

NOTICE ACCOMPANYING THE ELECTRONIC PROSPECTUS OF SSF HOME GROUP BERHAD (FORMERLY KNOWN AS SSF HOME LIVING SDN BHD) (“SHG” OR THE “COMPANY”) DATED 8 SEPTEMBER 2023 (“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, M & A Securities Sdn Bhd (“**M&A Securities**”), or Coresec Advisory 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 Form is not available in electronic format.

Jurisdictional Disclaimer

This distribution of the Electronic Prospectus and the sale of the units are subject to Malaysian law. Bursa Securities, M&A Securities and SHG take no responsibility for the distribution of the Electronic Prospectus and/or the sale of the units outside Malaysia, which may be restricted by law in other jurisdictions. The Electronic Prospectus does not constitute and may not be used for the purpose of an offer to sell or an invitation of an offer to buy any units, to any person outside Malaysia or in any jurisdiction in which such offer or invitation is not authorised or lawful or to any person to whom it is unlawful to make such offer or invitation.

Close of Application

Applications will be accepted from 10.00 a.m. on 8 September 2023 and will close at 5.00 p.m. on 27 September 2023.

In the event the Closing Date is extended, SHG will advertise the notice of the extension in a widely circulated English and Bahasa Malaysia daily newspaper in Malaysia prior to the original Closing Date.

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 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.

SSF HOME

SSF HOME GROUP BERHAD

(formerly known as SSF Home Living Sdn Bhd)
(201501016707 (1142041-X))
(Incorporated in Malaysia)

ADDRESS

Sunway Nexis
C-11-08 & C-11-09
1, Jalan PJU 5/1, Kota Damansara
47810, Petaling Jaya, Selangor

Telephone

03 - 8605 3643

Email

ir@ssf.com.my

www.ssfhome.com



SSF HOME GROUP BERHAD PROSPECTUS

THIS PROSPECTUS IS DATED 8 SEPTEMBER 2023

PROSPECTUS

SSF HOME

SSF HOME GROUP BERHAD

(formerly known as SSF Home Living Sdn Bhd)
(201501016707 (1142041-X))
(Incorporated in Malaysia)

INITIAL PUBLIC OFFERING IN CONJUNCTION WITH OUR LISTING ON THE ACE MARKET OF BURSA MALAYSIA SECURITIES BERHAD ("BURSA SECURITIES") COMPRISING:

(I) PUBLIC ISSUE OF 200,000,000 NEW ORDINARY SHARES IN OUR COMPANY ("ISSUE SHARES") IN THE FOLLOWING MANNER:

- 40,000,000 ISSUE SHARES AVAILABLE FOR APPLICATION BY THE MALAYSIAN PUBLIC;
- 40,000,000 ISSUE SHARES AVAILABLE FOR APPLICATION BY OUR ELIGIBLE DIRECTORS, EMPLOYEES AND PERSONS WHO HAVE CONTRIBUTED TO THE SUCCESS OF OUR GROUP;
- 100,000,000 ISSUE SHARES BY WAY OF PRIVATE PLACEMENT TO BUMIPUTERA INVESTORS APPROVED BY THE MINISTRY OF INVESTMENT, TRADE AND INDUSTRY; AND
- 20,000,000 ISSUE SHARES BY WAY OF PRIVATE PLACEMENT TO SELECTED INVESTORS

AND

(II) OFFER FOR SALE OF 24,000,000 EXISTING ORDINARY SHARES ("OFFER SHARES") BY WAY OF PRIVATE PLACEMENT TO SELECTED INVESTORS

AT AN ISSUE/OFFER PRICE OF RM0.25 PER ISSUE SHARE/ OFFER SHARE, PAYABLE IN FULL UPON APPLICATION.

Adviser, Sponsor, Underwriter and Placement Agent



M & A SECURITIES SDN BHD

(197301001503 (15017-H))

(A Participating Organisation of Bursa Malaysia Securities Berhad)

This Prospectus has been registered by Bursa Securities. The approval of the listing of and quotation for our entire enlarged issued share capital on the ACE Market of Bursa Securities 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 securities 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 document, 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. No securities will be allotted or issued based on this Prospectus after 6 months from the date of this Prospectus.

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

FOR INFORMATION CONCERNING RISK FACTORS WHICH SHOULD BE CONSIDERED BY PROSPECTIVE INVESTORS, SEE "RISK FACTORS" COMMENCING ON PAGE 188.

THE ACE MARKET OF BURSA SECURITIES 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.

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

M & A Securities Sdn Bhd, being our Adviser, Sponsor, Underwriter and Placement Agent to our IPO (as defined herein), acknowledges that, based on all available information, and to the best of its knowledge and belief, this Prospectus constitutes a full and true disclosure of all material facts concerning our IPO.

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

Investors should note that they may seek recourse under Sections 248, 249 and 357 of the Capital Markets and Services Act 2007 ("**CMSA**") 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 the Prospectus or the conduct of any other person in relation to our Group (as defined herein).

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

Approval has been obtained from Bursa Securities for the listing of and quotation for our IPO Shares (as defined herein) on 8 June 2023. Our admission to the Official List of Bursa Securities is not to be taken as an indication of the merits of our IPO, our Company or our Shares. Bursa Securities shall not be liable for any non-disclosure on our 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 whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Prospectus. The valuation utilised for the purpose of the Listing (as defined herein) should not be construed as an endorsement by Bursa Securities, on the value of the subject assets.

The SC had on 12 June 2023 approved the resultant equity structure of our Company under the Bumiputera equity requirements for public listed companies pursuant to our Listing (as defined herein).

Our securities are classified as Shariah compliant by the Shariah Advisory Council of the SC. 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 SC. 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 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.

It shall be your sole responsibility if you are or may be subject to the laws of countries or jurisdictions other than Malaysia, to consult your legal and/or other professional advisers as to whether our IPO would result in the contravention of any law of such countries or jurisdictions.

Further, it shall also be your sole responsibility to ensure that your application for our IPO Shares would be in compliance with the terms of our IPO as stated in our Prospectus and the Application Form and would not be in contravention of any laws of countries or jurisdictions other than Malaysia to which you may be subjected. 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 acceptance as invalid if we believe that such acceptance may violate any law or applicable legal or regulatory requirements.

No action has been or will be taken to ensure that this Prospectus complies with the laws of any country or jurisdiction other than the laws of Malaysia. It shall be your sole responsibility to consult your legal and/or other professional adviser on the laws to which our IPO or you are or might be subjected to. Neither us nor our 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, avoidable or void in any country or jurisdiction.

ELECTRONIC PROSPECTUS

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

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

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

In the event of any discrepancy arising between the contents of the electronic 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 are identical to the copy of the Prospectus registered with Bursa Securities, shall prevail.

In relation to any reference in this Prospectus to third party internet sites (referred to as "**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 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 Adviser are not responsible for the quality of products or services in the Third Party Internet Sites, for fulfilling any of the terms of your agreements with the Third Party Internet Sites. We and our Adviser are also not responsible for any loss or damage or costs 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 of any data, information, files or other material provided by such parties; and
- (iii) Any data, information, files or other material downloaded from Third Party Internet Sites is done at your own discretion and risk. We and our 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 only liable in respect of the integrity of the contents of an Electronic Prospectus, to the extent of the contents of the Electronic Prospectus situated on the web server of the Internet Participating Financial Institutions and shall not be responsible in any way for the integrity of the contents of an 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
- (ii) While all reasonable measures have been taken to ensure the accuracy and reliability of the information provided in an Electronic Prospectus, the accuracy and reliability of an 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 costs, 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 an 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.

The rest of this page is intentionally left blank

INDICATIVE TIMETABLE

All terms used are defined under "Definitions" commencing from page vii.

The indicative timing of events leading to our Listing is set out below:

Events	Indicative date
Issuance of this Prospectus/Opening of Application	8 September 2023
Closing Date/Closing of Application	27 September 2023
Balloting of Application	3 October 2023
Allotment/Transfer of IPO Shares to successful applicants	10 October 2023
Date of Listing	12 October 2023

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

The rest of this page is intentionally left blank

PRESENTATION OF FINANCIAL AND OTHER INFORMATION

All terms used in this section are defined under "Definitions" commencing from page vii.

