u>	<u>Utilisation rate (%)</u>
Boxes and crates ⁽¹⁾	294,038	249,950	85.01
Pallets made from natural wood and recycled pallets	396,911	349,493	88.05
Pallets made from engineered wood	390,115	337,103	86.41

FPE 2022

<u>Type of products</u>	<u>Manufacturing capacity, January to July (pieces)</u>	<u>Manufacturing output, January to July (pieces)</u>	<u>7-month utilisation rate (%)⁽ⁱⁱ⁾</u>
Boxes and crates ⁽ⁱ⁾	171,522	156,165	91.05
Pallets made from natural wood and recycled pallets	182,883 ⁽ⁱⁱⁱ⁾	177,143	96.86
Pallets made from engineered wood	260,000 ⁽ⁱⁱⁱ⁾	213,600	82.15

Notes:

- (i) Comprises manufacturing capacity for boxes and crates in Malaysia and Vietnam as follows:

FYE 2021

<u>Location</u>	<u>Annual manufacturing capacity (pieces)</u>	<u>Annual manufacturing output (pieces)</u>	<u>Utilisation rate (%)</u>
Malaysia	210,038	174,448	83.06
Vietnam	84,000	75,502	89.88
Total	294,038	249,950	

FPE 2022

<u>Location</u>	<u>Manufacturing capacity, January to July (pieces)</u>	<u>Manufacturing output, January to July (pieces)</u>	<u>7-month utilisation rate (%)⁽ⁱⁱ⁾</u>
Malaysia	122,522	112,760	92.03
Vietnam	49,000	43,405	88.58
Total	171,522	156,165	

- (ii) Computed based on manufacturing capacity and manufacturing output between January 2022 and July 2022.
- (iii) In FPE 2022, some of the manufacturing capacity for pallets made from natural wood and recycle pallets was converted to the manufacturing capacity for pallets made from engineered wood due to increased demand for pallets made from engineered wood. The annual manufacturing capacity for pallets made from natural wood and recycled pallets, and pallets made from engineered woods in the FYE 2022 will be 313,513 pieces and 445,714 pieces, respectively.

6. INFORMATION ON OUR GROUP (Cont'd)

As part of our business strategies and plans, we intend to expand our annual manufacturing capacity as follows:

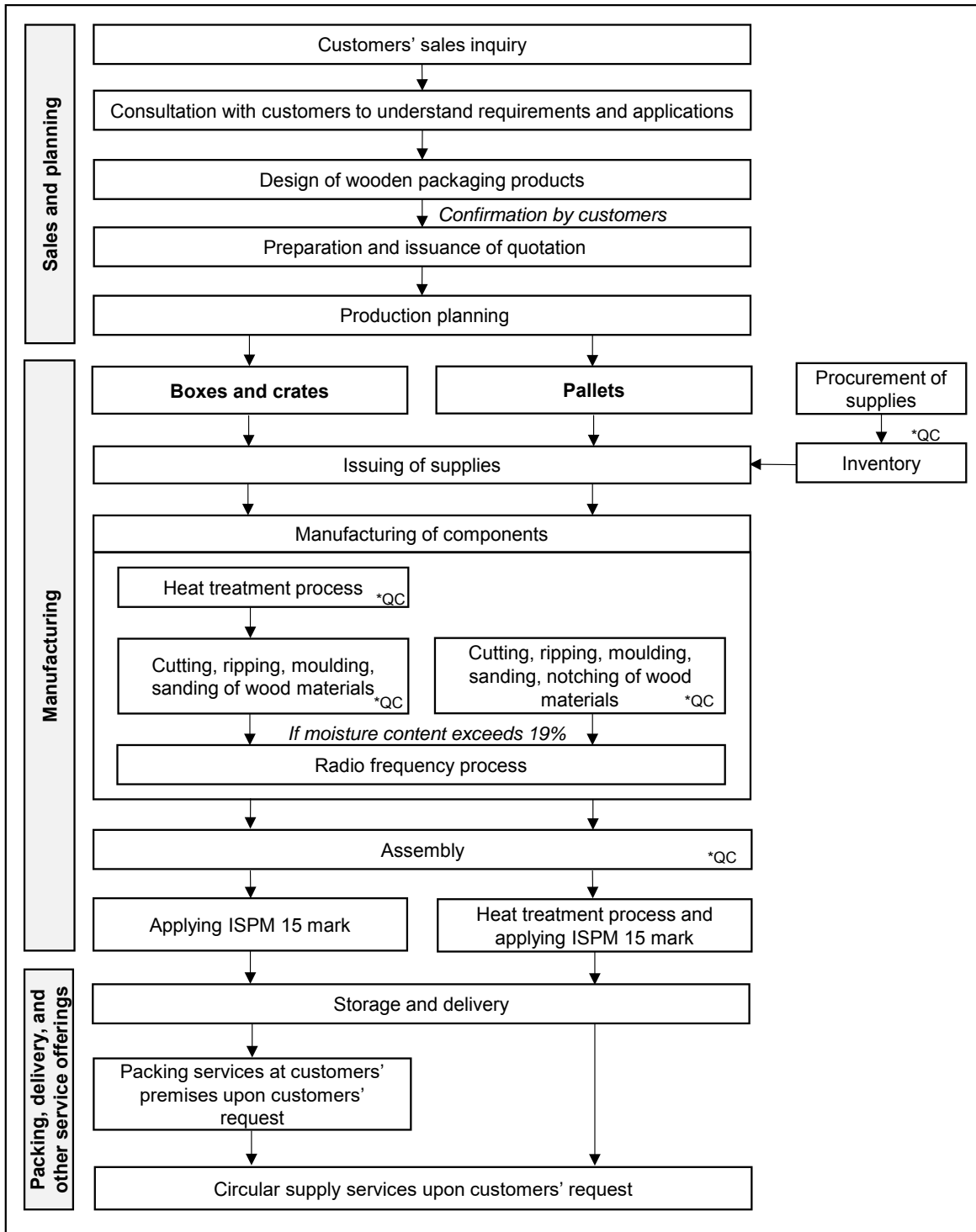
- (a) boxes and crates: by 21.00% to 355,800 pieces through setting up of new assembly lines in Perai, Kulim, Kulai, Johor, Klang Valley and Singapore, based on the annual manufacturing capacity in the FYE 2021;
- (b) pallets made from natural wood and recycled pallets: by 36.05% to 540,000 pieces through expansion of existing manufacturing lines in Sungai Bakap Factory, based on the annual manufacturing capacity in the FYE 2021; and
- (c) pallets made from engineered wood: by 84.56% to 720,000 pieces through expansion of existing manufacturing lines in Sungai Bakap Factory, based on the annual manufacturing capacity in the FYE 2021; and

Please refer to Section 6.8 for further information of our business strategies and plans.

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6. INFORMATION ON OUR GROUP (Cont'd)

6.4.8 Process flow



6. INFORMATION ON OUR GROUP (Cont'd)

(a) Sales and planning

The sale process for our industrial packaging products begins at the receipt of product enquiries from potential customers and followed by initial product discussion to evaluate how our industrial packaging products would be used for and if any customisation would be required to achieve the desired use. All boxes and crates are customised according to our customers' product requirements while pallets can be customised or purchased in standard sizes by our customers.

If customisation is required, we will enquire on the requirements and specifications required and will suggest to our customers the types of wood materials, design and sizes of industrial packaging products that are suitable to their requirements and specifications. Thereafter, we will utilise Solidworks and LoadSync software to plan, visualise and design the industrial packaging products and thereafter generate 2D and/or 3D drawings; as well as LoadSync software to analyse the structure, load and durability of pallets. Upon receiving approval on the drawings from our customers, we will manufacture sample industrial packaging products for our customers' testing and confirmation on the specification. Once we receive confirmation on the sample industrial packaging products, we will prepare a quotation which states the product details and charges. Once the customers agree on the quotation, purchase orders will be placed and confirmed. Thereafter, our production planning team will develop production plans and set out all relevant product details, supplies required, production schedule and delivery details.

We will source the required supplies (e.g. wood materials in the form of sawn timbers or panels and consumables) from our list of approved suppliers, if we do not have sufficient stock in our storage. These supplies will undergo visual inspection upon arrival to ensure that there are no dimensional damages, fungus or mould growth, and infestation of timber pests prior to storage. On the other hand, if customisation is not required, we will obtain the requirements and specifications from our customers and provide our proposal on the types of wood materials, design and sizes of pallets and standard components that meet our customer requirements. Once we receive confirmation from our customers, we will proceed to prepare a quotation with the product details, prices and delivery timeline. Once the customers agree on the quotation, purchase orders will be placed and confirmed. Following this, a logistic dispatch order is sent to the storage for the products to be delivered. The standard sized pallets are generally readily available at our storage to be delivered.

(b) Manufacturing

All the required supplies will be sent to the manufacturing line to begin the manufacturing process.

(i) Boxes and crates

All boxes and crates are customised and manufactured by order or based on forecast sales provided by our existing customers.

The manufacturing process for boxes and crates will begin with the manufacturing of the components required (i.e. each sides of the boxes and crates, pallet base as well as other accessories such as choking wood and ramps) to assemble the boxes and crates which begin with heat treatment process of natural wood. Engineered wood are not required to undergo heat treatment process as engineered wood has undergone heat treatment process during their manufacturing process, hence, boxes and crates made from engineered wood are exempted from the ISPM 15 certification.

6. INFORMATION ON OUR GROUP (Cont'd)

However, if requested by our customers, which is optional, engineered wood can also undergo additional heat treatment and be applied with ISPM 15 marks. Thereafter, the wood materials will undergo cutting and ripping into various length and width, and thereafter undergo moulding or sanding to smoothen the surface and the thickness.

Each component will be manufactured as individual pieces. Each box and crate has 5 to 6 sides, including 4 side panels, a base/ pallet base and a lid. If a floater base is required to be installed on any of the sides of the boxes and crates, foams will be cut and glued, aluminium and plastic will be cut and sealed and lastly secured with T-nuts onto the required sides. The inner face of each side panels, including the lid, can be layered with coated fabric (i.e Duraskin) to provide extra protection to our customers' products, if required.

In the event the moisture content of the wood materials exceeds 19%, these components will undergo the radio frequency process to remove excess moisture content. ISPM 15 marks will be applied on the boxes and crates after heat treatment is completed.

For boxes and crates to be delivered to our customers in CKD form, individual pieces of each component of the boxes and crates will be flat-packed.

For boxes and crates to be delivered in a completely assembled form, the assembly works are carried out in our factories. First, 4 side panels and a top (excluding the base/ pallet base) will be assembled together with nails, L-clips and/or glue, to form the cover of the boxes/crates, based on the 2D and/or 3D drawings. The cover will be placed on top of the base/ pallet base to form a box/ crate and any accessories such as choking wood and ramps will be packed inside the box/ crate.

(ii) Pallets

Customised pallets are manufactured by order or based on forecast sales provided by our existing customers. The manufacturing schedule for standard size pallets are planned according to forecast sales provided by our existing customers where they are generally manufactured in advance and we keep inventory of standard size pallets.

The manufacturing process for pallets will begin with manufacturing of the components required to assemble the pallets which comprises cutting and ripping of wood materials into various length and width, and thereafter moulding or sanding to smoothen the surface and the thickness. The wood materials used in the manufacturing of the base of pallets may also undergo notching to cut grooves.

In the event the moisture content of the wood materials exceeds 19%, these components will undergo the radio frequency process to remove excess moisture content. Thereafter, the components will be assembled and nailed into pallets based on the 2D and/or 3D drawings. Thereafter, pallets made from natural wood will undergo heat treatment process to destroy timber pests and will be applied with ISPM 15 marks. Pallets made from engineered wood are not required to undergo heat treatment process as engineered wood has undergone heat treatment process during their manufacturing process, hence pallets made from engineered wood are exempted from the ISPM 15 certification.

Our heat treatment facility is located in our Sungai Bakap Factory. As we use engineered wood only to manufacture boxes and crates in Vietnam, no heat treatment facility is required for our operations in Vietnam. We perform QC checks throughout the manufacturing process to ensure that the industrial packaging products are manufactured according to the specifications required by our customers, and to adhere to the ISPM 15 standard.

6. INFORMATION ON OUR GROUP (Cont'd)

(c) Storage and delivery

All finished products will be stored in our enclosed storage prior to delivery. Our storage has a dedicated area under humidity and temperature-controlled environment to store pallets made from natural wood, to prevent fungus or mould growth. Finished products will be delivered to our customers by our fleet of vehicles or third-party logistics service providers according to the delivery schedule.

As all boxes and crates are customised and manufactured by order or based on forecast sales provided by our existing customers, we keep minimal inventory of boxes and crates. On the other hand, manufacturing schedule for standard size pallets are planned according to forecast sales provided by our existing customers where they are generally manufactured in advance, hence, we keep inventory of standard size pallets.

(d) Packing services at customers' premises

Our packing services are only applicable for boxes and crates and at the request of our customers. According to the packing requirements by our customers, we may mobilise packing equipment such as pallet jacks, vacuum pack machines, power tools and sealers. Our customers engage us to precisely and skilfully secure their goods, which are generally high value, sensitive and large in size, into the boxes or crates. This allows them to prevent improper packing of goods which may cause damages or delays in their delivery schedules.

For boxes and crates which are delivered to our customers' premises in CKD form, the assembly works will be carried out at our customers' premises during product packing stage. For completely assembled boxes and crates, the cover will be removed to move the products onto the base/ pallet base.

Our customers' products will first be secured onto the base/ pallet base of the boxes or crates. Ramps and pallet jacks can be used to facilitate the movement of products onto the pallet base and chocking wood can be used to provide additional support to hold and secure the products in place. Inserts such as sponge, foam vacuum pack, bubble foam, high durable plastics or anti-static durable plastic can be added to wrap around the product if required by our customers. Thereafter, the cover of the boxes or crates will be placed on the base/ pallet base, covering the product in it and secured with nails, L-clips and/or glue. Once secured, belts, metal straps, shock watch or tilt watch will be installed to provide additional security to the boxes and crates, if required by our customers.

We also carry out minor adjustments (i.e. cutting and shaping) to the components of the boxes and crates, if required during packing to ensure the products are precisely fitted and secured.

We will load the boxes and crates into our vehicle to be transported to the locations requested by our customers or into the vehicles employed by our customers or logistic providers.

(e) Circular supply services

We provide pallet recycling and repair services under our PRP as part of our circular supply services. Upon request, we will collect used pallets from our customers' premises and deliver to our nearest branch. We may also collect used boxes and crates from our customers, when requested. All the collected used industrial packaging products will be delivered to our Sungai Bakap Factory for processing.

6. INFORMATION ON OUR GROUP (Cont'd)

For recycling, seals (e.g. nails and clips) and accessories (e.g. forms and inserts) on the pallets, boxes or crates will be removed and the condition of each piece of wood will be assessed and sorted. Wood that are in good condition will be set aside to be reused to manufacture recycled pallets or parts and components of pallets. The treatment of wood materials and manufacturing process for recycled industrial products are the same as new products. Wood materials that cannot be reused to manufacture industrial packaging products will be used as fuel for our boiler to power the heat treatment chamber.

For repairs, we will assess the condition of the damage and replace the damaged components accordingly. Once completed, the repaired industrial packaging products will be packed and delivered to our customers.