All references to "**SHG**" and "**Company**" in this Prospectus are to SSF Home Group Berhad (formerly known as SSF Home Living Sdn Bhd) (201501016707 (1142041-X)). Unless otherwise stated, references to "**Group**" are to our Company and our subsidiaries taken as a whole; and references to "**we**", "**us**", "**our**" and "**ourselves**" are to our Company, and, save where the context otherwise requires, our subsidiaries. Unless the context otherwise requires, references to "**Management**" are to our Directors and key senior management as at the date of this Prospectus, and statements as to our beliefs, expectations, estimates and opinions are those of our Management.

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 thousand or million or one decimal place (for percentages) or one sen (for currency). Any discrepancies in the tables included herein between the amounts listed and the totals thereof are due to rounding.

Certain abbreviations, acronyms and technical terms used are defined in the "**Definitions**" and "**Technical Glossary**" appearing after this section. Words denoting singular shall include plural and vice versa and words denoting the masculine gender shall, where applicable, include the feminine gender and vice versa. Reference to persons shall include companies and corporations.

All reference to dates and times are references to dates and times in Malaysia.

Any reference in this Prospectus to any enactment is a reference to that enactment as for the time being amended or re-enacted.

This Prospectus includes statistical data provided by our management and various third-parties and cites third-party projections regarding growth and performance of the industry in which our Group operates. This data is taken or derived from information published by industry sources and from the internal data. In each such case, the source is stated in this Prospectus. Where no source is stated, such information can be assumed to originate from us. In particular, certain information in this Prospectus is extracted or derived from report(s) prepared by the Independent Market Researcher. We believe that the 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 or indirectly linked to such websites do not form part of this Prospectus.

The rest of this page is intentionally left blank

FORWARD-LOOKING STATEMENTS

All terms used are defined under "Definitions" commencing from page vii.

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

Forward-looking statements can be identified by the use of forward-looking terminology such as "**may**", "**will**", "**would**", "**could**", "**believe**", "**expect**", "**anticipate**", "**intend**", "**estimate**", "**aim**", "**plan**", "**forecast**", "**project**" or similar expressions and include all statements that are not historical facts.

Such forward-looking statements include, without limitations, statements relating to:

- (i) Demand for our products;
- (ii) Our business strategies;
- (iii) Our future plans;
- (iv) Our future earnings, cash flows and liquidity; and
- (v) Our ability to pay future dividends.

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

- (i) The economic, political and investment environment in Malaysia; and
- (ii) Government policy, legislation or regulation.

Additional factors that could cause our actual results, performance or achievements to differ materially include, but are not limited to, those discussed in Section 9 – "Risk Factors" and Section 12 – "Financial Information". We cannot give any assurance that the forward-looking statements made in this Prospectus will be realised. Such forward-looking statements are made only as at the date of this Prospectus.

Should we become aware of any subsequent material change or development affecting matters disclosed in this Prospectus arising from the date of registration of this Prospectus but before the date of allotment/transfer of our IPO Shares, we 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 on Supplementary and Replacement Prospectus) of the Prospectus Guidelines of the SC.

DEFINITIONS

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

COMPANIES WITHIN OUR GROUP:

"SHG" or "Company"	:	SSF Home Group Berhad (formerly known as SSF Home Living Sdn Bhd) (201501016707 (1142041-X))
"SHG Group" or "Group"	:	SHG and its subsidiaries, collectively
"SSF"	:	SSF Sdn Bhd (199601008089 (380435-V))
"SSF Creative Life"	:	SSF Creative Life Centre Sdn Bhd (200801001731 (803015-D))
"SSF Delanco"	:	SSF Delanco Sdn Bhd (201701047496 (1261672-M))
"SSF Holdings"	:	SSF Holdings Sdn Bhd (200801010941 (812229-V))
"SSF Home Furnishing"	:	SSF Home Furnishing Sdn Bhd (200201022016 (589679-H))

GENERAL:

"ACE Market"	:	ACE Market of Bursa Securities
"Act"	:	Companies Act 2016
"ADA"	:	Authorised Depository Agent
"Adviser" or "Sponsor" or "Placement Agent" or "Underwriter"	:	M&A Securities
"AGM"	:	Annual general meeting
"Application(s)"	:	Application(s) for IPO Shares by way of Application Form(s), Electronic Share Application(s) or Internet Share Application(s)
"Application Form(s)"	:	Printed application form(s) for the application of our IPO Shares accompanying this Prospectus
"ATM"	:	Automated teller machine
"Board"	:	Board of Directors of SHG
"Bursa Depository" or "Depository"	:	Bursa Malaysia Depository Sdn Bhd (198701006854 (165570-W))
"Bursa Securities"	:	Bursa Malaysia Securities Berhad (200301033577 (635998-W))
"CAGR"	:	Compound annual growth rate
"CDS"	:	Central Depository System
"CDS Account"	:	Account established by Bursa Depository for a depositor for the recording and dealing in securities by the depositor

DEFINITIONS (Cont'd)

"Central Depositories Act" or "SICDA"	:	Securities Industry (Central Depositories) Act 1991
"Closing Date"	:	Date adopted in this Prospectus as the last date for acceptance and receipt of the Application
"CMSA"	:	Capital Markets and Services Act 2007
"Constitution"	:	Our constitution
"COVID-19"	:	Coronavirus disease 2019, an infectious disease which affects the respiratory system, and it is a global pandemic
"Depository Rules"	:	Rules of Bursa Depository and any appendices thereto as they may be amended from time to time
"Director(s)"	:	An executive director or a non-executive director of our Company within the meaning of Section 2 of the Act
"EBIT"	:	Earnings before interest and tax
"EBITDA"	:	Earnings before interest, tax, depreciation and amortisation
"Electronic Prospectus"	:	Copy of this Prospectus that is issued, circulated or disseminated via the internet and/or an electronic storage medium
"Electronic Share Application(s)"	:	Application(s) for IPO Shares through a Participating Financial Institution's ATM
"EPS"	:	Earnings per share
"FYE"	:	Financial year(s) ended/ending 30 April, as the case may be
"Government"	:	Government of Malaysia
"GP"	:	Gross profit
"HOMEDEC"	:	Home design and interior exhibition
"HQ SB"	:	Our previous rented head office cum warehouse located at 2601, Off Jalan Welfare, Kampung Baru Sungai Buloh, Selangor with built-up area of approximately 59,205 sq ft
"IFRS"	:	International Financial Reporting Standards
"IMR"	:	Protégé Associates Sdn Bhd (200401037256 (675767-H)), our Independent Market Researcher
"IMR Report"	:	Independent Market Research Report titled "Strategic Analysis of the Home Furnishing Retail Industry in Malaysia" dated 18 August 2023
"Initial Public Offering" or "IPO"	:	Our initial public offering comprising the Public Issue and Offer for Sale

DEFINITIONS (Cont'd)

"Internet Participating Financial Institution(s)"	:	Participating financial institution(s) for Internet Share Applications as listed in Section 16.6
"Internet Share Application(s)"	:	Application(s) for IPO Shares through an online share application service provided by Internet Participating Financial Institution
"IPO Price"	:	Issue/offer price of RM0.25 per Share under our Public Issue and Offer for Sale
"IPO Share(s)"	:	Issue Share(s) and Offer Share(s), collectively
"ISO"	:	International Organisation for Standardisation
"Issue Share(s)"	:	New Share(s) to be issued under the Public Issue
"Issuing House"	:	Tricor Investor & Issuing House Services Sdn Bhd (197101000970 (11324-H))
"IT"	:	Information technology
"Klang Warehouse"	:	Our previous rented warehouse located at PT 128899 (Lot 15749 & Lot 15750), Jalan Kebun, 41200 Klang Selangor with warehouse space of approximately 114,190 sq ft
"Listing"	:	Listing of and quotation for our entire enlarged share capital of RM124,219,000 comprising 800,000,000 Shares on the ACE Market
"Listing Requirements"	:	ACE Market Listing Requirements of Bursa Securities, as amended from time to time
"Listing Scheme"	:	Comprising the Public Issue, Offer for Sale and Listing, collectively
"Living Market"	:	Living Market Sdn Bhd (previously known as SSF Living Market Sdn Bhd) (201701047487 (1261663-K))
"LPD"	:	10 August 2023, being the latest practicable date for ascertaining certain information contained in this Prospectus
"M&A Securities"	:	M & A Securities Sdn Bhd (197301001503 (15017-H))
"Malaysian Public"	:	Malaysian citizens and companies, co-operatives, societies and institutions incorporated or organised under the laws of Malaysia
"Market Day"	:	Any day between Monday to Friday (both days inclusive) which is not a public holiday and on which Bursa Securities is open for the trading of securities
"MCO"	:	The 2020 Malaysia movement control order, commonly referred to as the MCO, implemented as a preventive measure by the Government in response to the COVID-19 pandemic in the country, which began from 18 March 2020 and unless otherwise specified, includes all its subsequent phases
"MFRS"	:	Malaysian Financial Reporting Standards

DEFINITIONS (*Cont'd*)

"MITI"	:	Ministry of Investment, Trade and Industry, Malaysia
"MyIPO"	:	Intellectual Property Corporation of Malaysia
"NA"	:	Net assets
"NBV"	:	Net book value
"Offer for Sale"	:	Offer for sale of 24,000,000 Offer Shares by our Selling Shareholders at our IPO Price
"Offer Share(s)"	:	Existing Share(s) to be offered under our Offer for Sale
"Official List"	:	A list specifying all securities which have been admitted for listing on the ACE Market
"Participating Financial Institution(s)"	:	Participating financial institution(s) for Electronic Share Applications as listed in Section 16.5
"PAT"	:	Profit after taxation
"PBT"	:	Profit before taxation
"PE Multiple"	:	Price-to-earnings multiple
"Pink Form Allocations"	:	Allocation of 40,000,000 Issue Shares to our eligible Directors, employees and persons who have contributed to the success of our Group, which forms part of our Public Issue
"Port Klang Warehouse"	:	Our previous rented warehouse located at Lot 51, Jalan Sungai Pinang 5/1, KS11, Taman Perindustrian Pulau Indah, 42920 Port Klang, Selangor with warehouse space of approximately 100,000 sq ft
"Promoter(s)"	:	Wong Choong Loong, Lok Kok Khong, Chin See Kew and Wong Choong Lian, collectively
"Prospectus"	:	This prospectus dated 8 September 2023 in relation to our IPO
"Public Issue"	:	Public issue of 200,000,000 Issue Shares at our IPO Price
"ROC"	:	Registrar of Companies
"SC"	:	Securities Commission Malaysia
"Selling Shareholders"	:	Chin See Kew and Wong Choong Lian who are undertaking the Offer for Sale, collectively
"Seven Star Realty"	:	Seven Star Realty Sdn Bhd (200001001651 (504256-M))
"SFair"	:	SFair Factory Outlet Sdn Bhd (previously known as SSF Home Deco Sdn Bhd) (200801026935 (828259-T))
"Share(s)" or "SHG Share(s)"	:	Ordinary share(s) in SHG

DEFINITIONS (Cont'd)

"SOP(s)"	:	Standard operating procedures
"Specified Shareholder(s)"	:	Wong Choong Loong, Lok Kok Khong, Chin See Kew, and Wong Choong Lian, collectively
"sq ft"	:	Square feet
"Subdivision of Shares"	:	Subdivision of our issued share capital of RM74,219,000 comprising 74,219,000 Shares into RM74,219,000 comprising 600,000,000 Shares, which was completed on 18 July 2023
"UK"	:	United Kingdom
"Underwriting Agreement"	:	Underwriting agreement dated 18 August 2023 entered into between SHG and M&A Securities for the purpose of our IPO
"WP"	:	Wilayah Persekutuan, Kuala Lumpur

CURRENCY:

"RM" or "sen"	:	Ringgit Malaysia and sen respectively
"USD"	:	United States Dollar

MCO PHASES AND PERIODS:

"MCO 1.0"	:	The first MCO announced by the Government
		<u>Period</u> 18 March 2020 to 3 May 2020
"CMCO"	:	Conditional MCO, a less restrictive phase of MCO
		<u>Period</u> 4 May 2020 to 9 June 2020
"RMCO"	:	Recovery MCO, recovery phase following the CMCO. Re-imposition of the MCO, CMCO and RMCO with varied restrictions among certain states
		<u>Period</u> 10 June 2020 to 31 May 2021
"FMCO"	:	Full MCO or total lockdown, tightened MCO in the face of rising cases in the nation
		<u>Period</u> 1 June 2021 to 28 June 2021
"NRP"	:	National Recovery Plan, to help the country emerge from the COVID-19 pandemic and economic fallout, and consist of 4 phases
		<u>Period</u> 15 June 2021 to 31 March 2022

TECHNICAL GLOSSARY

This glossary contains an explanation of certain terms used throughout this Prospectus in connection with our Group's business. The terminologies and their meanings may not correspond to the standard industry usage of these terms:

"CCTV"	: Close-circuit television, a system of video cameras used to transmit a signal to a specific place. It is often used for surveillance in areas that may need monitoring such as retail outlets, banks and public areas
"Concept displays"	: A retail display that incorporates different interior design themes such as Country Home, Oriental with Classical, Victorian, English Country, Vintage Home and Modern Contemporary designs
"E-commerce"	: Electronic commerce which is the buying and selling of goods over an electronic network, primarily the internet
"ERP system"	: Enterprise-wide resource planning system
"Eye-level displays"	: A practice of positioning products at or near eye level in a retail space utilising shelves to make products more visible and accessible
"Forced-path layout"	: A retail layout that is designed to guide customers through a pre-determined path at the retail outlet to expose them to products offered
"GPS"	: Global positioning system, a satellite-based navigation system that provides location and time information in all weather conditions
"Home décor"	: A physical item that is used to decorate a home to provide visual and functional appeal
"House displays"	: A retail display that incorporates functional interior designs to provide desired inspiration for bedroom, bathroom, living room and dining room
"POS"	: Point of sales, a technology system that combines the use of software (such as inventory management, processing of payments, generate sales report) and hardware (monitor, cash register, barcode scanner) to facilitate transactions between a business and customers
"QC"	: Quality control
"QR codes"	: Quick response codes, a two-dimensional barcode made up of black and white squares arranged in a specific pattern
"Retail branding"	: A strategy of introducing products to customers under a specific brand name and logo design
"Retail outlet"	: An outlet in which goods are sold to customers
"SKU(s)"	: Stock keeping unit(s)
"Trading house"	: An entity that facilitates the buying and selling of goods between manufacturers and buyers. It acts as an intermediary where it sources for goods from manufacturers and sells the good to its customers

TECHNICAL GLOSSARY (*Cont'd*)

- “Visual merchandising” : A marketing strategy that optimises the presentation of products in a retail space to better highlight their features and usage which consists of window displays, concept displays, house displays and eye-level displays
- “Wholesaler” : A business that buys goods in large quantities from manufacturers or other wholesalers and in turn sells them to other businesses which include amongst others, retailers, industrial and commercial users
- “Window displays” : A retail display that incorporates the usage of storefront window to attract customers to the retail outlet

The rest of this page is intentionally left blank

TABLE OF CONTENTS

1.	CORPORATE DIRECTORY	1
2.	PROSPECTUS SUMMARY	
2.1	PRINCIPAL DETAILS OF OUR IPO	5
2.2	GROUP STRUCTURE AND BUSINESS MODEL	5
2.3	IMPACT OF COVID-19 AND MCO.....	7
2.4	COMPETITIVE STRENGTHS	8
2.5	BUSINESS STRATEGIES.....	9
2.6	RISK FACTORS	9
2.7	DIRECTORS AND KEY SENIOR MANAGEMENT	10
2.8	PROMOTERS AND SUBSTANTIAL SHAREHOLDERS.....	11
2.9	UTILISATION OF PROCEEDS	12
2.10	FINANCIAL AND OPERATIONAL HIGHLIGHTS.....	12
2.11	DIVIDEND POLICY	14
3.	APPROVALS AND CONDITIONS	
3.1	APPROVALS AND CONDITIONS.....	15
3.2	MORATORIUM ON OUR SHARES	17
4.	DETAILS OF OUR IPO	
4.1	OPENING AND CLOSING OF APPLICATION PERIOD	19
4.2	INDICATIVE TIMETABLE	19
4.3	DETAILS OF OUR IPO	19
4.4	SHARE CAPITAL, CLASSES OF SHARES AND RANKINGS	25
4.5	PURPOSES OF OUR IPO	25
4.6	BASIS OF ARRIVING AT OUR IPO PRICE	26
4.7	TOTAL MARKET CAPITALISATION UPON LISTING	26
4.8	DILUTION	27
4.9	UTILISATION OF PROCEEDS	28
4.10	BROKERAGE FEES, PLACEMENT FEES AND UNDERWRITING COMMISSION	32
4.11	SALIENT TERMS OF THE UNDERWRITING AGREEMENT	33
4.12	TRADING AND SETTLEMENT IN SECONDARY MARKET	36
5.	INFORMATION ON PROMOTERS, SUBSTANTIAL SHAREHOLDERS, DIRECTORS AND KEY SENIOR MANAGEMENT	
5.1	PROMOTERS AND SUBSTANTIAL SHAREHOLDERS.....	37
5.2	DIRECTORS.....	40
5.3	KEY SENIOR MANAGEMENT.....	70
5.4	BOARD PRACTICE	77
5.5	RELATIONSHIPS AND/OR ASSOCIATIONS.....	84
5.6	EXISTING OR PROPOSED SERVICE AGREEMENTS	84
5.7	DECLARATIONS FROM PROMOTERS, DIRECTORS AND KEY SENIOR MANAGEMENT	84
6.	INFORMATION ON OUR GROUP	
6.1	INFORMATION ON OUR COMPANY	86
6.2	GROUP RESTRUCTURING	87
6.3	GROUP STRUCTURE.....	89
6.4	SUBSIDIARIES AND ASSOCIATED COMPANIES	91
6.5	MATERIAL CONTRACTS.....	92
6.6	PUBLIC TAKE-OVERS	92
6.7	MAJOR APPROVALS AND LICENCES	93
6.8	INTELLECTUAL PROPERTIES	94
6.9	PROPERTY, PLANT AND EQUIPMENT	101
6.10	EMPLOYEES.....	120