6.4.9 Quality control and quality assurance

Our Group places emphasis on the quality of all products manufactured in our factories. We are committed to ensure that the quality control procedures that we have put in place fulfil the requirements of our customers and local authorities (i.e. customs). Our quality control procedures are as follows:

<u>Objective</u>	<u>Quality control procedures</u>
Quality control checks on in-coming supplies	<ul style="list-style-type: none"> • Undergo visual inspection to ensure that the supplies meet the required order specifications, quality standards (i.e. no dimensional damages, fungus or mould growth and infestation of timber pests), moisture content and density • Notify suppliers if the in-coming supplies do not meet the required order specifications and quality standards, moisture content and density. We may arrange for claims and a new batch of supplies for replacement. We generally do not return the faulty in-coming supplies to the suppliers
Quality control checks during manufacturing	<ul style="list-style-type: none"> • Conduct quality control checks throughout the manufacturing processes to ensure that the industrial packaging products are manufactured as per the specifications • Repair rejected industrial packaging products or completely dismantle them to salvage usable components which are to be used as components for recycled pallets • Conduct moisture content tests after heat treatment process to reduce the moisture content of the finished products • Conduct nominal load testing, maximum working load testing and durability comparison testing according to the terms of ISO 8611-1:2011, ASTM 1185-98a and GB/T 4996 • Ensure that the ISPM 15 mark is marked, if required, and visually clear on the industrial packaging products
Quality control checks on out-going products	<ul style="list-style-type: none"> • Conduct visual and mechanical inspection to ensure the industrial packaging products do not have dimensional damages, fungus or mould growth, and infestation of timber pests before packing and prior to delivery to customers' premises • Issue certificate of conformance and heat treatment certificate to customers, upon request

6. INFORMATION ON OUR GROUP (Cont'd)

As a testament of our ongoing commitment to quality, our Group is certified compliant with the following standards:

Name of subsidiary	Name of certificate	Certification body	Scope of certification	Date first awarded	Validity period
BSB and BV	ISO 9001:2015	SGS United Kingdom Ltd	Quality management system in the provision of manufacturing of pallets, boxes and crates, recycling pallets and packing of industrial products	24 April 2002	17 June 2021 – 11 May 2023
BSB and BV	ISO 9001:2015	SGS (Malaysia) Sdn Bhd	Quality management system in the provision of manufacturing of pallets, boxes and crates, recycling pallets and packing of industrial products	12 May 2011	17 June 2021 – 11 May 2023
BSB	Malaysian Heat Treatment Accreditation Scheme	Plant Biosecurity Division, Department of Agriculture Malaysia	Accreditation to treat wood packaging material through heat treatment in accordance to international ISPM 15 standard	8 April 2005	8 September 2021 – 30 September 2023

For the renewal of our ISO 9001:2015 certificates, we will undergo external audit by SGS prior to the expiration of our certificates. We also conduct annual internal audit and management review to ensure continuous compliance to the ISO 9001:2015 standards which will allow us to pass the external audit conducted for renewal purposes.

Malaysian Heat Treatment Accreditation Scheme was established by Plant Biosecurity Division, Department of Agriculture Malaysia (“DOA”) to standardise the systems and procedures of heat treatment, to ease the process of exporting agriculture commodity, to ensure all heat treatments conducted comply to the rules and regulations of the DOA and to evaluate the effectiveness of the heat treatment conducted by registering and accrediting heat treatment facilities that are capable of doing heat treatment in Malaysia and to ensure heat treatment standards and procedures practised by these companies are recognised internationally. The Sungai Bakap Factory is certified compliant with the Malaysian Heat Treatment Accreditation Scheme. As a registered and accredited heat treatment provider, the wood materials that are treated in our heat treatment facility comply with the ISPM 15 standard. We also have the capability to test the wood materials to ensure the treated wood materials meet ISPM 15 standard before applying ISPM 15 markings. Our Vietnam Factory does not require certification for the compliance with ISPM 15 standard as the Vietnam Factory only uses engineered wood for the manufacturing of industrial packaging products.

ISPM 15 standard is an international standard for regulating the movement of timber packaging and dunnage through international trade to prevent the global spread of timber pests (including fungal growth). All industrial packaging products made from natural wood are required to undergo heat treatment and will be applied with ISPM 15 marks, which indicate that the industrial packaging products do not contain any timber pests and are compliant with the ISPM 15 standard.

6. INFORMATION ON OUR GROUP (Cont'd)

For the renewal of our Malaysian Heat Treatment Accreditation Scheme certificate, we will undergo DOA inspection every 2 years prior to the expiration of our certificate. As part of the inspection, we must provide valid business registration, BOMBA certificates and Majlis Bandaraya Seberang Perai (MBSP) certification. We are also required to provide record of measurement devices (i.e. sensors and receivers) calibration and process data (i.e. heat treatment graphs) to assess that our heat treatment facility and processes comply with the ISPM standard.

Further, our quality control procedures ensure we comply with stringent supplier selection processes prior to securing our customers, especially amongst the MNC customers, and we are able to accommodate any further assessments required by them such as business reviews and factory visits. Generally, our customers' supplier selection process is a lengthy process comprising product inquiry (including product design and specification fine-tuning), submission of product samples for approval and completion of quality audit by our customers' engineers, prior to being selected as their approved suppliers. In order to remain as our customers' approved suppliers, we must ensure our products and services are able to meet our customers' quality requirements in each of our order delivery, and pass their annual quality audit.

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6. INFORMATION ON OUR GROUP (Cont'd)

6.4.10 Design and development

We recognise the importance of design and development (“D&D”) in ensuring that we remain competitive to sustain the continuous growth of our business. Our D&D activities primarily revolve around efforts to establish testing capabilities, develop designs of industrial packaging products to suit unique application, and study alternative materials for industrial packaging products. Our D&D initiatives are as follows:

Past D&D achievements	Year commenced development	Completion year
Established in-house testing capability for pallets based on the methods and steps outlined in ISO 8611-1:2011, ASTM 1185-98a and GB/T 4996	October 2019	June 2020
Collaboration with third-party laboratory in Vietnam to support testing capability for pallets manufactured in Malaysia based on the methods and steps outlined in ISO 8611-1:2011, ASTM 1185-98a and GB/T 4996	February 2020	April 2020
Collaboration with customer in the development handling and transportation testing for boxes and crates which are specific to their industry and application requirements	October 2020	April 2021
Design and development of pallet to meet customers' requirements and study of alternate wood materials for boxes and crates to overcome material shortages due to the COVID-19 pandemic	April 2021	September 2021

In the Financial Years and Period Under Review, our Group incurred D&D expenses of RM99,236, RM113,464, RM213,356 and RM66,268, representing 0.15%, 0.13%, 0.18% and 0.08% of our Group's total revenue respectively.

6.4.11 Technology

Our Group adopts the following technologies in the design and manufacturing of industrial packaging products:

Technology	Description
LoadSync software	LoadSync software is a product specification and testing software which we utilise to plan, visualise and design industrial packaging products based on product specifications provided by our customers and analyse the structure and durability.
Solidworks	Solidworks is a product planning and design software which we utilise to plan, visualize and design industrial packaging products and thereafter generate 2D and 3D drawings. We also utilise Solidworks for modelling, feasibility assessment, prototyping and project management for work orders.
Minitab	Minitab is a statistical solution program which we utilise to perform analysis of data collected from our manufacturing processes. The analysis will be used for rectification of cost variances in our manufacturing process.

6. INFORMATION ON OUR GROUP (Cont'd)

6.4.12 Mode of sales and marketing

Our Group's sales and marketing activities are spearheaded by our Executive Director / CEO, Ooi Lay Pheng, who oversees the planning and execution of sales and marketing activities. She is assisted by our dedicated in-house account management/ sales and marketing team (comprising 14 employees as at the LPD) who is responsible for serving existing customers, attending enquiries from potential customers, and preparing new product proposals to existing customers and potential customers. Our Group's sales and marketing activities are as follows:

(i) Referrals from existing customers

We receive referrals from existing customers who recommend us to potential customers. Our account management team will approach these potential customers to present our range of product offerings. Upon the referral, we will handle potential customers by responding to sales inquiry, preparing quotation, followed by other manufacturing processes and the delivery of the industrial packaging products to our customers.

In any event, our account management team will continue to provide product updates to these referral customers periodically. This is because our Group believes that it is important to continuously build business relationships with all potential customers as these customers may, in the future, contribute to the growth of our Group.

(ii) Networking in associations, trade fair and exhibition, forums, panel discussions and with state investment arm agencies

We are members of international and local associations, as follows:

Association	Year first joined	Current validity period
Penang Furniture and Timber Industry Association	1995	Lifetime membership
National Wooden Pallet & Container Association, United States	1996	January 2022 – December 2023
Malaysia Wood Industries Association	2006	Lifetime membership
Federation of Malaysia Manufacturers	2019	July 2022 – June 2023

By participating in these associations, we have the opportunity to network with potential customers globally and explore business opportunities with them. We are also provided with information on certified timber suppliers located locally and overseas, enabling us to ensure that the wood materials we use for the manufacturing of industrial packaging products are sustainable woods. In addition, we are also kept updated with the latest manufacturing technologies, regulations, trends and demand in the industry, enabling us to continuously enhance our processes, as well as products and services.

6. INFORMATION ON OUR GROUP (Cont'd)

In 2019, we participated in Asia-Pacific Urban Forum 7, organised by the Economic and Social Commission for Asia and the Pacific, UN-Habitat, Urbanice Malaysia, the Ministry of Housing and Local Government, Malaysia. Through this trade fair and exhibition, we were able to introduce our products and services to new markets, build new customer relationships and establish contact with potential customers, while promoting our market presence. We also participated in industry networking events held during this trade fair and exhibition to identify potential customers and new sales opportunities.

Further, we were invited to participate in the Global Wood Packaging Forum in 2020 and we have been active in the forum since then. The Global Wood Packaging Forum is a collaboration of associated wood packaging organisations and representatives from across the continents that meets to discuss global issues that affect the industry. The Global Wood Packaging Forum also serves as a platform to share the latest knowledge and resources relating to the wood packaging industry. By participating in this forum, we are continuously improving our products and services as well as expanding our business relationship globally.

In 2022, we participated as a panellist in the North America and Beyond Panel Discussion, organised by the National Wooden Pallet & Container Association, United States, where we shared our views on the raw material supply chain, demand for industrial packaging products and the sustainability of the industry from Asia and Malaysia's perspective. We also participated as a panellist in the Asia Trade Week, organised by The Economist where we shared our experience in managing logistics and supply chain disruptions using real-time supply chain visibility platforms. These panel discussions were participated by industry stakeholders, amongst others, associations, raw material suppliers, authorities, end-users of industrial packaging products, thereby enabled us to build relationships and establish contacts with industry stakeholders, while promoting our products and services. In addition, we participated as a panellist in the Penang Economic Summit 2022 in Penang, organised by Enterprise Asia and Penang Institute, where we shared our views on the future of manufacturing in the area of research and development investments, the need for innovation, integration of technologies and creation of green solutions in the supply chain.

Further we will also gather information on new foreign direct investments or new foreign companies that set ups in Malaysia from the state investment arm agencies such as InvestPenang, and thereafter approach these companies to present our range of product offerings to these companies to source from our Group. We participated in an online sharing session on semiconductor equipment supply chain ecosystem development through an invitation from InvestPenang in 2021.

(iii) Corporate website and digital marketing

We have established our corporate website at www.berjayapak.com, as a medium in introducing our Group's services to potential customers and providing immediate basic information on our Group. Enquiries received through our corporate website are channelled to our sales and marketing team for their handling. The current widespread use of the internet as a source of information enables us to cross geographical borders and facilitates access from any part of the world, enhancing our potential market reach and exposure. We also utilise search engine optimisation services to increase the visibility of our corporate website to attract potential customers.

6. INFORMATION ON OUR GROUP (Cont'd)

6.4.13 Major approvals, licences and permits obtained

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

No.	Company	Description of approval / licence / permit	Authority	Licence / Reference no.	Issuance date / Expiry date	Major conditions imposed	Status of compliance
1.	BSB	Registration with Malaysian Timber Industry Board for importation of sawn wood	Malaysian Timber Industry Board ("MTIB")	R-IKG 147/2019	29 November 2022 / 28 November 2023	- To submit renewal application to MTIB within 60 days before the expiry.	Noted
2.	BSB	Registration with MTIB for importation of plywood	MTIB	R-IPL 147/2019	29 November 2022 / 28 November 2023	- To declare the correct custom code for the type on the plywood imported. - To attach a copy of the Certificate of Origin when importing from countries that do not produce plywood.	Complied
3.	BSB	Registration with MTIB for supply of wood products	MTIB	P00093	4 April 2022 / 31 March 2023	- To submit renewal application to MTIB within 60 days before the expiry.	Noted
4.	BSB	License to erect/operate a factory for wood products	Penang State Forestry Department	PP 7/2003	1 January 2022 / 31 December 2023	- Not transfer the license or rent, lease, lend, mortgage or sell the whole factory or any part thereof or any fixtures therein without the written approval of the Penang State Forestry Department	Noted

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Company	Description of approval / licence / permit	Authority	Licence / Reference no.	Issuance date / Expiry date	Major conditions imposed	Status of compliance
		Licensed premise: No. 1328, Jalan Sungai Baong, Furniture Industrial Estate, 14200 Sungai Bakap, Pulau Pinang				- Not make any changes in the ownership of the factory without written permission of the Penang State Forestry Department	Noted
						- No machinery may be added to or removed from the factory without written permission of the Penang State Forestry Department	Noted
						- Not sell sawn timber either directly or indirectly for the export market or the local market.	Complied
						- To maintain a record of the forestry products brought into the factory for processing, and the finished or semi-finished products manufactured in the factory on a daily basis.	Complied
						- No sawing in this mill or be found in this mill sawn timber beam having a vertical cutting face area of more than 500 square cm or round timber of any kind, including logs sawn in half or quarter. Violation of this condition will automatically lead to termination of this license.	Complied

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Company	Description of approval / licence / permit	Authority	Licence / Reference no.	Issuance date / Expiry date	Major conditions imposed	Status of compliance
						- The factory is not allowed to operate at night from 7.00 p.m. to 7.00 a.m. the next day except with the written permission of the Director of the Penang State Forestry Department or the authorised officers	Complied
5.	BSB	Manufacturing licence for the manufacturing of wooden pallet, box pallet, wooden case and plywood pallet	MITI	A 020874	21 November 2016 / valid until revoked	- The sale of the company's shares must be notified to the MITI and the Malaysian Investment Development Authority ("MIDA").	Complied
		Licensed premise: No. 1328, Jalan Sungai Baong, Furniture Industrial Estate, 14200 Sungai Bakap, Pulau Pinang				- The company must train Malaysians to promote the transfer of technology and expertise at all levels of positions.	Noted
						- Company must have Capital Investment Per Employee ("CIPE") of at least RM140,000.00	Complied
						- Total full-time workforce of the company must comprise at least 80% Malaysians by 31 December 2024. Employment of foreign workers including outsourced workers is subjected to current policies.	To be complied ⁽¹⁾

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Company	Description of approval / licence / permit	Authority	Licence / Reference no.	Issuance date / Expiry date	Major conditions imposed	Status of compliance
6.	BPSB	Manufacturing licence for the manufacturing of presswood pallet ⁽²⁾	MITI	A 016284	28 April 2007 / valid until revoked	- The sale of the company's shares must be notified to the MITI and the MIDA.	Noted
		Licensed premise: No. 1328, Jalan Sungai Baong, Furniture Industrial Estate, 14200 Sungai Bakap, Pulau Pinang				- The company must train Malaysians to promote the transfer of technology and expertise at all levels of positions.	Noted
7.	BSB	Business premises and signboard licence for the manufacturing of wooden pallets, boxes and crates and signboard	Majlis Bandaraya Seberang Perai ("MBSP")	36/19107A/0 017	27 October 2022 / 31 December 2023	- Application for renewal to be submitted to MBSP at least 3 months prior to the expiry date.	Noted
		Licensed premise: No. 1328, Jalan Sungai Baong, Furniture Industrial Estate, 14200 Sungai Bakap, Pulau Pinang					

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Company	Description of approval / licence / permit	Authority	Licence / Reference no.	Issuance date / Expiry date	Major conditions imposed	Status of compliance	
8.	BSB	Business premises license for the manufacturing of wooden pallets, boxes and crates and storage	MBSP	PRI/02/2022 0407/5018	22 November 2022 / 31 December 2023	-	Application for renewal to be submitted to MBSP at least 3 months prior to the expiry date.	Noted
		Licensed premise: No. 1417, Jalan Sungai Baong, Taman Industri Perabot, Sungai Baong, 14200 Sungai Jawi, Selangor						
9.	BSB	Business premises license for the manufacturing of wooden pallets, boxes and crates and storage	MBSP	PRI/02/2022 0407/6716	30 November 2022 / 31 December 2023	-	Application for renewal to be submitted to MBSP at least 3 months prior to the expiry date.	Noted
		Licensed premise: No. 1403, Lorong Bakau 4, Taman Industri Perabot, Sungai Baong, 14200 Sungai Jawi, Pulau Pinang						