TABLE OF CONTENTS (Cont'd)

7.	BUSINESS OVERVIEW	
7.1	OUR HISTORY	122
7.2	DESCRIPTION OF OUR BUSINESS	131
7.3	OUR RANGE OF PRODUCTS	141
7.4	PRINCIPAL MARKETS AND SEGMENTS	146
7.5	PRINCIPAL PLACE OF BUSINESS.....	147
7.6	BUSINESS PROCESSES	148
7.7	CASH MANAGEMENT POLICY	152
7.8	SECURITY AND LOSS PREVENTION.....	152
7.9	INSURANCE	153
7.10	PROCUREMENT ACTIVITIES	153
7.11	INVENTORY MANAGEMENT	154
7.12	INTERRUPTION TO BUSINESS AND OPERATIONS.....	155
7.13	SEASONAL OR CYCLICAL EFFECTS.....	159
7.14	TYPES, SOURCES AND AVAILABILITY OF MATERIALS	159
7.15	MARKETING AND DISTRIBUTION CHANNELS	160
7.16	RESEARCH AND DEVELOPMENT.....	164
7.17	TECHNOLOGY USED OR TO BE USED.....	164
7.18	QUALITY CONTROL.....	165
7.19	MAJOR CUSTOMERS	167
7.20	MAJOR SUPPLIERS.....	168
7.21	COMPETITIVE STRENGTHS	171
7.22	FUTURE PLANS AND BUSINESS STRATEGIES	173
7.23	PROSPECTS OF OUR GROUP	176
8.	IMR REPORT	177
9.	RISK FACTORS	
9.1	RISKS RELATING TO OUR BUSINESS	188
9.2	RISKS RELATING TO OUR INDUSTRY	197
9.3	RISKS RELATING TO THE INVESTMENT IN OUR SHARES	198
9.4	OTHER RISKS	199
10.	RELATED PARTY TRANSACTION	
10.1	RELATED PARTY TRANSACTIONS	200
10.2	OTHER TRANSACTIONS	219
11.	CONFLICT OF INTEREST	
11.1	INTEREST IN SIMILAR BUSINESS AND IN BUSINESSES OF OUR CUSTOMERS AND SUPPLIERS	224
11.2	DECLARATIONS OF CONFLICT OF INTEREST BY OUR ADVISERS.....	227
12.	FINANCIAL INFORMATION	
12.1	HISTORICAL FINANCIAL INFORMATION	228
12.2	MANAGEMENT'S DISCUSSION AND ANALYSIS OF RESULTS OF OPERATIONS AND FINANCIAL CONDITION	234
12.3	LIQUIDITY AND CAPITAL RESOURCES	274
12.4	BORROWINGS	275
12.5	TYPES OF FINANCIAL INSTRUMENTS USED, TREASURY POLICIES AND OBJECTIVES	277
12.6	MATERIAL CAPITAL COMMITMENTS	277
12.7	MATERIAL LITIGATION AND CONTINGENT LIABILITIES	277
12.8	KEY FINANCIAL RATIOS	278
12.9	SIGNIFICANT FACTORS AFFECTING OUR REVENUE	285
12.10	IMPACT OF GOVERNMENT, ECONOMIC, FISCAL OR MONETARY POLICIES.....	287
12.11	IMPACT OF INFLATION	287
12.12	IMPACT OF FOREIGN EXCHANGE RATES, INTEREST RATES AND/OR COMMODITY PRICES ON OUR GROUP'S OPERATIONS	287

TABLE OF CONTENTS (Cont'd)

12.13	ORDER BOOK	289
12.14	DIRECTORS' DECLARATION ON OUR GROUP'S FINANCIAL PERFORMANCE	289
12.15	TREND INFORMATION	289
12.16	DIVIDEND POLICY	290
12.17	CAPITALISATION AND INDEBTEDNESS	292
13.	ACCOUNTANTS' REPORT	293
14.	REPORTING ACCOUNTANTS' REPORT ON PRO FORMA COMBINED FINANCIAL INFORMATION	381
15.	STATUTORY AND OTHER INFORMATION	
15.1	SHARE CAPITAL.....	394
15.2	SHARE CAPITAL OF OUR SUBSIDIARIES	394
15.3	CONSTITUTION	396
15.4	GENERAL INFORMATION.....	405
15.5	CONSENTS	405
15.6	DOCUMENTS FOR INSPECTION	405
15.7	RESPONSIBILITY STATEMENTS	406
16.	SUMMARISED PROCEDURES FOR APPLICATION AND ACCEPTANCE	
16.1	OPENING AND CLOSING OF APPLICATION PERIOD	407
16.2	METHODS OF APPLICATIONS	407
16.3	ELIGIBILITY	408
16.4	APPLICATION BY WAY OF APPLICATION FORMS	409
16.5	APPLICATION BY WAY OF ELECTRONIC SHARE APPLICATIONS	410
16.6	APPLICATION BY WAY OF INTERNET SHARE APPLICATIONS	410
16.7	AUTHORITY OF OUR BOARD AND THE ISSUING HOUSE	411
16.8	OVER/UNDER SUBSCRIPTION	411
16.9	UNSUCCESSFUL / PARTIALLY SUCCESSFUL APPLICANTS	412
16.10	SUCCESSFUL APPLICANTS.....	413
16.11	ENQUIRIES.....	414

The rest of this page is intentionally left blank

1. CORPORATE DIRECTORY

BOARD OF DIRECTORS

Name	Designation	Residential address	Nationality/ Profession	Gender
Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah	Independent Non-Executive Chairman	45, Jalan SS5A/16 47301 Kelana Jaya Selangor	Malaysian/ Director	Male
Wong Choong Loong	Managing Director/ Chief Executive Officer	8, Jalan 6/39 Taman Petaling Kepong 52100 Kuala Lumpur	Malaysian/ Director	Male
Lok Kok Khong	Executive Director/ Deputy Chief Executive Officer	Armanee Terrace B-6-B01, Jalan PJU 8/1 Damansara Perdana 47820 Petaling Jaya Selangor	Malaysian/ Director	Male
Chin See Kew	Executive Director	8, Jalan 6/39 Taman Petaling Kepong 52100 Kuala Lumpur	Malaysian/ Director	Female
Wong Choong Lian	Executive Director	8, Jalan BRP 3/3B Bukit Rahman Putra Seksyen U20, Sungai Buloh 40160 Shah Alam Selangor	Malaysian/ Director	Male
Kong Sau Kian	Independent Non-Executive Director	25, Jalan Setia Nusantara U13/22J Setia Eco Park 40170 Shah Alam Selangor	Malaysian/ Director	Male
Ng Chee Hoong	Independent Non-Executive Director	22A, Jalan Putra Indah 9/23 Putra Heights 47650 Subang Jaya Selangor	Malaysian/ Director	Male
Lim Su May	Independent Non-Executive Director	79, Duta Villa Jalan Duta Villa 1 Seksyen U13 Setia Alam 40170 Shah Alam Selangor	Malaysian/ Director	Female
Er Kian Hong	Independent Non-Executive Director	1, Jalan Kenyalang 11/3H Kota Damansara 47810 Petaling Jaya Selangor	Malaysian/ Director	Female

1. CORPORATE DIRECTORY (Cont'd)

AUDIT AND RISK MANAGEMENT COMMITTEE

Name	Designation	Directorship
Ng Chee Hoong	Chairman	Independent Non-Executive Director
Kong Sau Kian	Member	Independent Non-Executive Director
Er Kian Hong	Member	Independent Non-Executive Director

REMUNERATION COMMITTEE

Name	Designation	Directorship
Kong Sau Kian	Chairman	Independent Non-Executive Director
Ng Chee Hoong	Member	Independent Non-Executive Director
Lim Su May	Member	Independent Non-Executive Director
Er Kian Hong	Member	Independent Non-Executive Director

NOMINATION COMMITTEE

Name	Designation	Directorship
Er Kian Hong	Chairperson	Independent Non-Executive Director
Ng Chee Hoong	Member	Independent Non-Executive Director
Kong Sau Kian	Member	Independent Non-Executive Director

COMPANY SECRETARY

: Wong Yen Lee (SSM PC No. 202008001170)
(MAICSA 7046106)
*(Chartered Secretary and Fellow member of the Malaysian
Institute of Chartered Secretaries and Administrators)*

5-1, Jalan Radin Bagus 9
Bandar Baru Sri Petaling
57000 Kuala Lumpur

Telephone: 03-9054 1498

REGISTERED OFFICE

: 5-1, Jalan Radin Bagus 9
Bandar Baru Sri Petaling
57000 Kuala Lumpur

Telephone: 03-9054 1498

HEAD OFFICE

: Sunway Nexis
C-11-08 & C-11-09
1, Jalan PJU 5/1
Kota Damansara
47810 Petaling Jaya
Selangor

Telephone: 03-6140 2020

**EMAIL ADDRESS AND
WEBSITE**

: Website: www.ssfhome.com
Email address: ir@ssf.com.my

1. CORPORATE DIRECTORY (Cont'd)

- AUDITORS AND REPORTING ACCOUNTANTS FOR OUR LISTING** : **Moore Stephens Associates PLT (LLP0000963-LCA & (AF002096))**
- Unit 3.3A, 3rd Floor, Surian Tower
1, Jalan PJU 7/3
Mutiara Damansara
47810 Petaling Jaya
Selangor
- Telephone: 03-7724 1033
- Partner-in-charge: Stephan Wan Yeng Leong
(Chartered Accountant, Member of Malaysian Institution of Accountants and Malaysian Institute of Certified Public Accountants)
- Approved number: 02963/07/2025 J
- SOLICITORS FOR OUR LISTING** : **Rosli Dahlan Saravana Partnership**
- Level 16, Menara 1 Dutamas
Solaris Dutamas
1, Jalan Dutamas 1
50480 Kuala Lumpur
- Telephone: 03-6209 5400
- ISSUING HOUSE AND SHARE REGISTRAR** : **Tricor Investor & Issuing House Services Sdn Bhd (197101000970 (11324-H))**
- Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3
Bangsar South
8, Jalan Kerinchi
59200 Kuala Lumpur
- Telephone: 03-2783 9299
- INDEPENDENT MARKET RESEARCHER** : **Protégé Associates Sdn Bhd (200401037256 (675767-H))**
- Suite C-09-12, Plaza Mont' Kiara
2, Jalan Kiara
Mont' Kiara
50480 Kuala Lumpur
- Telephone: 03-6201 9301
- Person-in-charge: Seow Cheow Seng
(Master in Business Administration from Charles Sturt University, Australia and Bachelor of Business majoring in Marketing from RMIT University, Australia)

1. CORPORATE DIRECTORY (Cont'd)

**ADVISER, SPONSOR,
UNDERWRITER AND
PLACEMENT AGENT**

**: M & A Securities Sdn Bhd
(197301001503 (15017-H))**

45-11, The Boulevard
Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur

Telephone: 03-2284 2911

LISTING SOUGHT

: ACE Market

SHARIAH STATUS

: Approved by Shariah Advisory Council of SC

The rest of this page is intentionally left blank

2. 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.

2.1 PRINCIPAL DETAILS OF OUR IPO

	Public Issue		Offer for Sale		Total	
	No. of Shares	(1)%	No. of Shares	(1)%	No. of Shares	(1)%
Malaysian Public ⁽²⁾	40,000,000	5.0	-	-	40,000,000	5.0
Pink Form Allocations	40,000,000	5.0	-	-	40,000,000	5.0
Private placement to Bumiputera investors approved by MITI	100,000,000	12.5	-	-	100,000,000	12.5
Private placement to selected investors	20,000,000	2.5	24,000,000	3.0	44,000,000	5.5
	200,000,000	25.0	24,000,000	3.0	224,000,000	28.0

Enlarged number of Shares upon Listing	800,000,000
IPO Price per Share	RM0.25
Market capitalisation upon Listing (based on our IPO Price and enlarged number of Shares upon Listing)	RM200,000,000

Notes:

- (1) As a percentage of our enlarged share capital after our IPO.
- (2) 20,000,000 Shares will be set aside for Bumiputera public investors.

Further details of our IPO are set out in Section 4.

In compliance with the Listing Requirements, the entire shareholdings of our Specified Shareholders' after IPO, namely Wong Choong Loong, Lok Kok Khong, Chin See Kew and Wong Choong Lian will be held under moratorium for 6 months from the date of our Listing. Thereafter, their shareholdings amounting to 45.0% of our share capital will remain under moratorium for another 6 months. Our Specified Shareholders may sell, transfer or assign up to a maximum of one-third per annum (on a straight-line basis) of their shares held under moratorium upon expiry of the second 6 months period.

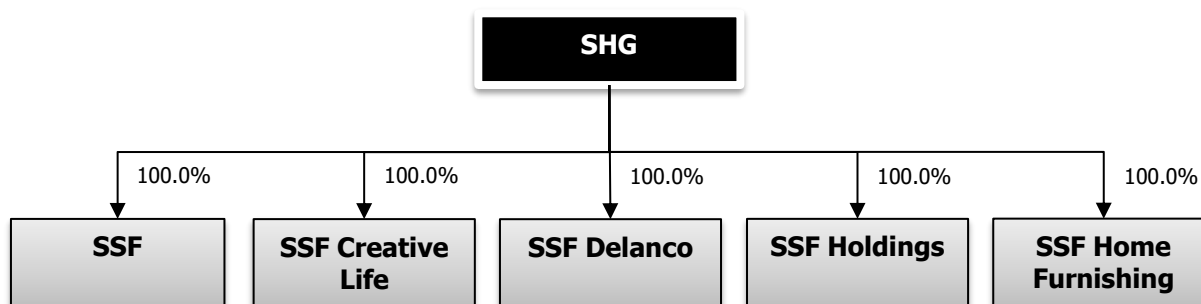
Further details on the moratorium on our Shares are set out in Section 3.2.

2.2 GROUP STRUCTURE AND BUSINESS MODEL

Our Company was incorporated in Malaysia under the Companies Act 1965 on 24 April 2015, as a private limited company under the name of Smart APP Outlet Sdn Bhd. On 18 November 2019, we changed our name to SSF Home Living Sdn Bhd and subsequently on 19 December 2022, we assumed the name of SSF Home Group Sdn Bhd. On 18 January 2023, we converted into a public limited company and adopted our present name.