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Company	Description of approval / licence / permit	Authority	Licence / Reference no.	Issuance date / Expiry date	Major conditions imposed	Status of compliance
10.	BSB	Permit for diesel storage Licensed premise: No. 1328, Jalan Sungai Baong, Furniture Industrial Estate, 14200 Sungai Bakap, Pulau Pinang	MBSP	PRI/02/2022 0314/1152	25 November 2022 / 31 December 2023	- Application for renewal to be submitted to MBSP at least 3 months prior to the expiry date.	Noted
11.	BSB	Business premises license for the manufacturing of wooden pallets, boxes and crates and storage Licensed premise: 2619, Lorong Perusahaan 8, Kawasan Perindustrian Prai, 13600 Perai, Penang	MBSP	PRI/02/2022 0407/5691	30 November 2022 / 31 December 2023	- Application for renewal to be submitted to MBSP at least 3 months prior to the expiry date.	Noted
12.	BSB	Business premises license for storage, office and packing of wooden crates Licensed premise: No. 336, Jalan Pekeliling Tanjung 27/2, Kawasan Perindustrian Indahpura, 81000 Kulai, Johor	Kulai City Council	L2022149328	1 January 2022 / 31 December 2022 ⁽³⁾	- Nil	N/A

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Company	Description of approval / licence / permit	Authority	Licence / Reference no.	Issuance date / Expiry date	Major conditions imposed	Status of compliance
13.	BSB	Registered Direct User for import/export matters	Royal Malaysian Customs Department ("RMCD")	KE.PB(39)00 1/04- 0477(51A)P D 0474 JD 1280	16 March 2022 / 15 March 2024	<ul style="list-style-type: none"> - Any release of goods from the customs can only be for BSB. - Any customs declarations must be made by the authorised company's staff, who have passed the Customs Agent Course, through the software system installed in its business premises. - BSB must have a front-end system in its premise for the purposes of customs declaration. - BSB must submit a list of names, national registration identity card no., designation and signatures of all employees that will be dealing with RMCD. - Approval to be a Direct User as a Direct User can be revoked if the BSB or its employees are found to be involved in customs fraud, smuggling and embezzlement activities. 	Complied Complied Complied Complied
14.	BSB	Operator license	Land Public Transport Commission ("SPAD")	186695-U(LA)	15 June 2020 / 30 October 2025	-	N/A

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Company	Description of approval / licence / permit	Authority	Licence / Reference no.	Issuance date / Expiry date	Major conditions imposed	Status of compliance
15.	BSB	Operator license	SPAD	186695-U(LC)	15 March 2021 / 25 August 2023	-	N/A
16.	BSB	Malaysian Heat Treatment Accreditation Scheme	Department of Agriculture	MY 016 HT	8 September 2021 / 30 September 2023	-	N/A
17.	BSB	Permit for scheduled controlled items to purchase and store 20,000 litres of unsubsidised diesel	Ministry of Domestic Trade and Consumer Affairs	P002355	30 November 2021 / 29 November 2023	- To store scheduled controlled items at the address specified in the permit only. - The storage or possession of the scheduled controlled items shall not exceed the quantity specified in the permit.	Complied
		Licensed premise: No. 1328, Jalan Sungai Baong, Furniture Industrial Estate, 14200 Sungai Bakap, Pulau Pinang				- The scheduled control items shall be purchased for personal use and not for resale purposes.	Complied
18.	BV	Registration of business line for the manufacture of other products of wood; manufacture of articles of cork, straw i.e. Producing wooden pallets, wooden and boxes	Business Registration Office, Department of Planning and Investment	VSIC Code 1623	1 April 2019 / N/A	- Permit renewal must be submitted 30 days prior to expiration. - BV will satisfy general obligations with regards to fire fighting and environment protection.	Noted Complied

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Company	Description of approval / licence / permit	Authority	Licence / Reference no.	Issuance date / Expiry date	Major conditions imposed	Status of compliance
19.	BV	Registration of business line for the manufacture of wooden containers i.e. all kinds of wooden packaging	Business Registration Office, Department of Planning and Investment	VSIC Code 1629	1 April 2019 / N/A	- BV will satisfy general obligations with regards to fire fighting and environment protection.	Complied
20.	BV	Registration of business line for non-specialised wholesale trade i.e. exercising the right of export, import, and wholesale distribution of plastic pallets, metal pallets, foam packaging materials, plywood of all kinds	Business Registration Office, Department of Planning and Investment	VSIC Code 4690	4 February 2021 / N/A	- Nil	Complied

Notes:

(1) Our Group has submitted an application to MIDA vide a letter dated 21 February 2022 (acknowledged receipt on 2 March 2022) to request for an extension of time to comply with this condition. We received an approval letter from MITI dated 3 June 2022 for an extension of time until 31 December 2022 to comply with this condition. By way of a circular dated 18 July 2022, MITI provided an extension of time to all licence holders which are subject to this condition to comply with the same by 31 December 2024. Please refer to Section 6.9.1(i) of this Prospectus for further information.

(2) The manufacturing license of BPSB was obtained in 2007 for the manufacturing of presswood pallets. The Group had decided to cease the manufacturing activities of BPSB in 2013 due to the low demand for presswood pallets from the market.

6. INFORMATION ON OUR GROUP (Cont'd)




- (3) Our Group was informed by the relevant authority that the application for renewal will only be open for submission in December 2022. Our Group will submit the renewal application in December 2022. This renewal process is administrative in nature and our Group expects to obtain the renewed licence prior to the expiry of the licence.

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6. INFORMATION ON OUR GROUP (Cont'd)

6.4.14 Intellectual property rights, patents, trademarks and registrations

Save as disclosed below, our Group does not have any patents, trademarks, registration and other intellectual property rights:

No.	Trademark	Registered owner	Application no.	Authority	Validity period	Class	Description
1.		BSB	2017061698	Intellectual Property Corporation of Malaysia ("MyIPO")	22 June 2017 to 22 June 2027	20	Loading pallets, not of metal, transport pallets, not of metal; all included in Class 20.
2.		BSB	2017061704	MyIPO	22 June 2017 to 22 June 2027	35	The bringing together, for the benefit of others, of a variety of goods (including but not limited to pallets and related products), enabling customers to conveniently view and purchase those goods in a retail stores, wholesale outlets, or from a general merchandise web site provided on the global communication network; presentation of goods on communication media, for retail purposes; advertising; distribution of samples; import-export agencies; marketing; publicity; demonstration of goods; business inquiries; business information; on-line advertising on a computer network; all included in Class 35.
3.		BSB	2017061708	MyIPO	22 June 2017 to 22 June 2027	39	Packaging of goods; courier services messages or merchandise; delivery of goods; freight shipping of goods; storage of goods; parcel delivery; all included in Class 39.

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Trademark	Registered owner	Application no.	Authority	Validity period	Class	Description
4.		BV	395657	National Office of Intellectual Property of the Ministry of Science and Technology of Vietnam	11 July 2019 to 11 July 2029	20	Loading pallets, not of metal; transport pallets, not of metal
5.		BV	395657	National Office of Intellectual Property of the Ministry of Science and Technology of Vietnam	11 July 2019 to 11 July 2029	35	Retail stores services featuring cable transport apparatus and installations; wholesale services featuring cable transport apparatus and installations; advertising; distribution of samples; import-export agencies; publicity; demonstration of goods; on-line advertising on a computer network
6.		BV	395657	National Office of Intellectual Property of the Ministry of Science and Technology of Vietnam	11 July 2019 to 11 July 2029	39	Packaging of goods; courier services (messages or merchandise); delivery of goods; freight (shipping of goods); storage of goods; parcel delivery.

6. INFORMATION ON OUR GROUP (Cont'd)

Our Group is currently applying for the registration of the following trademark with MyIPO:

Trademark	Application no.	Class/ Description	Place of registration	Status
	TM2022030691	<p>20: Containers, packages and pallets of plastic for storage or transport; packaging containers, transport containers, transport pallets, pallet containers, loading pallets, pallet frames, closures for containers, valves, storage containers, racks, barrels, storage drums, boxes, crates, shipping and storage boxes, mailing tubes, letter boxes, medication containers, lining material of plastic, containers of plastic for glass.</p> <p>35: Advertising; business management, organization and administration; office functions; warehouse management services; warehouse management namely, outsource service provider in the field of business operation and management of a distribution center or warehouse facility containing mail order or distribution inventory; business management and consultation services, namely, the control, management, computerized and manual tracking, and reporting of inventory and goods in transit; supply chain management services; reverse logistics management services; reverse logistics services, namely, business consulting services related to reverse logistics; warehouse management services, namely, inventory management services, inventory control services, order fulfillment services; business consultation in the field of transportation of goods, distribution of goods, and management thereof; business consultation in the field of operations management services, logistics, reverse logistics, and supply chain systems; customer services in the nature of providing sales support for others, namely, confirming and filling customer orders and receiving, processing, and handling merchandise returns.</p>	Malaysia	Pending ⁽¹⁾

6. INFORMATION ON OUR GROUP (Cont'd)

39: Supply chain logistics and reverse logistics services consisting of the storage, transportation and delivery of goods for others by air, rail, ship or lorry; Logistics services consisting of the storage and transportation of goods; logistics services consisting of the storage, transport and delivery of goods; logistics services consisting of the transport and warehousing of goods; logistics services consisting of the transportation, packaging, and storage of goods; supply chain logistics and reverse logistics services consisting of the storage, transportation and delivery of freight; supply chain logistics and reverse logistics services consisting of the storage, transportation and delivery of goods for others by air, rail, ship or truck; transportation and storage services relating to storage logistics, distribution logistics and returns logistics; transportation logistics; arranging for the shipping of cargo; container leasing for the shipping industry; freight (shipping of goods); international air freight shipping services; international ocean freight shipping services; packing of goods using sustainable or biodegradable packaging and shipping materials; parcel shipping services.

Note:

- (1) The trademark application is under formality validation whereby MyIPO is in the process of verifying the documents and information submitted. Subject to this trademark fulfilling all the requirements under the Trademarks Act 2019, the trademark is expected to be registered by MyIPO within 8 to 12 months from the date of application on 15 November 2022.

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6. INFORMATION ON OUR GROUP (Cont'd)

6.4.15 Contracts / arrangements / documents on which our Group is materially dependent

Save for the master supply agreement between our Group and one of our major customers, namely the First Solar Group of Companies ("**First Solar**") ("**Master Supply Agreement**"), our Group is not dependant on any material contracts or agreements including commercial and financial contracts or arrangements, which are material to our business or profitability.

The Master Supply Agreement is for the supply of boxes and crates to First Solar for Malaysia and Vietnam. The salient terms and conditions of the Master Supply Agreement are set out below:

Date of agreement : 1 October 2022

Description : The Master Supply Agreement sets out the general terms and conditions governing the supply of products by our Group to First Solar for the First Solar's production of solar photovoltaic modules.

The product supply schedule(s) which sets out, among others, the description of products, specifications, schedule term, minimum volume obligation, unit price, currency, payment terms, buffer stock and safety stock required, delivery terms and schedule as well as forecast, are deemed part of the Master Supply Agreement ("**Schedule(s)**").

Term : The Master Supply Agreement is effective from 1 October 2022 and expires on 31 December 2025, unless terminated earlier ("**Term**").

Forecast and supply obligations : (a) Any portion of First Solar's forecast ("**Forecast**") stated to be binding in the Schedule constitutes First Solar's commitment to accept delivery of or place a purchase order for such product in the quantities set out in the Forecast during the corresponding time period, and our Group's commitment to accept such purchase order or deliver such products during the corresponding period.

(b) Any non-binding portion of a Forecast constitutes an estimate of order placements or First Solar's demand for products. First Solar is not obligated to purchase products contained in a non-binding portion of a Forecast.

(c) The actual volume of products to be purchased each month by First Solar shall be set out in the applicable Schedule. Our Group shall maintain the capacity to manufacture the products in amounts sufficient to meet any Forecast.

Raw materials inventory requirements : (a) At all times during the Term and if required in a Schedule, our Group shall maintain an inventory of raw materials dedicated to the manufacture of products to First Solar in amounts sufficient to ensure that our Group has eliminated any lead times for the procurement of raw materials necessary to satisfy the non-binding requirements set out in each Forecast ("**Buffer Stock**").

(b) If our Group is obligated to maintain Buffer Stock pursuant to a Schedule, our Group shall also maintain safety stock of raw materials equal to one month of First Solar's requirements ("**Safety Stock**").

6. INFORMATION ON OUR GROUP (Cont'd)

- Our Group's rights in respect of Buffer Stock and Safety Stock : (a) If First Solar fails to issue purchase orders sufficient to consume the Buffer Stock or Safety Stock prior to the termination of any applicable Schedule, our Group may allocate the Buffer Stock to any non-First Solar dedicated use. If our Group is unable to use the Buffer Stock or Safety Stock, our Group shall use all commercially reasonable steps to mitigate any of our Group's damages.
- (b) First Solar will pay our Group damages equal to the purchase price paid by our Group for all Buffer Stock or Safety Stock that could neither be used or sold by our Group subsequent to any termination.
- Termination : In the event that either party has materially breached the Master Supply Agreement or any Schedule, the other party may serve a notice of termination of the Master Supply Agreement or of such Schedule specifying the nature of the breach. Unless the breaching party has cured the breach, the termination will become effective 30 days after the date of such notice.
- If a Schedule (but not the Master Supply Agreement) is terminated, all other Schedules which are not terminated and the Master Supply Agreement shall remain in full force and effect.
- Other obligations of our Group : If our Group sells or offers to sell products substantially similar or identical to the products sold to First Solar upon terms more favourable than those set forth in the Master Supply Agreement, our Group shall provide prompt notice to First Solar and the applicable Schedule shall be modified to reflect the more favourable terms. Our Group will refund First Solar an amount equal to the savings First Solar would have realised if First Solar had been offered the more favourable terms.

6.4.16 Interruptions to our business and operations

Save for minor interruptions to our operations arising from COVID-19 pandemic as detailed below, our Group had not experienced any other interruptions in our operations which had a significant effect on our operations during the past 12 months preceding the LPD.

(a) Impact on our business operations

Our business and operations faced minor temporary interruption pursuant to the outbreak of the COVID-19 virus in the countries we operate in and transact. Details are as follows:

Malaysia operations

Our business and operations faced temporary interruption pursuant to the COVID-19 outbreak. The imposition of the 1st MCO effective on 18 March 2020 to 3 May 2020 by the Government to contain the spread of the virus resulted in mandatory closure of all government and private premises, except those involved in essential services, unless written permission was obtained from the relevant governmental bodies. Nevertheless, as we are supporting the logistics industry which was categorised as essential services, our Group obtained an approval letter from MITI to operate but at a capacity of 50% of our Group's total workforce as per the SOP set out by MITI.

Subsequent to that, the Government had implemented different forms of MCOs from 4 May 2020 until 31 May 2021. While our Group was allowed to operate, we were required to comply with the changes in the SOP outlined by MITI throughout the period.

6. INFORMATION ON OUR GROUP (Cont'd)

Following the resurgence of COVID-19 cases in the first half of 2021, the Government had implemented a 4-phase recovery plan, known as the National Recovery Plan (“NRP”), which is a re-imposition of nationwide lockdown beginning 1 June 2021. The phases of NRP varies from one state to another, subject to the Government’s announcement. Beginning 5 July 2021, states with lower record of COVID-19 cases were allowed to enter into Phase-2 NRP with further relaxation of economic activities and states which achieved certain threshold of vaccination rate or recorded cases were allowed to enter into Phase-3 NRP and Phase-4 NRP. Our Group has been allowed to operate throughout the 4 phases of NRP, however, we are required to comply with the SOP outlined by MITI throughout the period.

From 20 July 2021 to 25 July 2021, the office of our Sungai Bakap Factory was temporarily closed for disinfection as instructed by the Ministry of Health Malaysia (“KKM”) due to 23 positive cases amongst our employees in Sungai Bakap Factory. Nevertheless, our manufacturing area in Sungai Bakap Factory was allowed to continue operating.

Subject to the development of the COVID-19 situation, we increased our workforce up to full workforce capacity as and when the situation allowed and/or when approved by MITI. By August 2021, all of our employees were fully vaccinated and we operate at full workforce capacity.

Beginning 1 April 2022, Malaysia entered into the “Transition to Endemic” phase. Among the relaxed rules and SOP include the abolishment of restrictions on business operating and the abolishment of limits on the number of personnel allowed in workplace. The operations at our headquarters and factories were not impacted by the enforcement of the “Transition to Endemic” phase.

Vietnam operations

On 30 March 2020, the government of Vietnam declared COVID-19 as a national pandemic and implemented a nationwide lockdown on 1 April 2020. The nationwide lockdown measures include restricting and prohibiting people from leaving their homes, self-isolations and travel bans, as well as control measures for businesses to observe, effective from 1 April 2020 to 15 April 2020. Nevertheless, the operations of BV were not affected as factories in Vietnam were allowed to operate during the period of the lockdown while complying with the control measures issued by the Ministry of Health, Vietnam. Nevertheless, all administrative functions in BV were required to work from home and the workforce capacity was given priority to the workers in the manufacturing facility.