2. PROSPECTUS SUMMARY (Cont'd)

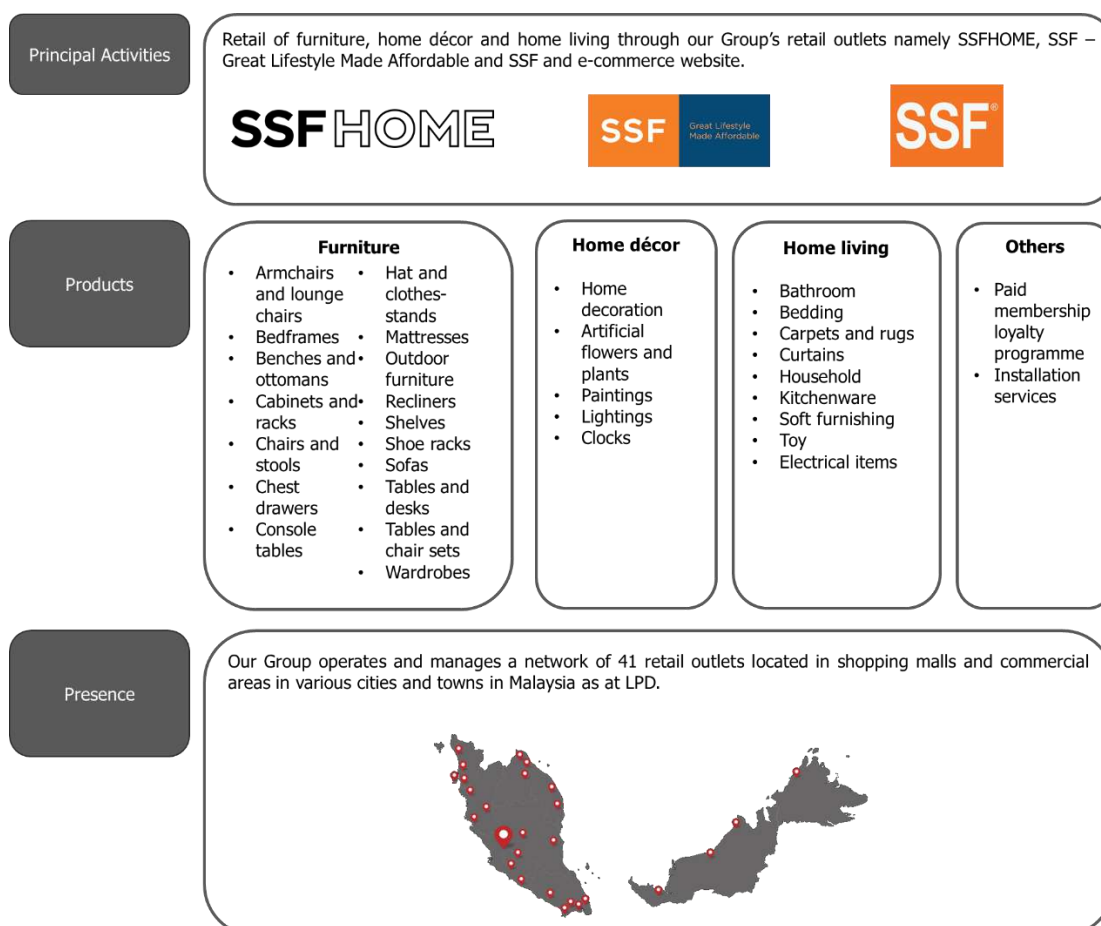
Our Company is principally an investment holding company. Our Group structure as at LPD is as follows:



Through our subsidiaries, we are principally involved in the retail of furniture, home décor and home living products via our retail channel (retail outlets) and online channel (e-commerce website). We offer a comprehensive range of furniture, home décor and home living products for use in various applications and settings.

We have been involved in the home furnishing retail industry for more than 30 years since the incorporation of Seven Star Trading (a business specialising in the wholesale of various types of artificial flowers and plants) in 1989 in Malaysia. Upon incorporation of Seven Star Trading in 1989, we commenced our wholesale business operations.

Our Group's business model is illustrated in the diagram below:



Further details of our Group and our business model are set out in Sections 6 and 7.

2. PROSPECTUS SUMMARY (Cont'd)

Our principal market is Malaysia as we generate all our revenue locally for FYE 2020 to 2023. During FYE 2020 to 2023, our Group's revenue was mainly derived from the furniture segment, which contributed approximately 51.4% to 55.4% of our Group's total revenue, whereas the remaining revenue was mainly generated from the home décor and home living segments.

Further details on the breakdown of our revenue are set out in Section 12.2.2.

2.3 IMPACT OF COVID-19 AND MCO

2.3.1 Impact of COVID-19 on our Group

Due to the outbreak of COVID-19, the Government implemented various stages of MCO to curb the spread of COVID-19 pandemic.

During MCO 1.0, our operations were temporarily suspended and all our employees were restricted from working in our premises including our office, warehouse and retail outlets between 18 March 2020 to 3 May 2020. We gradually resume operations with 50.0% workforce capacity after obtaining the approval from MITI on 6 May 2020 for Peninsular Malaysia and 11 May 2020 for East Malaysia.

During FMCO, our retail operations were temporarily suspended and work from home arrangements were implemented for our headquarters-based employees with no more than 30.0% of management staff allowed in the headquarters. Throughout the NRP Phase 1 to Phase 4, we continued to operate with different workforce capacity during each phase of the NRP as permitted by MITI. We gradually resumed operations during the NRP Phase 1, when we obtained the approval from MITI in August 2021 with 60.0% workforce capacity. Subsequently, we increased our workforce capacity to 80.0% during NRP Phase 2 and 3. We resumed full workforce capacity during NRP Phase 4.

2.3.2 Impact of COVID-19 and MCO on our supply chain

When the MCO 1.0 was first imposed in March 2020, our supply chain was disrupted due to abrupt closure of economic activities. As our supplies are also sourced overseas, we experienced longer customs clearance period as a result of port congestion, which led to additional demurrage and detention charges of RM0.14 million in FYE 2020. However, we did not experience material disruption in terms of meeting our customers' demands or delivery as our retail operations were also temporarily suspended during the period.

Separately, we took longer to fulfil our sales orders from online channel during this period (i.e. lead time of approximately 7 to 10 days, increased to approximately 21 days) as interstate travel restrictions and lower workforce capacity were allowed in Peninsular Malaysia, which limited our ability to deliver our products.

In order to mitigate delays in incoming inventory as a result of delays in customs clearance and logistic delay due to travel restrictions, we increased our inventory levels.

2.3.3 Impact of COVID-19 on our liquidity, financial position and financial performance

Save as disclosed below, the business interruptions faced during MCO 1.0 and FMCO until NRP Phase 1 where we suspended our retail operations temporarily, we did not experience any other material adverse impact to our financial performance from the imposition of the various stages of MCOs.

In FYE 2020, as a result of MCO 1.0, we experienced shorter operation period of approximately 10.5 months due to closure of business activities in mid-March 2020 and April 2020. Our revenue then increased by approximately 60.8% from RM129.38 million in FYE 2020 to RM208.07 million in FYE 2021, mainly attributable to the resumption of business activities in FYE 2021 where we were able to operate for a full 12 months.

2. PROSPECTUS SUMMARY (Cont'd)

However, our revenue decreased by 22.6% in FYE 2022 to RM160.99 million, mainly attributed to the imposition of FMCO that led to the closure of businesses in June and July 2021, which resulted in lower revenue generated during FYE 2022 as business activities was only in operations for approximately 10 months. Overall, despite the year-on-year fluctuations arising from the imposition of the various stages of MCO, we recorded a revenue growth of 24.4% for FYE 2022 compared to FYE 2020. Arising from the imposition of FMCO in June and July 2021 (FYE 2022), our Group's total revenue increased by RM13.48 million to RM174.47 million in FYE 2023 due to uninterrupted business operations and increase in number of active members.

2.3.4 Impact of COVID-19 on our Group under the "transition to endemic" phase

Malaysia entered into the "transition to endemic" phase of COVID-19 beginning 1 April 2022, whereby COVID-19 restrictions and SOPs were further relaxed. We did not experience material impact on our operations since the commencement of the "transition to endemic" phase. Notwithstanding the above, we continued to implement in-house COVID-19 related SOPs to reduce the risk of COVID-19 infections amongst our employees.

Further details on the impact of COVID-19 and our measures to commence and continue operations are set out in Section 7.12.

2.4 COMPETITIVE STRENGTHS

Our Directors believe that our business sustainability and future growth are built on the following competitive strengths:

- (a) We have established an extensive presence in Malaysia. Since our venture into the retail segment in 1990 (i.e. establishment of a wholesale and retail store at 33, Jalan Chow Kit, WP), we have established a network of retail outlets across Malaysia. As at LPD, we manage and operate 41 retail outlets with a total retail space of 1,026,504 sq ft which allow us to reach a large base of customers across a wide geographical area;
- (b) We have been involved in the home furnishing retail industry for more than 30 years since our incorporation in 1989 (i.e. incorporation of Seven Star Trading). Beginning with artificial flowers and plants, we have since grown to offer more than 10 product categories across 3 product segments in our product portfolio. In addition, we have built a supplier network which consists of 28 suppliers, of which 19 are local manufacturers, 1 local wholesaler, 7 local trading houses and 1 trading house in Hong Kong (all of which are non-related parties) as at LPD;
- (c) We have a large base of loyal customers. As at LPD, we have 82,997 active members who have signed up for our membership programme, all of which are paid memberships;
- (d) We are led by an experienced key senior management team. Our Managing Director/ Chief Executive Officer, Wong Choong Loong has 34 years of experience in the home furnishing retail industry in Malaysia. He is supported by our Group's Executive Directors, namely Lok Kok Khong (joined our Group since January 2022) who has vast knowledge on operations and business strategies as well as Chin See Kew and Wong Choong Lian with their vast working experiences and in-depth industry knowledge; and
- (e) We have large inventory with vast product mix of furniture, home décor and home living products. Our wide product portfolio allows us to better serve our target demographic of middle to high end market and attract new customers. A wide product mix of various price points also allow us to appeal to the mass market to meet their needs. Due to our product mix, we are able to offer a greater selection of products in one location.