Following the resurgence of COVID-19 cases in July 2021, the Ministry of Labour, Invalids and Social Affairs, the Vietnam General Confederation of Labour and the Vietnam Chamber of Commerce and Industry jointly advised enterprises to implement the (i) three-on-the-spot temporary arrangement which requires enterprises to allocate accommodation, medical establishments and canteen in their facility for employees to eat, sleep and work in the facility or (ii) one-route temporary arrangement which allows enterprises to allocate accommodation separate from the place of work, however, company buses must be arranged for the workers commuting between both places. From July 2021 to October 2021, we set up accommodation, medical establishments and canteen in our Vietnam Factory in accordance with the relevant requirement by the authorities and as such our operations in Vietnam were not affected. The temporary arrangements were subsequently removed in October 2021.

Although Vietnam has not considered COVID-19 to be an endemic disease, there has been no further restrictions imposed on our operations in Vietnam up to date.

6. INFORMATION ON OUR GROUP (Cont'd)**(b) Impact on sales, delivery and receipt of supplies**

Since the outbreak of COVID-19 in March 2020, our sales activities have been able to continue to be carried out through online meetings so we have not faced any major disruption for our sales and marketing activities. Although we experienced occasional short term reduction in our sales volume as detailed below, we were able to secure more sales and recorded higher growth in our revenue for the FYE 2020 and FYE 2021:

- During the MCO period, we faced a short term lower sales volume due to the requirement to reduce our workforce capacity in our factories in Malaysia that resulted in lower manufacturing capacity. Further, some of our customers (primarily customers for boxes and crates) were not allowed to operate.

While we faced temporary supply disruptions and delays in the receipt of wood materials due to the movement restrictions imposed by various countries and disruptions in logistics, we have sufficient inventory of wood materials, especially engineered wood. Hence, the temporary supply disruptions and delays did not cause any major or prolonged disruptions to our manufacturing and delivery schedule as we placed orders for our wood materials in-advance in anticipation of the movement restrictions.

Further, we focused on the sale and manufacturing of industrial packaging products made from engineered wood which are higher value products and require lesser amount of labour. There was no delay in order delivery to our customers which were operating during this period.

- During the Phase-1 NRP up to August 2021 of the Phase-2 NRP, we also faced a short term lower sales volume due to the requirement to reduce our workforce capacity in our factories in Malaysia that resulted in lower manufacturing capacity. Further, we faced temporary disruption of supplies as some of our local suppliers for natural wood were also not allowed to operate, causing the reduction of sales for industrial packaging products made from local natural wood.

Similarly, we focused on the sale and manufacturing of industrial packaging products made from engineered wood which are higher value products and require lesser amount of labour. There was no delay in order delivery to our customers which were operating during this period.

Further, there were no material impact on our sales, delivery and receipt of supplies upon the enforcement of the "Transition to Endemic" phase beginning 1 April 2022.

The sales, delivery and receipt of supplies for our Vietnam factory were not affected.

(c) Impact on our business cash flows, liquidity, financial position and financial performance

Despite the slight reduction of sales volume during the MCO period, Phase-1 NRP up to August 2021 of the Phase-2 NRP, our sales volume increased after these movement restrictions as our customers resumed their operations and increased their purchase orders. Hence, we were able to record higher revenue growth and there was no negative impact to our revenue recognition for the FYE 2020 and FYE 2021.

Further, there was no material impact on our cash flows, liquidity, financial position and financial performance upon the enforcement of the "Transition to Endemic" phase beginning 1 April 2022.

6. INFORMATION ON OUR GROUP (Cont'd)

(d) Strategy and steps taken to address the impact of COVID-19

In response to the COVID-19 pandemic, our Group has established a standard safety protocol to protect employees and customers against COVID-19 infection since March 2020 until prior to beginning of endemic. Measures in the standard safety protocol include:

- (i) Wearing of face masks at work places;
- (ii) Daily taking and recording of body temperature before entering the work places;
- (iii) Sanitising hands before entering work places and all employees are encouraged to sanitise and wash their hands with soap and water frequently throughout the day;
- (iv) Sanitising all common areas of work places in the office and production area;
- (v) Practising physical distancing at work places;
- (vi) Avoidance of unnecessary travels and face-to-face meetings, where possible;
- (vii) Fortnight saliva rapid antigen test for all employees for Malaysia operations; and
- (viii) Weekly rapid antigen test for all employees for Vietnam operations.

Further, in the event of any reported COVID-19 cases, that particular employee will also be required to undergo self-quarantine as per the standard guidelines issued by KKM and the Ministry of Health, Vietnam from time to time prior to being allowed to resume work in our business premises.

Notwithstanding the above, our Group had put in place a business contingency plan in the event of any infection cases at our business premises where each employee was assigned with a relief person for their tasks. Both personnel in-charge were not allowed to make any external appointments or business trips together to mitigate the risk of infection as well as to ensure that there is a person to back up the tasks in the case of a confirmed infection or suspected infection.

As Malaysia enters into the endemic phase since April 2022, our Group currently practices the following standard safety protocol:

- (i) Wearing of face masks at work places;
- (ii) Increase ventilation where possible;
- (iii) Employees are encouraged to sanitise and wash their hands with soap and water frequently throughout the day; and

Further, our Group currently practices the following standard safety protocol in Vietnam:

- (i) Wearing of face masks at work places;
- (ii) Increase ventilation where possible; and
- (iii) Employees are encouraged to sanitise and wash their hands with soap and water frequently throughout the day.

Up to the LPD, there were 145 confirmed cases of COVID-19 among our employees in Malaysia and Vietnam.

To comply with the SOPs imposed since March 2020 and up to the LPD, our Group has incurred additional costs amounting to RM0.70 million, which is not material to our Group. Our Group has also not been in breach of any laws relating to COVID-19 restrictions and/or SOPs issued by the relevant authorities. Our Group did not participate in wage subsidy programmes initiated by the Government to cushion the economic impact of COVID-19.

6.4.17 Seasonality

Our operations are not affected by seasonal effects as our products and services are provided to our customers which generally operate throughout the year.

6. INFORMATION ON OUR GROUP (Cont'd)**6.4.18 Employees**

As at 31 December 2021, we employ a total of 298 employees, of which 138 are permanent local employees, 15 are contractual local employees and 145 are contractual foreign employees. The table below sets out the breakdown of our employees by business function or department and countries:

Department/ Division	Permanent		Contract/ temporary		Total
	Local	Foreign	Local	Foreign	
Administration, finance and human resource	14	-	-	-	14
Account management/ sales and marketing	8	-	-	-	8
Production	62	-	12	130	204
Storage and logistics	35	-	-	14	49
Quality assurance and quality control	15	-	3	1	19
Sourcing and procurement	4	-	-	-	4
Total	138	-	15	145	298

Country	Permanent		Contract/ temporary		Total
	Local	Foreign	Local	Foreign	
Malaysia	117	-	5	145	267
Vietnam	21	-	10	-	31
Total	138	-	15	145	298

As at 31 December 2021, local employees accounted for approximately 51.34% of our total workforce while the remaining 48.66% were foreign workers.

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6. INFORMATION ON OUR GROUP (Cont'd)

To cater for upcoming business expansion plan and expected increase in revenue, we had increased the workforce mainly for our production. As at the LPD, we employ a total of 366 employees, of which 177 are permanent local employees, 18 are contractual local employees and 171 are contractual foreign employees. The table below sets out the breakdown of our employees by business function or department and countries:

Department/ Division	Permanent		Contract/ temporary		Total
	Local	Foreign	Local	Foreign	
Administration, finance and human resource	17	-	-	-	17
Account management/ sales and marketing	14	-	-	-	14
Production	90	-	15	158	263
Storage and logistics	34	-	-	12	46
Quality assurance and quality control	18	-	3	1	22
Sourcing and procurement	4	-	-	-	4
Total	177	-	18	171	366

Country	Permanent		Contract/ temporary		Total
	Local	Foreign	Local	Foreign	
Malaysia	157	-	6	171	334
Vietnam	20	-	12	-	32
Total	177	-	18	171	366

As at the LPD, local employees accounted for approximately 53.28% of our total workforce while the remaining 46.72% were foreign workers. All our foreign workers have valid working permits as at the LPD, which are renewable periodically. Save for 31 of our employees in Vietnam who voluntarily participated in a trade union which was established pursuant to the Vietnamese Law on Trade Union 2012, none of our employees, whether permanent or contractual, belong to any labour union or internal employee organisation. In the Financial Years and Period Under Review and up to the LPD, we have not experienced any strikes or other disruptions due to labour disputes. In addition, our management has had and will continue to have good working relationships with our employees.

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6. INFORMATION ON OUR GROUP (Cont'd)

6.5 MAJOR CUSTOMERS

Our top five major customers and their respective revenue contribution for the past 3 FYEs 2019 to FYE 2021 and FPE 2022 are as follows:

FYE 2019

Customer	Products provided	Length of relationship as at the LPD (years) ⁽¹⁾	Sales (RM '000)	% of our Group's revenue
First Solar Group of Companies ⁽²⁾	Boxes and crates	13	27,701	41.78
Jinko Solar Group of Companies ⁽³⁾	Pallets	5	9,571	14.44
Robert Bosch Group of Companies ⁽⁴⁾	Pallets	18	3,317	5.00
Danisco Malaysia Sdn Bhd ⁽⁷⁾	Pallets	13	2,727	4.11
Panasonic Energy Group of Companies ⁽⁵⁾	Pallets	9	2,405	3.63
Sub-total			45,721	68.96
Total revenue			66,304	100.00

FYE 2020

Customer	Products provided	Length of relationship as at the LPD (years) ⁽¹⁾	Sales (RM '000)	% of our Group's revenue
First Solar Group of Companies ⁽²⁾	Boxes and crates	13	50,948	57.70
Jinko Solar Group of Companies ⁽³⁾	Pallets	5	10,728	12.15
Robert Bosch Group of Companies ⁽⁴⁾	Pallets	18	3,192	3.61
Danisco Malaysia Sdn Bhd ⁽⁷⁾	Pallets	13	2,369	2.68
Customer A ⁽⁶⁾	Boxes, crates and pallets	21	2,098	2.38
Sub-total			69,335	78.52
Total revenue			88,305	100.00

FYE 2021

Customer	Products provided	Length of relationship as at the LPD (years) ⁽¹⁾	Sales (RM '000)	% of our Group's revenue
First Solar Group of Companies ⁽²⁾	Boxes and crates	13	71,832	59.40
Jinko Solar Group of Companies ⁽³⁾	Pallets	5	14,894	12.32
Customer A ⁽⁶⁾	Boxes, crates and pallets	21	4,445	3.67
Danisco Malaysia Sdn Bhd ⁽⁷⁾	Pallets	13	3,164	2.62
Robert Bosch Group of Companies ⁽⁴⁾	Pallets	18	3,062	2.53
Sub-total			97,397	80.54
Total revenue			120,924	100.00

6. INFORMATION ON OUR GROUP (Cont'd)

FPE 2022

Customer	Products provided	Length of relationship as at the LPD (years) ⁽¹⁾	Sales (RM '000)	% of our Group's revenue
First Solar Group of Companies ⁽²⁾	Boxes and crates	13	46,428	55.39
Jinko Solar Group of Companies ⁽³⁾	Pallets	5	10,162	12.12
Customer A ⁽⁶⁾	Boxes, crates and pallets	21	4,108	4.90
Celestica Electronics (M) Sdn Bhd ⁽⁸⁾	Boxes and crates	2	2,604	3.11
Flextronics Group of Companies ⁽⁹⁾	Pallets	21	1,838	2.19
	Sub-total		65,140	77.71
	Total revenue		83,824	100.00

Notes:

- (1) Length of business relationship with our major customers is calculated based on the commencement date of our first business transaction with these customers up to the LPD.
- (2) First Solar Group of Companies comprises First Solar Malaysia Sdn Bhd and First Solar Vietnam Manufacturing Co Ltd which are involved in the manufacturing and sale of solar electric power modules and systems
- (3) Jinko Solar Group of Companies comprises Jinko Solar Technology Sdn Bhd, Jinko PV Material Supply Sdn Bhd and Jinko Solar (Malaysia) Sdn Bhd (for the FYE 2021 only) which are involved in the manufacturing, sale, research and development of solar cells, modules and related auxiliary products.
- (4) Robert Bosch Group of Companies comprises Robert Bosch Power Tools Sdn Bhd and Robert Bosch (M) Sdn Bhd which are involved in the manufacturing of automotive parts and accessories, and power tool components, parts and accessories.
- (5) Panasonic Energy Group of Companies comprises Panasonic Energy Malaysia Sdn Bhd, Panasonic Automotive Systems Malaysia Sdn Bhd and Sun Everywhere Sdn Bhd which are involved in the manufacturing of car audio products, solar panel, wafers, cells and modules.
- (6) Customer A is a company incorporated in Malaysia that is involved in electronic manufacturing services. Customer A is a subsidiary of a multinational company which is involved in electronic manufacturing services which is listed on the New York Stock Exchange.
- (7) Danisco Malaysia Sdn Bhd is involved in the manufacturing of food ingredients.

6. INFORMATION ON OUR GROUP (Cont'd)

(8) Celestica Electronics (M) Sdn Bhd is a wholly-owned subsidiary of Celestica Inc, a company listed on the Toronto Stock Exchange and New York Stock Exchange, which is involved in design and manufacturing of hardware platform and supply chain solutions. Its services include design and engineering, manufacturing services, supply chain services, hardware platform solutions, precision machining as well as logistics and fulfilment. Its industry coverage includes enterprise, communications, aerospace and defence, consumer, industrial and smart energy, healthcare, capital equipment and robotics.

(9) Flextronics Group of Companies comprises Flextronics Shah Alam Sdn Bhd and Flextronics Technology (Penang) Sdn Bhd which are involved in design, manufacturing solutions (e.g. automation and robotics, manufacturing optimisation, mechanical design and manufacturing, precision plastics, etc) and supply chain logistics. It is part of a global company, Flex Inc, which is listed on NASDAQ. Flex Inc's industry coverage includes automotive, cloud computing, communications, consumer electronics and smart devices, healthcare equipment and industrial equipment and robotics.

For the past 3 FYEs 2019 to FYE 2021 and FPE 2022, our top 5 major customers contributed RM 45.72 million, RM 69.34 million, RM97.40 million and RM65.14 million to our Group's total revenue (or 68.96%, 78.52%, 80.54% and 77.71% of our Group's total revenue).

We are dependent on one of our major customers, namely First Solar Group of Companies ("First Solar") which we supplied boxes and crates to. First Solar contributed 41.78%, 57.70%, 59.40% and 55.39% to our total revenue for the past 3 FYEs 2019 to FYE 2021 and FPE 2022, respectively. For the past 3 FYEs 2019 to FYE 2021 and FPE 2022, First Solar Malaysia Sdn Bhd ("First Solar Malaysia") contributed 32.66%, 29.63%, 37.87% and 36.78% to our Group's total revenue and First Solar Vietnam Manufacturing Co Ltd ("First Solar Vietnam") contributed 9.12%, 28.07%, 21.53% and 18.61% to our Group's total revenue.

Further, First Solar Vietnam is our sole customer in Vietnam which contributed 100% of our revenue generated from Vietnam operations for the past 3 FYEs 2019 to FYE 2021 and FPE 2022. If First Solar ceases to purchase from us, we may experience reduction in purchase orders which could result in a loss of revenue, given that we may not be able to replace these customers with new customers or with additional orders from existing customers in a timely manner. Our Board expects the concentration risk to be mitigated by the following:

- (i) our Group has secured 2 new customers in Malaysia in the FYE 2022 (for boxes and crates) which is expected to contribute up to 5.00% to the total revenue of our Group for the FYE 2022 based on the indication and forecasted allocation provided by the customer according to its production planning and our Group's budgeted sales for the FYE 2022. As such, the contribution from First Solar will be diluted accordingly;
- (ii) our Group is an approved supplier of First Solar, whereby our Group has complied with stringent supplier selection processes prior to being admitted to the list of approved suppliers;
- (iii) First Solar will provide us with up to 12 months forecast on their demand for our industrial packaging products which allow us to plan for our inventory and manufacturing in advance. The forecast provided by First Solar is not secured orders; however based on historical trend, the forecast provided is reflective of actual sales secured with First Solar; and

6. INFORMATION ON OUR GROUP (Cont'd)

- (iv) First Solar has been our customer for the past 13 years. We believe that our long-term relationship and our ability to continuously meet their expectation over the years have made us a trusted supplier to First Solar.