2. PROSPECTUS SUMMARY (Cont'd)

Further details of our competitive strengths are set out in Section 7.21.

2.5 BUSINESS STRATEGIES

Our business objectives are to maintain sustainable growth in our business and create long term shareholder value. To achieve our business objectives, we will implement the following business strategies over the period of 36 months from the date of our Listing:

- (a) We intend to establish 18 new retail outlets to strengthen our market presence by expanding our retail outlets to various towns and cities in Malaysia. We intend to set up 6 retail outlets within the first year of our Listing, 6 retail outlets in the second year and lastly another 6 retail outlets in the third year; and
- (b) We intend to implement the following enhancements to our IT infrastructure which comprises (i) migration to new ERP system; (ii) enhancement of our e-commerce website; and (iii) upgrading our SSFHOMe mobile application.

Further details of our business strategies are set out in Section 7.22.

2.6 RISK FACTORS

Before investing in our Shares, you should carefully consider, along with other matters in this Prospectus, the risk factors as set out in Section 9. Some of the more important risk factors are summarised below:

- (a) We are dependent on our brand and reputation as our "SSF" brand, logo and trademarks have brand value and recognition that have contributed significantly to the growth and success of our business. The occurrence of events which draw negative publicity may impact our "SSF" brand and deter our customers from shopping with us;
- (b) We are exposed to disruptions in the services from third-party logistics and courier service providers. In the event of any disruption arising from these third-party logistics and courier service providers in any given region nationwide and should we be unable to arrange for other alternative delivery options in a timely manner, our ability to effectively deliver our products to our retail outlets and/or to the customers may be affected. For FYE 2020 to 2023, RM34.59 million, RM62.51 million, RM51.62 million and RM64.73 million or 26.7%, 30.0%, 32.1% and 37.1% of our total revenue respectively are subject to delivery while the remaining are cash and carry purchases directly from our retail outlets;
- (c) Our business is subject to shipping disruption and fluctuation in freight rates. Our furniture, home décor and home living products are sourced from our local and overseas suppliers who in turn may source them from their supplier network overseas, and thus we rely on marine transportation for the delivery of our products. In the event of any shipping disruption, our order replenishment may be prolonged, which may in turn affect our sales. In addition, if the increase in freight costs cannot be passed on to our customers, such increase may have an adverse impact on our financial performance. In FYE 2021, our Group experienced higher freight rates and shipping disruptions (longer customs clearances for imported products) as a result of the COVID-19 pandemic;
- (d) We are exposed to exchange rate fluctuations. We source some of our products from trading house(s) in Hong Kong. For FYE 2020 to 2023, our purchases from them amounted to 23.6%, 8.8%, 10.6% and 15.5% of our total purchases. In addition, some of our local suppliers' products are sourced from overseas as well and in turn, our purchases from them may be affected by adverse movement in exchange rates. Any significant adverse fluctuations in exchange rates may lead to material adverse impact on our financial performance;

2. PROSPECTUS SUMMARY (Cont'd)

- (e) We are dependent on our ability to hire, train, manage and retain our employees, which includes retail operation employees and support staff. We compete with other retailers for our retail operation employees and if we are unable to hire, train, manage and retain qualified retail operation employees, our quality of service may deteriorate, leading to an adverse material impact on our sales and financial performance;
- (f) We are dependent on our Executive Directors and key senior management for continued success and growth of our business. The loss of any of our Executive Directors and key senior management simultaneously or within a short period of time may create unfavourable impact on our Group's operation and the future growth of our business;
- (g) We are subject to risk of unfavourable changes in the commercial terms with our suppliers which may affect our profit margin. Due to the nature of our business, we do not enter into long-term agreements or arrangements with our suppliers and as such we may be subject to unfavourable changes in the commercial terms based on changes in our suppliers' cost structure or other factors, which will in turn affect our profit margin and our price competitiveness; and
- (h) We are dependent on our ability to secure prime locations for our retail outlets, renewal and changes in the terms of tenancies of our existing retail outlets. There can be no assurance that we will be able to secure rented properties in prime locations for our future plans, or that our existing tenancies will be renewed at terms that are acceptable to us.

2.7 DIRECTORS AND KEY SENIOR MANAGEMENT

Our Directors and key senior management are as follows:

Name	Designation
Directors	
Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah	Independent Non-Executive Chairman
Wong Choong Loong	Managing Director/ Chief Executive Officer
Lok Kok Khong	Executive Director/ Deputy Chief Executive Officer
Chin See Kew	Executive Director
Wong Choong Lian	Executive Director
Kong Sau Kian	Independent Non-Executive Director
Ng Chee Hoong	Independent Non-Executive Director
Lim Su May	Independent Non-Executive Director
Er Kian Hong	Independent Non-Executive Director
Key senior management	
Poon Wai Chee	Chief Financial Officer
Wong Sau Mei	Head of Operations
Woon Foong Peng	Head of Human Resource
Lee Chooi San	Purchasing Manager
Wong Wee Chen	Warehouse cum Project Manager
Lee Pei Pei	Marketing Manager

Further details of our Directors and key senior management are set out in Section 5.

2. PROSPECTUS SUMMARY *(Cont'd)*

2.8 PROMOTERS AND SUBSTANTIAL SHAREHOLDERS

The shareholdings of our Promoters and substantial shareholders in our Company before and after IPO are set out below:

Name	Nationality	⁽¹⁾ Before IPO				⁽²⁾⁽³⁾ After IPO			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Wong Choong Loong	Malaysian	386,400,000	64.4	-	-	386,400,000	48.3	-	-
Lok Kok Khong	Malaysian	120,000,000	20.0	-	-	120,000,000	15.0	-	-
Chin See Kew	Malaysian	47,520,002	7.9	-	-	35,520,002	4.4	-	-
Wong Choong Lian	Malaysian	46,079,998	7.7	-	-	34,079,998	4.3	-	-

Notes:

- (1) Based on the share capital of 600,000,000 Shares after the Subdivision of Shares but before our IPO.
- (2) After Public Issue and Offer for Sale.
- (3) Based on enlarged share capital of 800,000,000 Shares after our IPO.

Further details of our Promoters and substantial shareholders are set out in Section 5.

The rest of this page is intentionally left blank

2. PROSPECTUS SUMMARY (Cont'd)**2.9 UTILISATION OF PROCEEDS**

The estimated gross proceeds from the Public Issue of RM50.00 million will accrue entirely to us and are planned to be utilised in the following manner:

Utilisation of proceeds	RM'000	%	(1) Estimated timeframe for utilisation
Set-up new retail outlets			
- Capital expenditure	14,220	28.5	Within 36 months
- Start-up costs	20,970	41.9	Within 48 months
Repayment of bank borrowings	5,000	10.0	Within 3 months
Marketing activities	1,500	3.0	Within 24 months
General working capital	4,010	8.0	Within 12 months
Estimated listing expenses	4,300	8.6	Immediately
Total	50,000	100.0	

Note:

(1) From the date of Listing of our Shares.

There is no minimum subscription to be raised from IPO.

Detailed information on our utilisation of proceeds is set out in Section 4.9.

The gross proceeds from the Offer for Sale of approximately RM6.00 million shall accrue entirely to our Selling Shareholders.

2.10 FINANCIAL AND OPERATIONAL HIGHLIGHTS

The selected financial and operational information included in this Prospectus is not intended to predict our Group's financial position, results and cash flows.

2.10.1 Combined statements of comprehensive income

The following table sets out the financial highlights based on our combined statements of comprehensive income for FYE 2020 to 2023:

	Audited			
	FYE 2020	FYE 2021	FYE 2022	FYE 2023
	RM'000	RM'000	RM'000	RM'000
Revenue	129,381	208,073	160,990	174,474
GP	70,226	115,452	89,766	95,088
PAT/ total comprehensive income for the financial year	4,108	31,212	16,758	16,031
PAT attributable to the owners of our Company	4,126	31,090	16,632	16,031
GP margin (%) ⁽¹⁾	54.3	55.5	55.8	54.5
PAT margin (%) ⁽²⁾	3.2	15.0	10.4	9.2
Basic EPS (sen) ⁽³⁾	0.7	5.2	2.8	2.7
Diluted EPS (sen) ⁽⁴⁾	0.5	3.9	2.1	2.0

2. PROSPECTUS SUMMARY (Cont'd)

Notes:

- (1) Calculated based on GP over revenue.
- (2) Calculated based on PAT over revenue.
- (3) Calculated based on PAT attributable to owners of our Company divided by our share capital of 600,000,000 Shares before Public Issue.
- (4) Calculated based on PAT attributable to owners of our Company divided by our enlarged share capital of 800,000,000 Shares after Public Issue.