On 1 October 2022, our Group has entered into a Master Supply Agreement with First Solar for the supply of boxes and crates to First Solar for Malaysia and Vietnam. The Master Supply Agreement is effective from 1 October 2022 and expires on 31 December 2025, unless terminated earlier, and it sets out the general terms and conditions governing the supply of products by our Group to First Solar for the First Solar's production of solar photovoltaic modules. The Master Supply Agreement comprises the product supply schedule(s) which are valid for the respective terms as set out in the product supply schedules. Each product supply schedule sets out, among others, the description of products, specifications, schedule term, minimum volume obligation, unit price, currency, payment terms, buffer stock and safety stock required, delivery terms and schedule as well as forecast. The forecast to be provided by First Solar will be a 1 year rolling forecast, provided on a monthly basis. Please see Section 6.4.15 of this Prospectus for further details of the Master Supply Agreement.

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6. INFORMATION ON OUR GROUP (Cont'd)

6.6 MAJOR SUPPLIERS

Our top five major suppliers for the purchase of materials for the past 3 FYEs 2019 to FYE 2021 and FPE 2022 are as follows:

FYE 2019

Supplier *	Products sourced	Length of relationship as at the LPD (years) ⁽¹⁾	Purchases (RM '000)	% of our Group's purchases
Supplier A ⁽²⁾	Engineered wood	5	7,639	18.30
Supplier B ⁽³⁾	Engineered wood	4	6,965	16.69
Supplier C ⁽⁴⁾	Engineered wood	3	3,090	7.40
Supplier D ⁽⁵⁾	Local natural wood	6	1,754	4.20
Supplier E ⁽⁶⁾	Engineered wood	3	1,533	3.67
Subtotal			20,981	50.26
Total purchases			41,747	100.00

FYE 2020

Supplier *	Products sourced	Length of relationship as at the LPD (years) ⁽¹⁾	Purchases (RM '000)	% of our Group's purchases
Supplier F ⁽⁷⁾	Engineered wood	3	9,577	15.68
Supplier C ⁽⁴⁾	Engineered wood	3	9,269	15.17
Supplier G ⁽⁸⁾	Engineered wood	4	6,320	10.34
Supplier B ⁽³⁾	Engineered wood	4	4,542	7.43
Supplier H ⁽⁹⁾	Engineered wood	3	3,701	6.06
Subtotal			33,409	54.68
Total purchases			61,102	100.00

FYE 2021

Supplier *	Products sourced	Length of relationship as at the LPD (years) ⁽¹⁾	Purchases (RM '000)	% of our Group's purchases
Supplier F ⁽⁷⁾	Engineered wood	3	18,629	22.62
Supplier G ⁽⁸⁾	Engineered wood	4	15,567	18.90
Supplier I ⁽¹⁰⁾	Engineered wood	3	8,960	10.88
Supplier C ⁽⁴⁾	Engineered wood	3	6,340	7.70
Supplier H ⁽⁹⁾	Engineered wood	3	2,480	3.01
Subtotal			51,976	63.11
Total purchases			82,359	100.00

6. INFORMATION ON OUR GROUP (Cont'd)

FPE 2022

Supplier *	Products sourced	Length of relationship as at the LPD (years) ⁽¹⁾	Purchases (RM '000)	% of our Group's purchases
Supplier G ⁽⁸⁾	Engineered wood	4	14,555	25.36
Supplier F ⁽⁷⁾	Engineered wood	3	10,992	19.15
Supplier J ⁽¹¹⁾	Engineered wood	3	6,727	11.72
Supplier K ⁽¹²⁾	Engineered wood	1	2,811	4.90
Supplier C ⁽⁴⁾	Engineered wood	3	2,606	4.54
Subtotal			37,691	65.67
Total purchases			57,403	100.00

Notes:

* Our Group does not intend to disclose the names of major suppliers in the Prospectus as this is our Group's competitive edge. Our Group had invested substantial amount of time and resources over the years to source for suitable and reliable suppliers who can meet our requirements (in terms of product and service quality, delivery time and pricing) and subsequently work closely with the suppliers, in terms of knowledge sharing and site visits to our suppliers' production lines, to enhance the quality of the materials based on the quality requirements of our Group's industrial packaging products. Disclosing the list of our major suppliers will allow our competitors to easily identify such suppliers or to obtain information pertaining to our purchase requirements (as there is no non-disclosure agreement entered into with our major suppliers that prohibits our major suppliers to disclose our information to other parties), which we believe will adversely affect our Group's competitive edge.

- (1) Length of business relationship with our major suppliers is calculated based on the date of our first business transaction with these suppliers up to the LPD.
- (2) Supplier A is a manufacturer of engineered wood in China and it is not listed on any stock exchange. It was established in 2011, and its operations are located in Shandong Province.
- (3) Supplier B is a manufacturer of engineered wood in China and it is not listed on any stock exchange. It was established in 2018, and its operations are located in Shandong Province.
- (4) Supplier C is a manufacturer of engineered wood in Vietnam and it is not listed on any stock exchange. It was established in 2002, and its office and factory are located in Hanoi.
- (5) Supplier D is a manufacturer of wooden pallet in Malaysia and it is not listed on any stock exchange. It was established in 2014, and its operations are located in Penang.

6. INFORMATION ON OUR GROUP (Cont'd)

- (6) Supplier E is a trading company for engineered wood in Singapore. It is a wholly owned subsidiary and the trading arm of a company listed on Singapore Stock Exchange. The listed company was established in 1977, and has operations in Singapore, Malaysia (Johor and Selangor), China and Vietnam.
- (7) Supplier F is a manufacturer of engineered wood in Vietnam and it is not listed on any stock exchange. It was established in 2009, and its headquarters is located in Hanoi.
- (8) Supplier G is a manufacturer of engineered wood in Vietnam and it is not listed on any stock exchange. It was established in 2016, and its office and factories are located in Hanoi and Langson province.
- (9) Supplier H is a manufacturer of engineered wood in China and it is not listed on any stock exchange. It was established in 2018, and its operations are located in Shandong Province.
- (10) Supplier I is a manufacturer of engineered wood in Vietnam and it is not listed on any stock exchange. It was established in 2017, and its headquarters and factories are located in Phu Tho.
- (11) Supplier J is a manufacturer of plywood, veneer and engineered wood in Vietnam and it is not listed on any stock exchange. It has been in operations since 2006, and its operations are located in Ninh Binh, Yen Bai, Phu Tho and Hanoi.
- (12) Supplier K is a manufacturer of plywood (including engineered wood) and wooden broom handle in Vietnam and it is not listed on any stock exchange. It was established in 2011, and its operations are located in Hanoi.

We are not dependent on any of our top 5 major suppliers as we are able to source the same supplies from alternative suppliers at similar prices.

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6. INFORMATION ON OUR GROUP (Cont'd)

6.7 PROPERTIES, PLANT AND EQUIPMENT

6.7.1 Properties owned

A summary of the material land and buildings owned by our Group for our operations as at the LPD is as follows:

No.	Registered / Beneficial owner	Title details / Property address	Description and existing use	Category of land use / Tenure of property	Restrictions in interest / Express condition / Material encumbrance(s)	Date of issuance of CF or CCC	Land / Built-up area (sq ft)	NBV as at 31 July 2022 RM'000
1.	BSB	HS(D) 8766, Lot 2492, Mukim 05, Daerah Seberang Perai Selatan, Negeri Pulau Pinang / No. 1328, Jalan Sungai Baong, Furniture storage and Industrial Estate, 14200 Sungai Bakap, Pulau Pinang	Industrial land with single-storey factory and double-storey office / Office, storage and manufacturing	Industrial / Freehold	<p>Restriction in interest: Nil</p> <p>Express condition: This land can be used for industrial purposes only</p> <p>Material encumbrances: i. Private caveat lodged by Hong Leong Islamic Bank Berhad on 15 October 2021 ii. Private caveat lodged by Hong Leong Bank Berhad on 15 October 2021 iii. Charged to Hong Leong Islamic Bank Berhad on 12 April 2022 iv. Charged to Hong Leong Bank Berhad on 12 April 2022</p>	16 June 1998 11 May 2022 (expansions to the Sungai Bakap Factory)	117,176 / 96,885	4,718

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Registered / Beneficial owner	Title details / Property address	Description and existing use	Category of land use / Tenure of property	Restrictions in interest / Express condition / Material encumbrance(s)	Date of issuance of CF or CCC	Land / Built-up area (sq ft)	NBV as at 31 July 2022 RM'000
2.	BPSB	HS(D) 8767, Lot 2493, Mukim 05, Daerah Seberang Perai Selatan, Negeri Pulau Pinang / No. 1403, Lorong Bakau 4, Taman Industri Perabot, Sungai Baong, 14200 Sungai Jawi, Pulau Pinang	Industrial land with single-storey factory / Office and storage	Industrial / Freehold	Restriction in interest: Nil Express condition: This land can be used for industrial purposes only	26 July 2007 11 May 2022 (expansions to the Sungai Bakap Factory)	117,176/ 58,318	2,091
					Material encumbrances: i. Private caveat lodged by Hong Leong Islamic Bank Berhad on 15 October 2021 ii. Private caveat lodged by Hong Leong Bank Berhad on 15 October 2021 iii. Charged to Hong Leong Islamic Bank Berhad on 12 April 2022 iv. Charged to Hong Leong Bank Berhad on 12 April 2022			

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Registered / Beneficial owner	Title details / Property address	Description and existing use	Category of land use / Tenure of property	Restrictions in interest / Express condition / Material encumbrance(s)	Date of issuance of CF or CCC	Land / Built-up area (sq ft)	NBV as at 31 July 2022 RM'000
3.	BTSB	HS(D) 8765, Lot 2491, Mukim 05, Daerah Seberang Perai Selatan, Negeri Pulau Pinang / No. 1417, Jalan Sungai Baong, Taman Industri Perabot, Sungai Baong, 14200 Sungai Jawi, Selangor	Industrial land with single-storey factory and double-storey office / Office and storage	Industrial / Freehold	Restriction in interest: Nil Express condition: This land can be used for industrial purposes only Material encumbrances: Nil	5 August 2011 11 May 2022 (expansions to the Sungai Bakap Factory)	54,014/ 36,344	1,546
4.	BSB	Geran No. Hakmilik 98345, Lot 2168, Mukim 05, Daerah Seberang Perai Selatan, Negeri Pulau Pinang / No. 49, Jalan Sungai Duri, Taman Seruling Emas, 14200 Sungai Jawi, Pulau Pinang	Double-storey shop office/ Vacant	Building / Freehold	Restriction in interest: Nil Express condition: This land can be used for business purposes only Material encumbrances: Charged to United Overseas Bank (Malaysia) Berhad on 6 January 2017	23 July 1998	1,399 / 2,800	116

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Registered / Beneficial owner	Title details / Property address	Description and existing use	Category of land use / Tenure of property	Restrictions in interest / Express condition / Material encumbrance(s)	Date of issuance of CF or CCC	Land / Built-up area (sq ft)	NBV as at 31 July 2022 RM'000
5.	BSB	HS(D) 37950, PT 3174, Mukim 01, Daerah Seberang Perai Tengah, Negeri Pulau Pinang / 2619, Lorong Perusahaan 8, Kawasan Perindustrian Prai, 13600 Perai, Penang	Industrial land with single-storey factory and double-storey office / Office and storage, intended to be used for assembling	Industrial / Leasehold of 60 years expiring on 9 April 2050	Restriction in interest: i. This land shall not be transferred, charged, leased or sub-leased or disposed of without the written consent of the state authority. ii. This land shall not be sub-divided.	8 June 2012	47,171 / 32,761	6,313

Express condition:

The registered proprietor subsequent to the Penang Development Corporation (PDC) shall:

- i. within 2 years from the transfer of property or such other period as may be prescribed by the state authority, erect a factory building or buildings on the land hereby leased in accordance with the plan approved

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Registered / Beneficial owner	Title details / Property address	Description and existing use	Category of land use / Tenure of property	Restrictions in interest / Express condition / Material encumbrance(s)	Date of issuance of CF or CCC	Land / Built-up area (sq ft)	NBV as at 31 July 2022 RM'000
					ii. by the local authority, and shall maintain the building or buildings to the satisfaction of the local authority; treat and dispose of, or cause to be treated or disposed of, trade effluents in a manner to the satisfaction of the relevant authorities;			
					iii. pay and discharge all taxes, rates, assessments and charges whatsoever which may be payable for the time being in respect of the land or any part thereof levied by the Seberang Perai City Council;			

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Registered / Beneficial owner	Title details / Property address	Description and existing use	Category of land use / Tenure of property	Restrictions in interest / Express condition / Material encumbrance(s)	Date of issuance of CF or CCC	Land / Built-up area (sq ft)	NBV as at 31 July 2022 RM'000
					<p>iv. ensure that 30% of the workers employed for the business on this land are Bumiputera.⁽¹⁾</p> <p>Material encumbrances:</p> <p>i. Private caveat lodged by Alliance Islamic Bank Berhad on 6 April 2022</p> <p>ii. Charged to Alliance Islamic Bank Berhad on 13 July 2022</p>			
6.	BSB	HS(D) 30953, PT 3050, Mukim 01, Daerah Seberang Perai Tengah, Negeri Pulau Pinang / 2611, Lorong Perusahaan 8, Kawasan Perindustrian Prai, 13600 Perai, Penang	Industrial land with single-storey factory and double-storey office / Intended to be used as office, storage, and assembling	Industrial / Leasehold of 60 years expiring on 6 December 2049	<p>Restriction in interest:</p> <p>i. This land shall not be transferred, charged, leased or sub-leased or disposed of without the written consent of the state authority.</p> <p>ii. This land shall not be sub-divided.</p>	8 June 2012	74,583 / 47,595	9,336

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Registered / Beneficial owner	Title details / Property address	Description and existing use	Category of land use / Tenure of property	Restrictions in interest / Express condition / Material encumbrance(s)	Express condition:	Date of issuance of CF or CCC	Land / Built-up area (sq ft)	NBV as at 31 July 2022 RM'000
						<p>The registered proprietor subsequent to the Penang Development Corporation (PDC) shall:</p> <p>i. within 2 years from the transfer of property or such other period as may be prescribed by the state authority, erect a factory building or buildings on the land hereby leased in accordance with the plan approved by the local authority, and shall maintain the building or buildings to the satisfaction of the local authority;</p>			

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Registered / Beneficial owner	Title details / Property address	Description and existing use	Category of land use / Tenure of property	Restrictions in interest / Express condition / Material encumbrance(s)	Date of issuance of CF or CCC	Land / Built-up area (sq ft)	NBV as at 31 July 2022 RM'000
					<p>ii. shall treat and dispose of, or cause to be treated or disposed of, trade effluents in a manner to the satisfaction of the relevant authorities; pay and discharge all taxes, rates, assessments and charges whatsoever which may be payable for the time being in respect of the land or any part thereof levied by the Seberang Perai City Council; and ensure that 30% of the workers employed for the business on this land are Bumiputera.⁽²⁾</p>			
					<p>iii. pay and discharge all taxes, rates, assessments and charges</p>			
					<p>iv. ensure that 30% of the workers employed for the business on this land are Bumiputera.⁽²⁾</p>			

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Registered / Beneficial owner	Title details / Property address	Description and existing use	Category of land use / Tenure of property	Restrictions in interest / Express condition / Material encumbrance(s)	Date of issuance of CF or CCC	Land / Built-up area (sq ft)	NBV as at 31 July 2022 RM'000
					Material encumbrances: i. Private caveat lodged by Alliance Islamic Bank Berhad on 6 April 2022 ii. Charged to Alliance Islamic Bank Berhad on 15 July 2022			

Notes:

- (1) As at LPD, there are 49 employees working at this premise, of which 17 employees (34.7%) are Bumiputera. The express condition imposed on the land is complied with.
- (2) As at LPD, there are no operations at this premise. Our Group will comply with the express condition imposed on the land once we commence operations at this premise.

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6. INFORMATION ON OUR GROUP (Cont'd)

6.7.2 Properties rented

A summary of the material land and buildings rented by our Group as at the LPD is as follows:

No.	Landlord / Lessor	Tenant / Lessee	Property address	Description and existing use	Date of issuance of CF or CCC	Built-up area (sq. ft.)	Tenure	Rental per annum
1.	BW Industrial Development Joint Stock Company	BV	Factory C2A, Lot A_17A13, Bau Bang Industrial Zone, Lai Uyen Town, Bau Bang District, Binh Duong Province, Vietnam	Single storey ready-built factory / Office, storage and assembling	18 June 2019	27,125	11 April 2019 – 10 April 2024	VND 2,652,398,784 (equivalent to RM 500,798.56)
2.	BW Industrial Development Joint Stock Company	BV	Factory C1A, Lot A_17A11, Bau Bang Industrial Zone, Lau Uyen Town, Bau Bang District, Binh Duong Province, Vietnam	Single storey ready-built factory / Office, storage and assembling	18 June 2019	15,500	1 April 2020 – 10 April 2024	VND 1,544,542,560 (equivalent to RM 291,624.58)
3.	Indahpura Jaya Development Sdn Bhd	BSB	No. 3386 (Lot 58876), Jalan Pekeliling Tanjung 27/2, Kawasan Perindustrian Indahpura, 81000 Kulai, Johor	A single storey factory with double storey office / Office and storage, intended to be used for assembling	11 September 2014	13,950	1 February 2021 – 31 January 2024 ⁽²⁾	RM225,992.28

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Landlord / Lessor	Tenant / Lessee	Property address	Description and existing use	Date of issuance of CF or CCC	Built-up area (sq. ft.)	Tenure	Rental per annum
4.	Perbadanan Kemajuan Negeri Kedah (PKNK)	BSB	No. 39A, Lorong Perusahaan 6, Taman PKNK, 09000 Kulim, Kedah	Double-storey factory and single-storey office / Intended to be used for office, warehousing and assembling	17 September 2009	64,588	2 December 2004 – 1 December 2064 ⁽¹⁾	⁽¹⁾ N/A
5.	Westlite Dormitory (Bukit Minyak) Sdn Bhd	BSB	No. 38 Jalan Perniagaan Seri Tambun, Westlite Dormitory Bukit Tambun, 14100 Simpang Ampat, Pulau Pinang (Units B-02-09, B-04-01, B-04-02, B-04-03, B-04-04, B-04-05, B-04-06, B-04-07, B-04-08, B-04-09, B-08-01, B-08-02, B-08-03, B-08-04, B-11-06, B-11-07, B-11-11)	17 dormitory units located within Block B (11-storey workers' quarter) with a single-storey facilities block / Dormitory for the occupation of our Group's employees or workers ⁽³⁾	18 January 2019	13,600	3 April 2022 to 2 April 2024	RM408,000.00

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Landlord / Lessor	Tenant / Lessee	Property address	Description and existing use	Date of issuance of CF or CCC	Built-up area (sq. ft.)	Tenure	Rental per annum
6.	Westlite Dormitory (Bukit Minyak) Sdn Bhd	BSB	No. 38 Jalan Perniagaan Seri Tambun, Westlite Dormitory Bukit Tambun, 14100 Simpang Ampat, Pulau Pinang (Units C-07-01, C-07-02, C-07-03, C-07-04)	4 dormitory units located within Block C (11-storey workers' quarter) with a single-storey facilities block / Dormitory for the occupation of our Group's employees or workers ⁽³⁾	18 January 2019	3,200	15 August 2022 – 14 August 2023	RM105,600.00

Notes:

- (1) BSB acquired the lease from Aicello Malaysia Sdn Bhd, the previous registered lessee of the property as well as BSB's landlord of this property from 1 December 2021 until completion of the acquisition by BSB of the lease from Aicello Malaysia Sdn Bhd on 28 July 2022 at a total purchase value of RM9,500,000. Please see Section 6.7.3 of this Prospectus for further details of the acquisition.
- (2) The initial term of the tenancy expiring on 31 January 2023 was extended for a further term of one year commencing on 1 February 2023 and expiring on 31 January 2024.
- (3) The workers' accommodation is issued with a Certificate for Accommodation by the Department of Labour Peninsular Malaysia and complies with the necessary requirements of the Employees' Minimum Standards of Housing, Accommodations and Amenities Act 1990 and its regulations. Please see Section 6.9.1(iv) of this Prospectus for further details.

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6. INFORMATION ON OUR GROUP (Cont'd)

6.7.3 Acquisition of properties

Save for the properties below, we have not entered into any sale and purchase agreements to acquire properties during the Financial Years and Period Under Review and up to the LPD:

No.	Vendor/ Purchaser	Property address	Description and existing use	Category of land use/ Tenure	Date of issuance of CF or CCC	Land area/ Built-up area (sq. ft.)	Purchase value (RM)	Date of purchase/ Completion or expected completion
1.	Sizechem Sdn Bhd / BSB	2619, Lorong Perusahaan 8, Kawasan Perindustrian Prai, 13600 Perai, Penang	Industrial land with single-storey factory and double-storey office / Office and storage, intended to be used for assembling	Industrial / Leasehold of 60 years expiring on 9 April 2050	8 June 2012	47,171 / 32,761	6,068,000	11 November 2021/ Completed on 25 July 2022
2.	Dyechem Alliance (M) Sdn Bhd / BSB	2611, Lorong Perusahaan 8, Kawasan Perindustrian Prai, 13600 Perai, Penang	Industrial land with single-storey factory and double-storey office / Intended to be used as office, storage, and assembling	Industrial / Leasehold of 60 years expiring on 6 December 2049	8 June 2012	74,583 / 47,595	8,732,000	23 November 2021/ Completed on 25 July 2022
3.	Aicello Malaysia Sdn Bhd / BSB	No. 39A, Perusahaan 6, Taman PKNK, 09000 Kedah	Industrial land with double-storey factory and single-storey office / Intended to be used for office, storage and assembling	Industrial / Leasehold of 99 years expiring on 12 December 2088 ⁽²⁾	17 September 2009	120,254 / 64,588	9,500,000	25 January 2022 / Completed on 28 July 2022

6. INFORMATION ON OUR GROUP (Cont'd)

Note:

- (1) BSB acquired the lease from Aicello Malaysia Sdn Bhd, the previous lessee of the property. The lease with Perbadanan Kemajuan Negeri Kedah (PKNK), the registered proprietor and the lessor, commenced on 2 December 2004 and will expire on 1 December 2064. The lease has been registered in BSB's name. Please refer to Section 6.7.2 for more information on this property.

The acquisitions of the above properties were primarily funded via bank borrowings as well as internally generated funds.

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6. INFORMATION ON OUR GROUP (Cont'd)**6.7.4 Key machinery and equipment**

A summary of the key machinery and equipment owned and used by us are set out below:

Key machinery and equipment	Description and use	Total units	NBV as at 31 July 2022
Cutting machine	To cut wood materials into desired length	37	168,105
Ripping machine	To rip wood materials into desired width	6	91,980
Moulding and sanding machine	To smoothen surfaces of wood materials	4	181,373
Notching machine	To cut grooves into wood materials to form the base of pallets	3	148,542
Chamferer	To cut the edges or corners of wood materials	1	1
Nailing machine	To nail components into boxes, crates and pallets	8	8
Finger joint machine	To joint short wood materials for longer length	1	55,650
Radio frequency machine	To remove excess moisture content of wood materials	1	68,498
Dust silo	A dust collector with a filter bag system for dust count control	2	1,069,818
Heat treatment chamber	To treat wood materials by removing moisture content	3	733,600
Boiler	To generate heat which is used to power the heat treatment chamber	2	117,356
Lorry and truck	To transport products from storage to customers' premises	13	1,564,346
			4,199,277

6.8 BUSINESS STRATEGIES AND PLANS

Over the next 3 years, our Group will focus on expanding our business and operations in Malaysia as detailed below. Nevertheless, our Group will continue its marketing efforts in Vietnam to secure new customers and will expand its operations in Vietnam when substantial additional orders are secured.

6.8.1 We plan to strengthen our presence in the Northern region by expanding our operations in Perai, Penang and Kulim, Kedah

Our customers in the Northern region contributed 89.33% (RM59.23 million), 70.99% (RM62.69 million) and 75.27% (RM91.02 million) and 75.12% (RM62.97 million) to our Group revenue in the past 3 FYEs 2019 to 2021 and FPE 2022.

6. INFORMATION ON OUR GROUP (Cont'd)

As at the LPD, the boxes and crates that we supply to our customers in the Perai area are manufactured and assembled at the Sungai Bakap Factory. These boxes and crates will be stored at the Perai Branch for just-in-time delivery to our customers located in closer proximity to Perai, based on their manufacturing schedules and supply chain management requirements. Our Group plans to relocate part of its assembly activities for boxes and crates to Perai Branch and install new assembly lines at the Perai Branch to allow ready-to-use components for boxes and crates that are manufactured at the Sungai Bakap Factory to be assembled into final products (boxes and crates) at the Perai Branch, with annual capacity of 64,800 pieces. The cost of setting up the assembly line for boxes and crates in Perai Branch is approximately RM1.23 million comprising purchase of new machinery (i.e. auto panel saw machine, cutting line, ripping machine, scissor lift, forklift, drilling and tapping machine, table saw machine, nailing gun and dust collector) renovation and electrical costs, and will be funded by internally generated funds and/or bank borrowings. With the adoption of automation machine such as auto panel saw machine, it will allow us to reduce the reliance on manual manpower. Further, the location of our Perai Branch is relatively less remote as compared to Sungai Bakap Factory, and the Perai Branch is primarily intended be used for assembling activities, where relatively less manpower is required. Therefore, we believe it will be easier to hire local workers for our Perai Branch. Assembly activities at the Perai Branch is expected to begin by Q2 2023.

As at the LPD, our Group has yet to commence operations at the Kulim Branch. We intend to set up an office, storage space, relocate part of its assembly activities for boxes and crates to Kulim Branch and install new assembly line to assemble boxes and crates at the Kulim Branch, with annual capacity of 186,000 pieces. The ready-to-use components for boxes and crates that are manufactured at the Sungai Bakap Factory will be assembled into final products (boxes and crates) at the Kulim Branch.

The cost of setting up the assembly line is approximately RM2.09 million, comprising purchase of new machinery (i.e. forklift, auto nailer, auto stacker, auto turning machine, auto marking machine, conveyor, grinder, cutter, ripping machine, grooving machine, nailing gun, scissor lift and dust collector), renovation and electrical costs, and will be funded by internally generated funds and/or bank borrowings. With the adoption of automation machines such as auto nailer, auto stacker, auto turning machine, auto marking machine, conveyor, it will allow us to reduce the reliance on manual manpower. Further, the location of our Kulim Branch is relatively less remote as compared to Sungai Bakap Factory, and that the Kulim Branch is primarily intended be used for assembling activities, where relatively less manpower is required. Therefore, we believe it will be easier to hire local workers for our Kulim Branch. Assembly activities at the Kulim Branch is expected to begin by Q3 2023.

By relocating part of our assembly activities for boxes and crates from Sungai Bakap Factory to Perai Branch and Kulim Branch, it will also free up some manufacturing space in the Sungai Bakap Factory which will allow us to expand our annual manufacturing capacity of pallets made from natural wood and recycled pallets of 143,089 pieces and annual capacity of pallets made from engineered wood of 329,885 pieces in Sungai Bakap Factory, which will give us a total annual manufacturing capacity for pallets made from natural wood and recycled pallets of 540,000 pieces and 720,000 pieces for pallets made from engineered wood. There will be no additional cost to be incurred for expansion of manufacturing lines for pallets in Sungai Bakap Factory as we have sufficient machinery to cater for the expansion. The manufacturing of pallets from the expanded manufacturing lines at the Sungai Bakap Factory is expected to begin by Q4 2023. Our Group will still continue to carry out assembly activities in the Sungai Bakap Factory, based on the requirements of the respective customers.

The acquisition of the factories for our Perai Branch was completed on 25 July 2022, while the acquisition of the factory for our Kulim Branch was completed on 28 July 2022. This expansion is to cater for increasing demand for our industrial packaging products amongst our existing customers in the Northern Region as the utilisation rate for the manufacturing of boxes and crates at our Sungai Bakap Factory is at 83.06% in FYE 2021. Further, we engage closely with our existing customers to get insights on their business growth, and the future additional manufacturing capacity in the Perai Branch and Kulim Branch will allow us to seize opportunities to secure additional sales from our customers. This is in line with the anticipated increase in industrial and manufacturing activities in Penang.

6. INFORMATION ON OUR GROUP (Cont'd)

6.8.2 We plan to strengthen our presence in the Southern region by expanding our operations in Johor

Our customers in the Southern region contributed 0.05% (RM32,373), 0.05% (RM41,449), 1.58% (RM1.91 million) and 3.25% (RM2.73 million) to our Group revenue in the past 3 FYEs 2019 to 2021 and FPE 2022.

As at the LPD, the boxes and crates that we supply to our customers in the Southern region are manufactured and assembled at the Sungai Bakap Factory. These boxes and crates will be stored at the Kulai Branch for just-in-time delivery to our customers based on their manufacturing schedules and supply chain management requirements. The cost of setting up the assembly line is approximately RM350,000 comprising purchase of new machinery (i.e. dust collector, cutting line, ripping machine, moulding machine and scissor lift) and setup cost, and will be funded by internally generated funds and/or bank borrowings. Our Group plans to install assembly lines at the Kulai Branch to allow ready-used components that are manufactured at the Sungai Bakap Factory to be assembled into final product at the Kulai Branch, with annual capacity of 3,600 pieces. Assembly activities at the Kulai Branch is expected to begin by Q1 of 2023.

Further, we plan to expand our operations in Johor by constructing a new, larger factory ("**Proposed New Johor Factory**") which will include manufacturing of components, and larger assembly and storage space. Our Proposed New Johor Factory will produce boxes and crates with an annual manufacturing capacity of approximately 12,000 pieces, as well as provide packing services and facilitate our circular supply services. This will allow us to cater to the growing demand for industrial packaging products from our existing customers which is in line with the growth of their business, and expand our customer base to secure new customers. We engage closely with our existing customers to get insights on their business growth and the additional manufacturing capacity in our Proposed New Johor Factory will allow us to seize the opportunity to secure more sales from our customers.

In view of this, we intend to purchase a piece of land around the Kulai/Senai area in Johor, in close proximity to our existing Kulai Branch, for the planned construction of our Proposed New Johor Factory. As at the LPD, we are in the midst of identifying suitable land in the Kulai/Senai area measuring around 130,000 sq ft. We expect to complete the purchase of the land by Q4 2023. Based on the initial planning, the Proposed New Johor Factory will have a built-up area of approximately 85,000 sq ft, with floor space allocated for manufacturing activities (i.e. manufacturing of components and assembly), storage space and office space.

The indicative timeline for the construction of our Proposed New Johor Factory is as follows:

Timeline	Details
Q1 2024	<ul style="list-style-type: none"> • Submission of planning permit to Kulai Municipal Council • Submission of building plan to Kulai Municipal Council
Q2 2024	<ul style="list-style-type: none"> • Receipt of approved planning permit • Receipt of approved building plan
Q2 2024	<ul style="list-style-type: none"> • Commencement of construction
Q3 2025	<ul style="list-style-type: none"> • Completion of construction
Q3 2025	<ul style="list-style-type: none"> • Purchase of new machinery (please refer to Section 6.8.4 of this Prospectus for further details)
Q4 2025	<ul style="list-style-type: none"> • CCC obtained • Manufacturing licence obtained from MITI/MIDA
Q1 2026	<ul style="list-style-type: none"> • Commencement of operations

Our new manufacturing plant will also support our planned expansion into Singapore. Please refer to Section 6.8.3(ii) of this Prospectus for further details.

6. INFORMATION ON OUR GROUP (Cont'd)

The cost to purchase a piece of land around the Kulai/Senai area in Johor will be approximately RM2.90 million and the cost of our planned construction will be approximately RM12.10 million. We intend to allocate approximately RM10.00 million from the proceeds of the Public Issue, to pay part of the construction cost for the Proposed New Johor Factory. Any excess amount required for capital expenditure will be funded by internally generated funds and/or bank borrowings.

The actual size of the Proposed New Johor Factory may be subject to change depending on the availability of the suitable location, cost involved and other relevant factors not within the control of our Group.

6.8.3 We plan to expand our geographical presence domestically to the Klang Valley and regionally to Singapore

Since the commencement of our business, we have served our customers in the Central region within the Klang Valley and Singapore from our operations in Penang. Our customers in the Klang Valley contributed 0.59% (RM0.39 million), 0.35% (RM0.31 million), 0.60% (RM0.72 million) and 2.13% (RM1.79 million) to our Group revenue in the past 3 FYEs 2019 to 2021 and FPE 2022; while our customers in Singapore contributed 0.92% (RM0.61 million), 0.54% (RM0.48 million), 1.02% (RM1.24 million) and 0.89% (RM0.75 million) to our Group revenue in the past 3 FYEs 2019 to 2021 and FPE 2022.

As our business continues to expand domestically, including in the Klang Valley, we plan to establish our presence in the Klang Valley. We also anticipate increasing orders from customers in Singapore and hence we also plan to establish our presence in Singapore. We engage closely with our existing customers to get insights on their business growth, and the additional manufacturing capacity in our new factories in Klang Valley and Singapore will allow us to seize opportunities to secure more sales from our customers.

The details of our planned expansion to the Klang Valley and Singapore are as follows:

(i) Setting up of an assembly plant and storage in the Klang Valley (“**Proposed New KV Factory**”)

As at the LPD, we are in the midst of identifying a factory lot for rental in a suitable light industrial area within the Klang Valley to set up our Proposed New KV Factory. The estimated size of the Proposed New KV Factory will be approximately 12,000 sq ft, with floor space allocated for assembly works, storage space and office space.

We plan to carry out assembly works for final products comprising boxes and crates, with annual capacity of 3,600 pieces, as well as providing packing services and facilitate our circular supply services. Our wood materials will continue to undergo heat treatment and processing (i.e. cutting, ripping, moulding and sanding) at our Sungai Bakap Factory, and delivered for assembly and storage at our Proposed New KV Factory. RM0.61 million of the gross proceeds from the Public Issue will be allocated for the rental of the Proposed New KV Factory for 24 months.

The total cost of setting up our Proposed New KV Factory is estimated at RM0.50 million, which will be funded by internally generated funds and/or bank borrowings.

The indicative timeline for the setting up of our Proposed New KV Factory is as follows:

Timeline	Details
Q1 2023 (T)	<ul style="list-style-type: none"> Signing of tenancy agreement
T + 1 month	<ul style="list-style-type: none"> Commencement of renovation
T + 2 month	<ul style="list-style-type: none"> Completion of renovation Purchase of new machinery (please refer to Section 6.8.4 of this Prospectus for further details)
T + 3 month	<ul style="list-style-type: none"> Commencement of operations

6. INFORMATION ON OUR GROUP (Cont'd)(ii) Setting up of an assembly plant and storage in Singapore (“**Proposed New Singapore Factory**”)

As we continue to receive more orders from customers in Singapore, we also plan to establish our physical presence in Singapore to be closer to our customers and enhance our service delivery. As at the LPD, we are in the midst of identifying a factory lot for rental within a suitable light industrial area to set up our Proposed New Singapore Factory. The estimated size of the Proposed New Singapore Factory will be approximately 8,000 sq ft, with floor space allocated for assembly works, storage space and office space.

We plan to carry out assembly works for final products comprising boxes and crates, with annual capacity of 1,800 pieces, as well as providing packing services and facilitate our circular supply services. Our wood materials will continue to undergo heat treatment and processing (i.e. cutting, ripping, moulding and sanding) at our Sungai Bakap Factory, and delivered for assembly and storage at our Proposed New Singapore Factory. Once our Proposed New Johor Factory commences operations, as set out in Section 6.8.2 of this Prospectus, we will also be able to supply processed wood from our Proposed New Johor Factory to our Proposed New Singapore Factory for assembly and storage.

The total cost of setting up our Proposed New Singapore Factory is estimated at RM1.50 million, which will be funded by internally generated funds and/or bank borrowings.

The indicative timeline for the setting up of our Proposed New Singapore Factory is as follows:

Timeline	Details
Q2 2023 (T)	<ul style="list-style-type: none"> • Signing of tenancy agreement
T + 1 month	<ul style="list-style-type: none"> • Commencement of renovation • Completion of renovation
T + 2 month	<ul style="list-style-type: none"> • Purchase of new machinery (please refer to Section 6.8.4 of this Prospectus for further details)
T + 3 month	<ul style="list-style-type: none"> • Commencement of operations

The actual sizes of the Proposed New KV Factory and the Proposed New Singapore Factory may be subject to change depending on the availability of the suitable location, cost involved and other relevant factors not within the control of our Group.

With the operation expansions mentioned in Sections 6.8.1, 6.8.2 and 6.8.3 above, our annual manufacturing capacity will be expanded as follows:

- boxes and crates: by 21.00% to 355,800 pieces through setting up of new assembly lines in Perai Branch, Kulim Branch, Kulai Branch, Proposed New Johor Factory and Proposed New KV Factory and Proposed New Singapore Factory, based on the annual manufacturing capacity in the FYE 2021;
- pallets made from natural wood and recycled pallets: by 36.05% to 540,000 pieces through expansion of existing manufacturing lines in Sungai Bakap Factory, based on the annual manufacturing capacity in the FYE 2021; and
- pallets made from engineered wood: by 84.56% to 720,000 pieces through expansion of existing manufacturing lines in Sungai Bakap Factory, based on the annual manufacturing capacity in the FYE 2021.

6. INFORMATION ON OUR GROUP (Cont'd)**6.8.4 We intend to purchase new machineries to support the expansion of our business operations**

As set out in Section 6.8.2, 6.8.3(i) and 6.8.3(ii) of this Prospectus, we plan to expand our operations through our Proposed New Johor Factory, Proposed New KV Factory and Proposed New Singapore Factory. To support this expansion, we intend to purchase the following new machineries:

Type of machinery / equipment	Purpose / Function	No. of units
Forklift	A vehicle with a pronged device in front for lifting and carrying heavy loads	2
Lorry and truck	Transportation of products from its storage to customers' premises	2
Packing truck	To carry workers and packing accessories from its storage to customers' premises	1
Cutting machine	A machine used to cut wood materials into desired length	1
Multi ripping machine	A machine used to rip wood materials into desired width	1
Sanding machine	A machine used to smoothen surfaces of wood materials by abrasion with sandpaper	2

The above machines will be additions to our existing machines to cater for our business expansion. Our Group intends to allocate RM1.39 million from the proceeds of the Public Issue, to purchase the abovementioned new machineries to facilitate the setting up of the Proposed New Johor Factory, Proposed New KV Factory and Proposed New Singapore Factory. Any excess amount required will be funded by internally generated funds.

Our Group also intends to purchase automation machines such as auto panel saw machine, auto nailer, auto stacker, auto turning machine, auto marking machine and conveyor for our Proposed New KV Factory and Proposed New Singapore Factory. This will allow us to reduce our reliance on manual manpower. Further, the locations of our Proposed New KV Factory and Proposed New Singapore Factory are expected to be relatively less remote as compared to Sungai Bakap Factory, and that the Proposed New KV Factory and Proposed New Singapore Factory are primarily intended be used for assembling activities, where relatively less manpower is required. There, we believe it will be easier to hire local workers for our Proposed New KV Factory and Proposed New Singapore Factory. The purchase of these automation machines will be funded by internally generated funds.

6.8.5 We plan to expand our circular supply services to offer a more comprehensive circular supply chain solution to our customers

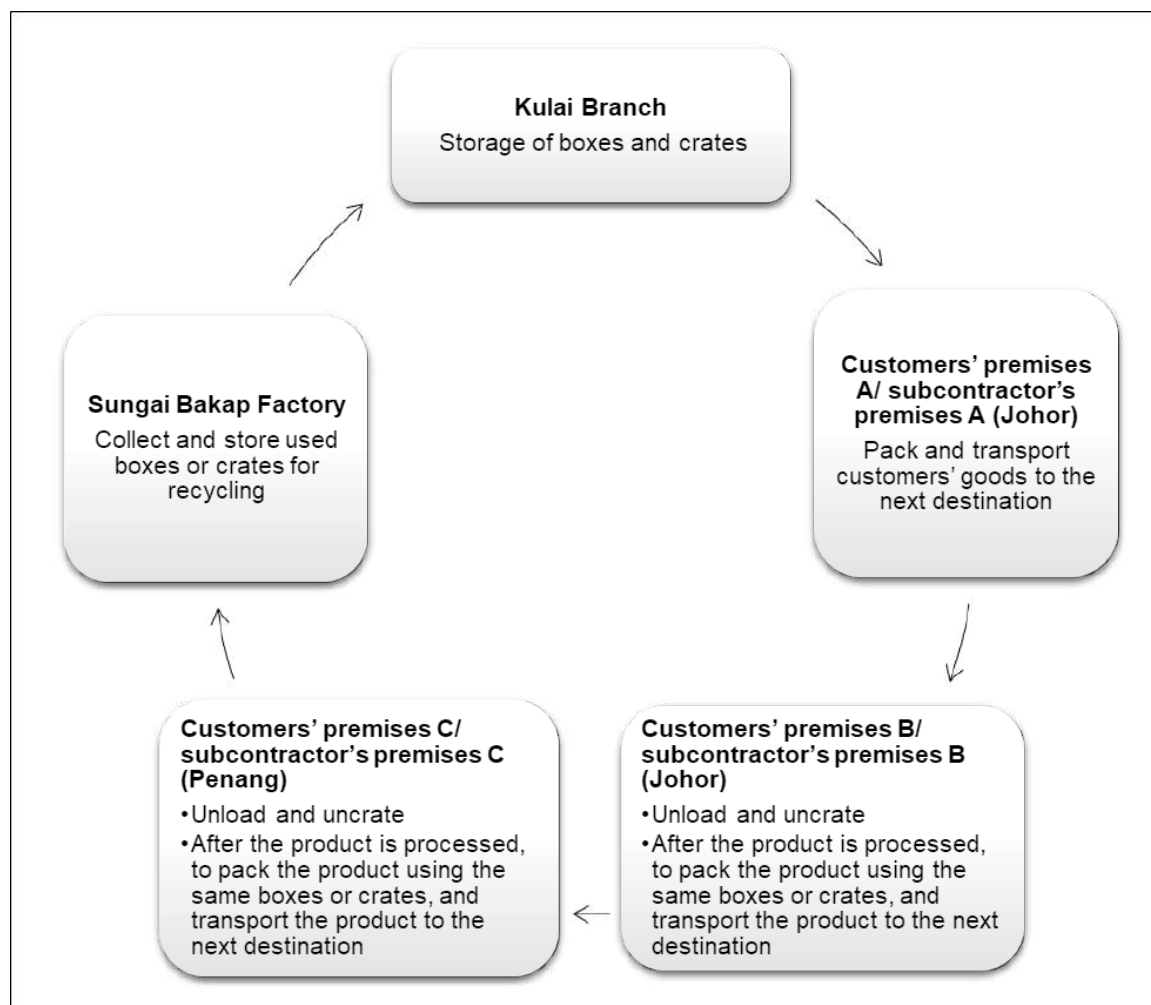
Our current circular supply services mainly comprise the provision of pallet recycling and repair services. We may also collect used boxes and crates from our customers, upon request and recover any usable wood materials to be reused to manufacture recycled pallets.

Moving forward, we intend to expand our circular supply service offerings by extending logistics services to our customers who purchase industrial packaging products from us where we will transport our customers' products to their customers' premises, and collect and send the used industrial packaging products back to our nearest branch, before delivering the same to our Sungai Bakap Factory for reuse or recycling.

6. INFORMATION ON OUR GROUP (Cont'd)

This solution is designed to allow comprehensive and convenient adoption of circular supply chain practices for our customers, and the scope of our offerings will be customised based on our customers' supply chain requirements. The fees will be charged based on the type of services required by our customer under the circular supply services. For example, pallet recycling and repair service fee, logistics fee, and unload and uncrate service fee. This will allow us to generate additional income streams by playing a bigger role in facilitating our customers' supply chain management. We will use our own fleet of lorries and trucks, and engage third party logistics providers when required. As at the LPD, we have 13 lorries and trucks.

An illustration of our expanded circular supply services are as follows:

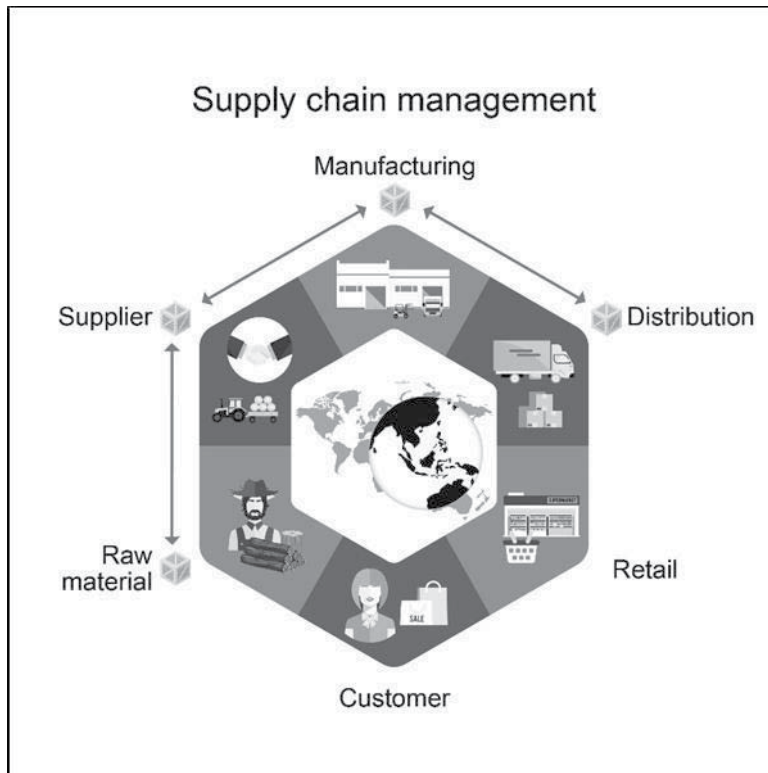


- Circular supply services begin with the supply of boxes or crates which are stored at the Kulai Branch to our customers' premises or their subcontractors' premises (i.e. customers' premises A/ subcontractor's premises A) in Johor.
- We pack our customers' products and transport them to the next required destination (i.e. customers' premises B/ subcontractor's premises B in Johor).
- At the customers' premises B/ subcontractor's premises B in Johor, the goods are unloaded and uncrate for further processing, and thereafter, repacked using the same boxes or crates and transported to the subsequent locations requested by our customers (i.e. customers' premises C/ subcontractor's premises C or to their customers in Penang).
- In the event the boxes or crates are damaged or broken during transportation, we will repair or replace the boxes and crates for our customers. We can also provide modifications to the boxes or crates to suit the products to be transported.



6. INFORMATION ON OUR GROUP (Cont'd)

- At the end of the contracted route, we collect the used boxes or crates, store and send them to our nearest branch which will subsequently be delivered to Sungai Bakap Factory for recycling.

With our new extended circular supply service offerings, we will be able to play a bigger role in facilitating our customers' supply chain management through movement of goods along the supplier, manufacturing and distribution supply chain where industrial packaging products are used, as illustrated below:



Notes:

-  indicates where our industrial packaging products are used within the supply chain management
-  indicates the provision of logistics services as part of our circular supply services

We are actively engaging potential customers to offer our extended circular supply services. We will leverage on our existing human resources, manufacturing facilities and delivery vehicles (i.e. trucks and lorries) to offer our extended circular supply services. While all recycling activities are carried out at our Sungai Bakap Factory as at the LPD, we intend to leverage on our new planned factories, as set out in Section 6.8.2, 6.8.3(i) and 6.8.3(ii) of this Prospectus, to cater for assembly and storage of industrial packaging products throughout Malaysia to support the growth of our extended circular supply services in the future.

6.9 GOVERNING LAWS AND REGULATIONS

As at the LPD, there are no breach of laws and regulations governing our business operations, and environmental issues which may materially affect our Group's operation and usage of our properties.

6. INFORMATION ON OUR GROUP (Cont'd)

6.9.1 Malaysia

Our Group is subject to the following laws and regulations which are material to our business operations in Malaysia:

(i) Industrial Co-ordination Act 1975 (“ICA”)

Pursuant to the ICA, no person shall engage in any manufacturing activity unless he is issued a licence in respect of such manufacturing activity. Failure to comply is an offence punishable a fine not exceeding RM2,000 or to a term of imprisonment not exceeding 6 months and to a further fine not exceeding RM1,000 for every day during which such default continues.

“Manufacturing activity” is defined under the ICA as the “making, altering, blending, ornamenting, finishing or otherwise treating or adapting any articles or substance with a view to its use, sale, transport, delivery or disposal and includes the assembly of parts and ship repairing but shall not include any activity normally associated with retail or wholesale trade”.

Manufacturing companies with shareholders’ funds of RM2.5 million and above or engaging 75 or more full-time paid employees are required to apply to the MITI for a manufacturing licence.

As at the LPD, our subsidiaries, BSB and BPSB, each hold a valid manufacturing licence issued by MITI. One of the initial license conditions of BSB’s manufacturing license states that the total full-time workforce of the license holder i.e. BSB must comprise at least 80% Malaysians by the year 2020. We have appealed to MIDA vide a letter dated 21 February 2022 to request for an extension of time to comply with this condition (acknowledged receipt on 2 March 2022). We received an approval letter from MITI dated 3 June 2022 for an extension of time until 31 December 2022 to comply with this condition. MITI had subsequently vide a circular dated 18 July 2022 provided a further extension of time to all licence holders which are subject to this condition to comply with the same by 31 December 2024.

Due to the labour intensive nature of our Group’s business, our Group faces difficulty in the recruitment and retention of local employees. As such, despite our Group’s effort since 2017 to recruit and retain local employees, our Group is still not able to meet the requirement of 80% local employees as we only have approximately 48.80% of local employees as at the LPD.

Notwithstanding that, our Group will use our best efforts to comply with the condition by 31 December 2024, including publishing advertisements frequently on websites such as Jobstreet, MyFutureJobs and newspaper such as Harian Metro to hire local workers, liaising with local vocational colleges and institutions to create a more consistent recruitment for operators and technicians as well as initiating an employee referral program with attractive incentives. Our Group will also work towards improving employee retention strategies by benchmarking wages and benefits, improving the work environment by upgrading the office, cafeteria and surau infrastructure, as well as offering career development for our employees to take on team leader and supervisory positions. In view of our Group’s business strategies and plans to expand our operations as set out in Section 6.8 of this Prospectus, we expect to reduce our reliance on manual manpower with the adoption of automation machines. In addition, the locations of the Perai Branch and Kulim Branch are relatively less remote than the Sungai Bakap Factory, whereby the Proposed New KV Factory and Proposed New Singapore Factory are expected to be less remote than the Sungai Bakap Factory, and these branches/factories are primarily intended to be used for assembling activities, where relatively less manpower is required. Therefore, we expect a less challenging recruitment environment to comply with the condition.

In the event the licence condition is not met by 31 December 2024, MITI may in its discretion revoke BSB’s manufacturing licence and before exercising such power to revoke the licence, MITI may call upon BSB to show within such period as may be prescribed due cause why the licence should not be revoked. MITI may also withhold or suspend the revocation of the licence if MITI is satisfied that BSB’s non-compliance with the licence condition was due to some cause beyond its control and there is a reasonable prospect of such non-compliance being remedied within such period as MITI may direct.

6. INFORMATION ON OUR GROUP (Cont'd)**(ii) Penang Wood-Based Industries Enactment 1986 (“Wood-Based Enactment”)**

The Wood-Based Enactment is an enactment passed by the Penang State Legislative Assembly in accordance with the power conferred by the Wood-Based Industries (State Legislatures Competency) Act 1984.

The Wood-Based Enactment provides that no person is allowed to build, set up, establish, operate or maintain a wood-based industry, without a license issued by the state authority and signed by the Director of State Forestry.

Any person who contravenes any of the provisions of the Wood-Based Enactment where no penalty is specified shall, on conviction be liable to a fine not exceeding RM2,000 or to a term of imprisonment not exceeding 1 year or to both. Pursuant to the Wood-Based Industries (Amendment) Enactment 2018 which was gazetted on 20 December 2018, a fine not exceeding RM50,000 or imprisonment for a term not exceeding 5 years or both will be imposed on any persons who contravenes this provision. As at the LPD, this amendment has yet to come into force.

As at the LPD, our subsidiary, BSB, holds a valid licence to erect and operate a factory for wood products issued by the Penang State Forestry Department.

(iii) Malaysian Timber Industry Board (Incorporation) Act 1973 (“MTIB (Incorporation) Act”)

The MTIB (Incorporation) Act sets out provisions in respect of the registration of persons carrying out any activity as exporter, importer, supplier, grader, processor, trader an operator or a jetty operator. Any person who fails to register with the MTIB (Incorporation) Act for the aforementioned activities shall be guilty of an offence and shall, on conviction, be liable to a fine not exceeding RM250,000 or to imprisonment for a term not exceeding 3 years or to both.

Pursuant to the MTIB (Incorporation) Act, the term “importer” means a person who imports timber and the term “timber” means the products, or any of the products, listed in the First Schedule. Sawn timber, wooden pallets, wooden box and crates fall within the definition of “timber” under the First Schedule of the MTIB (Incorporation) Act.

As at the LPD, our subsidiary, BSB is registered with MTIB as importers of sawn wood and plywood. In addition, BSB is also registered with MTIB for the supply of wood products.

(iv) Employees' Minimum Standards of Housing, Accommodations and Amenities Act 1990 (“EMSA”)

The EMSA, as amended by the Workers' Minimum Standards of Housing and Amenities (Amendment) Act 2019, establishes the minimum housing, nurseries and accommodation criteria for employees (and their dependants, if applicable) as well as health, hospital, medical and social amenities to be provided by the employers to their employees. Employers must comply with enhanced minimum standards on accommodation for employees which includes obtaining a Certificate for Accommodation (“CFA”) from the Director General of Labour (“DOL”).

Failure by an employer to obtain a CFA or to ensure the employee accommodation is fit for human habitation in accordance with the EMSA commits an offence and shall, on conviction, be liable to a fine not exceeding RM50,000. Employers who contravene any other provision of the EMSA or any regulation made thereunder or fails to carry out any order issued by the DOL, will commit an offence, and if no penalty is expressly provided for the offence will, on conviction, be liable to a fine not exceeding RM50,000 and to a further fine not exceeding RM1,000 a day for each day during which the offence continues.

As at the LPD, our Group is renting 21 dormitory units from a centralized accommodation provider, further details of which are set out in Section 6.7.2 (items 5 and 6) of this Prospectus. The workers' accommodation is issued with a CFA and complies with the necessary requirements of the EMSA and its regulations.

6. INFORMATION ON OUR GROUP (Cont'd)**(v) Fire Services Act 1988 (“FSA”)**

The FSA provides for the effective and efficient functioning of the Fire and Rescue Department of Malaysia, for the protection of persons and property from fire risks or emergencies. The FSA provides, among other things, that a fire certificate shall only be issued after the designated premises have been inspected and the Fire and Rescue Department of Malaysia (“**BOMBA**”) is satisfied that there are adequate life safety, fire prevention, fire protection and firefighting facilities.

Where there is no fire certificate in force in respect of any designated premises, the owner of the premises shall be guilty of an offence and shall, on conviction, be liable to a fine not exceeding RM50,000 or to imprisonment for a term not exceeding 5 years or to both.

As at the LPD, our Sungai Bakap Factory and Perai Branch which are designated premises under the FSA have valid fire certificates issued by BOMBA which is renewable annually.

(vi) Sales Tax Act 2018 (“STA 2018”)

Pursuant to the STA 2018, the term “manufacturer” means a person who engages in the manufacture of goods and the term “manufacture” means, in relation to goods other than petroleum, the conversion by manual or mechanical means of organic or inorganic materials into a new product by changing the size, shape, composition, nature or quality of such materials and includes the assembly of parts into a piece of machinery or other products, but does not include the installation of machinery or equipment for the purpose of construction.

Any manufacturer who is liable to be registered shall apply to the Director General of Customs and Excise for registration as a registered manufacturer. Failure to comply with this requirement commits an offence and if no penalty is expressly provided, shall, on conviction, be liable to a fine not exceeding RM30,000 or to imprisonment for a term not exceeding 2 years or to both.

As at the LPD, our subsidiary, BSB, which is principally involved in the manufacturing of various kinds of wooden pallets, wooden box and crates, holds a letter of approval for registration as a registered manufacturer issued by the RMCD.

(vii) Local Government Act 1976 (“LGA”)

The LGA empowers every local authority to grant licence or permit for any trade, occupation or premise through by-laws. Every licence or permit granted shall be subject to such conditions and restrictions as the local authority may think fit and shall be revocable by the local authority at any time without assigning any reason therefor. As our business is carried out in Penang, we come under the jurisdiction of the Seberang Perai City Council (“**MBSP**”).

The relevant by-laws governing the conduct of our business would be the Licensing Payment (Seberang Perai City Council) By-Laws 1980 (“**By-Laws 1980**”) and the Licensing of Advertisements (Seberang Perai City Council) By-Laws 2001 (“**By-Laws 2001**”):

- (a) By-Laws 1980 provides that it is an offence for a person to operate any business activity falling under Schedule 1 without a valid licence issued by MBSP. The Wood Manufacturing Industry falls under Schedule 1 of By-Laws 1980. Any person who contravenes any provision of the By-Laws 1980 commits an offence and shall, on conviction be liable to a fine not exceeding RM2,000 or to a term of imprisonment not exceeding 1 year or to both such fine and imprisonment.
- (b) By-Laws 2001 establishes that no person shall exhibit or cause or permit to be exhibited any advertisement without a license issued by the MBSP. Any person who contravenes any of the provision of the By-Laws 2001 shall be guilty of an offence and shall upon conviction be liable to a fine not exceeding RM2,000 or to a term of imprisonment not exceeding 1 year or to both such fine and imprisonment.

6. INFORMATION ON OUR GROUP (Cont'd)

As at the LPD, our subsidiary, BSB, holds and maintains valid business premises licences for all our operating business premises and also has a valid signboard licence in respect of one of the properties at Sungai Bakap Factory.

(viii) Street, Drainage and Building Act 1974 ("SDBA")

The SDBA was implemented by the local authorities of Peninsular Malaysia and it stipulates that every building or part of a building must have a Certificate of Completion and Compliance ("**CCC**") or Certificate of Fitness for Occupation ("**CFO**") before it may be occupied.

Under the Uniform Building By-Laws 1984 ("**UBBL**") which was issued pursuant to the SDBA, a CCC will only be issued by the local authority upon receipt of certification in relevant forms by a qualified person i.e. an architect, registered building draughtsman or engineer.

To the best of their knowledge, a qualified person must be satisfied that: (i) the relevant building has been constructed in accordance to UBBL; (ii) any conditions imposed by the local authority have been satisfied; (iii) all essential services have been provided; and (iv) responsibilities have been accepted for the portions that are being concerned with.

Pursuant to the SDBA, a person who occupies a premise without a CCC or CFO is subject to a fine of up to RM250,000, imprisonment for a term of up to 10 years, or both.

As at the LPD, our owned and rented properties have a record of validly obtained CCC or CFO.

(ix) Customs Act 1967 ("CA 1967")

Pursuant to the CA 1967, whenever through inadvertence, error, or for any other reason, misconstruction on the part of any officer of customs, or through unintentional misstatement as to value, quantity or description by any person, or for any other reason, the whole or any part of any customs duty, surcharge, penalty, fee or other money payable under CA 1967 have not been paid. The Director General of Royal Malaysian Customs Department ("**RMCD**") may allow the amount to be paid by instalments, subject to such conditions, in such amounts and on such dates as he may determine.

Our Group had on 27 July 2020 and 30 July 2020 respectively received a notice from the RMCD in relation to a bill of claim amounting to RM2,910,995.18 for shortfall of customs duty payable due to unintentional use of incorrect tariff code ("**Shortfall**").

As at the LPD, RMCD has agreed for our Group to repay the Shortfall without penalty by way of a 30-month instalment plan ending 15 March 2024. In the event our Group defaults in payment of the instalment, the whole outstanding balance shall become due and payable in addition to a 10% surcharge imposed on the outstanding balance. The Shortfall does not amount to a non-compliance by our Group as no penalties have been imposed by the RMCD.

As at the LPD, our Group has not experienced any material adverse impact on our business operations. In addition, our Group was granted exemption vide a letter dated 14 February 2020 by MIDA for the import duty in respect of the raw materials of LVL pallets. This exemption was effective from 16 January 2020 to 15 January 2022, and was subsequently extended until 15 January 2025 vide a letter dated 30 December 2021 by MIDA.

6. INFORMATION ON OUR GROUP (Cont'd)

6.9.2 Vietnam

Our Group is subject to the following laws and regulations which are material to our business operations in Vietnam:

- (i) **Law on Environmental Protection No. 55/2014/QH13 dated 23 June 2014 (effective until 01 January 2022) and Law on Environmental Protection No. 72/2020/QH14 dated 17 November 2020 (effective from 01 January 2022)**

Businesses producing wooden pallets or wooden boxes in Vietnam in warehouses, yards, and workshops having a total area of fewer than 10,000 sq m do not need to submit Environmental Impact Assessment Reports. Instead, companies conducting such projects will register their environmental protection plan with the local environmental authority.

The Law on Environmental Protection provides for environmental protection activities, rights, obligations, and responsibilities of agencies, organizations, residential communities, households, and individuals involved in environmental protection activities.

As at the LPD, BV has registered its environmental protection plan in accordance with the regulatory requirement.

- (ii) **Law on occupational safety and hygiene No. 84/2015/QH13 dated 25 June 2015**

The Law on occupational safety and hygiene deals with occupational hygiene and safety assurance, policies and benefits for victims of occupational accidents and occupational diseases, rights and obligations of organizations or individuals relating to occupational hygiene and safety, and regulatory agencies' roles in occupational hygiene and safety.

As at the LPD, BV complies with the law on occupational safety and hygiene.

6.10 ENVIRONMENTAL, SOCIAL AND GOVERNANCE

To this end, our Group has implemented, and are in the midst of implementing, the following practices:

- (a) **Environmental**

Our Group is committed in adopting sustainable practices in response to the environmental issues. In 2003, we began providing pallet recycling and repair services under our Circular Economy Project – PRP as part of our circular supply services. Under our PRP, we collect, repair and re-manufacture worn and broken pallets into usable recycled pallets. We ensure that the durability and strength of our recycled pallets will meet our customers' requirements. To maximise the usage of our wood materials and reduce wastage, wood wastes produced during our manufacturing process, which are in good condition, are reused to manufacture parts or components of pallets, where suitable. The remaining wood wastes will be used as fuel for our boiler to power the heat treatment chamber. Please refer to Section 6.4.1(c) of this Prospectus for further details.

Further, as part of our business strategies and plans, we intend to expand our circular supply service offerings by extending logistics services to our customers, including, amongst others, collecting and sending the used industrial packaging products back to our nearest branch, before delivering the same to our Sungai Bakap Factory for reuse or recycling. Please refer to Section 6.8.5 of this Prospectus for further details.

With the rise of the eco-conscious consumers which require companies to use more sustainable packaging, we put strong emphasis on environmental sustainability in our business where our industrial packaging products are made of wood which is a recyclable material. In recognition of our efforts in promoting sustainable practices in our business and supply chain management, we have received the "Sustainable Business Awards – Supply Chain Management, 2021" from Global Initiatives.

6. INFORMATION ON OUR GROUP (Cont'd)

(b) Social

Our Group is committed to serve the interests of stakeholders which includes our employees by promoting gender and cultural diversity in our workplace. We embrace diverse cultures and genders among the Board members and employees.

Further, our Group has taken various corporate social responsibility initiatives to serve the needs of the community. In particular, during the pandemic period of COVID-19, due to the rise in COVID patients, our Group had donated a unit of mechanical ventilator to the Penang General Hospital for their use in the Intensive Care Unit. In the same month, our Group had donated another unit of ultrasound system to the Penang General Hospital, which is used for lung ultrasound evaluation.

In addition to the above, our Group had sponsored the Woman Impact Makers Conference, a hybrid event held in July 2022 in Penang, which aims to celebrate the aspirations and achievements of women locally and globally. Our Executive Director / CEO, namely Ooi Lay Pheng, was also invited as one of the speakers at the conference.

(c) Governance

Our Group is committed to conduct our business ethically and in compliance with all relevant laws and regulations as disclosed in Section 6.9. As at the LPD, our Board has progressively adopted the principles and practices as promulgated in the Malaysian Code on Corporate Governance (“**MCCG**”), where appropriate. In maintaining high standards of corporate governance, our Group will adopt all the applicable principles and practices as promulgated in the MCCG.

In addition, our Group adopted zero-tolerance policy towards any forms of bribery and corruption in our business dealings, and as such have put in place the policies and procedures to manage our corporate liability risks. In relation to the Group’s risk management, our Group has put in place a Risk Management and Internal Control Framework to monitor closely on the risk to an acceptable level towards achieving our Company’s objectives.

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