There were no exceptional items during the financial years under review. Our audited combined financial statements for the past financial years under review were not subject to any audit qualifications. Further details on the financial information are set out in Sections 12 and 13.

2.10.2 Pro forma statements of financial position

The following table sets out a summary of the pro forma statements of financial position of our Group based on our audited combined financial statements as at 30 April 2023 to show the effects of the IPO and utilisation of proceeds. It is presented for illustrative purposes only and should be read together with the pro forma statements of financial position as set out in Section 14.

	Audited	I	II	III
	As at 30 April 2023	After Subdivision of Shares	After I and Public Issue	After II and utilisation of proceeds
	RM'000	RM'000	RM'000	RM'000
Total non-current assets	39,535	39,535	39,535	39,535
Total current assets	109,347	109,347	159,347	149,772
Total assets	148,882	148,882	198,882	189,307
Share capital	74,219	74,219	124,219	123,053
Reorganisation deficit	(70,036)	(70,036)	(70,036)	(70,036)
Retained earnings	108,799	108,799	108,799	105,665
Total equity	112,982	112,982	162,982	158,682
Total non-current liabilities	7,136	7,136	7,136	7,136
Total current liabilities	28,764	28,764	28,764	23,489
Total liabilities	35,900	35,900	35,900	30,625
Total equity and liabilities	148,882	148,882	198,882	189,307
No. of Shares in issue ('000)	74,219	600,000	800,000	800,000
NA per Share (RM)	1.52	0.19	0.20	0.20
Borrowings and lease liabilities	24,987	24,987	24,987	19,987
Gearing (times)	0.22	0.22	0.15	0.13

2. PROSPECTUS SUMMARY (Cont'd)**2.11 DIVIDEND POLICY**

Our Company presently does not have any formal dividend policy. It is our intention to pay dividends to our shareholders in the future, however, such payments will depend upon a number of factors, including our Group's financial performance, capital expenditure requirements, general financial condition and any other factors considered relevant by our Board.

During FYE 2020 to 2023, we declared and paid the following dividends:

	Audited			
	FYE 2020	FYE 2021	FYE 2022	FYE 2023
	RM'000	RM'000	RM'000	RM'000
PAT attributable to owners of our Company	4,126	31,090	16,632	16,031
Dividends declared	7,600	-	20,200	700
Dividends paid	⁽¹⁾ 1,800	7,600	10,200	10,700
Dividend payout ratio (%) ⁽²⁾	184.2	-	121.5	4.4

Notes:

- (1) The dividend paid of RM1.80 million was in respect of dividend declared in FYE 2019.
- (2) Computed based on dividends declared over PAT attributable to owners of our Company for each financial year. The PAT attributable to owners of our Company represents the maximum profits available for distribution to our shareholders in FYE 2020 to 2023.

As at LPD, there is no outstanding dividends declared but remained unpaid. The dividends declared and paid in FYE 2020 to 2023 is not an indication of our future dividend payment. Subsequent to FYE 2023 and up to the date of this Prospectus, no dividend was declared, made or paid by our Group. Further, we do not intend to declare and pay any dividends from date of this Prospectus up to our Listing.

Further details of our dividend policy are set out in Section 12.16.

The rest of this page is intentionally left blank

3. APPROVALS AND CONDITIONS

3.1 APPROVALS AND CONDITIONS

3.1.1 Bursa Securities

Bursa Securities had, vide its letter dated 8 June 2023, approved our admission to the Official List of the ACE Market, the listing of and quotation for our entire enlarged issued share capital on the ACE Market and the approval-in-principle for the registration of the Prospectus. The approval from Bursa Securities is subject to the following conditions:

No.	Details of conditions imposed	Status of compliance
(1)	Submit the following information in respect of the moratorium on the shareholdings of the Specified Shareholders to Bursa Depository: <ul style="list-style-type: none"> (i) Name of shareholders; (ii) Number of Shares; and (iii) Date of expiry of the moratorium for each block of Shares. 	Complied
(2)	Confirmation that approvals from other relevant authorities have been obtained for implementation of the Listing;	Complied
(3)	The Bumiputera equity requirements for public listed companies as approved/exempted by the SC including any conditions imposed thereon;	Complied
(4)	Make the relevant announcement pursuant to Paragraphs 8.1 and 8.2 of Guidance Note 15 of the Listing Requirements;	To be complied
(5)	Furnish to 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 SHG on the first day of Listing;	To be complied
(6)	In relation to the Public Issue to be undertaken by SHG, to announce at least 2 market days prior to the Listing date, the result of the offering including the following: <ul style="list-style-type: none"> (i) Level of subscription of public balloting and placement; (ii) Basis of allotment/allocation; (iii) A table showing the distribution for placement tranche; and (iv) Disclosure of placees who become substantial shareholders of SHG arising from the Public Issue, if any; 	To be complied
(7)	SHG/M&A Securities to furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval upon the admission of SHG to the Official List.	To be complied

3. APPROVALS AND CONDITIONS (Cont'd)

3.1.2 SC

Our Listing 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 12 June 2023, approved our resultant equity structure pursuant to our Listing under the Bumiputera equity requirement for public listed companies.

The approval from the SC is subject to the following conditions:

No.	Details of conditions imposed	Status of compliance
(a)	SHG is to allocate shares equivalent to 12.5% of its enlarged number of issued shares at the point of Listing to Bumiputera investors to be approved by MITI; and	Complied
(b)	SHG is to make available at least 50.0% of the Shares offered to the Malaysian public investors via balloting to Bumiputera public investors at the point of Listing.	Complied

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

Category of shareholders	As at 31 December 2022		After our IPO	
	No. of Shares	%	No. of Shares	%
Bumiputera				
- Bumiputera investors to be approved by MITI	-	-	⁽¹⁾ 100,000,000	12.5
- Bumiputera public investors via balloting	-	-	⁽¹⁾ 20,000,000	2.5
- Others	-	-	⁽²⁾ 300,000	⁽³⁾ -
Total Bumiputera	-	-	120,300,000	15.0
Non-Bumiputera	74,219,000	100.0	679,700,000	85.0
Malaysians	74,219,000	100.0	800,000,000	100.0
Foreigners	-	-	-	-
Total	74,219,000	100.0	800,000,000	100.0

Notes:

- (1) Based on the assumption that Shares offered to Bumiputera investors to be approved by MITI and Bumiputera public investors via balloting shall be fully subscribed.
- (2) Based on the assumption that Shares offered to our Independent Non-Executive Chairman, Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah under the Pink Form Allocations shall be fully subscribed.
- (3) Less than 0.1%.

The Shariah Advisory Council of SC had, vide its letter dated 10 February 2023 classified our Shares as shariah-compliant based on our audited combined financial statements for FYE 2022.

3. APPROVALS AND CONDITIONS (Cont'd)

3.1.3 MITI approval

The MITI had, vide its letter dated 23 February 2023, taken note and has no objection to our Listing.

3.2 MORATORIUM ON OUR SHARES

In accordance with Rule 3.19(1) of the Listing Requirements, a moratorium will be imposed on the sale, transfer or assignment of those Shares held by our Specified Shareholders as follows:

- (a) The moratorium applies to the entire shareholdings of our Specified Shareholders for a period of 6 months from the date of our admission to the ACE Market ("**First 6-Month Moratorium**");
- (b) Upon the expiry of the First 6-Month Moratorium, our Company must ensure that our Specified Shareholders' aggregate shareholdings amounting to at least 45.0% of the total number of issued ordinary shares remain under moratorium for another period of 6 months ("**Second 6-Month Moratorium**"); and
- (c) On the expiry of the Second 6-Month Moratorium, our Specified Shareholders may sell, transfer or assign up to a maximum of 1/3 per annum (on a straight line basis) of those Shares held under moratorium.

The rest of this page is intentionally left blank

3. APPROVALS AND CONDITIONS (Cont'd)

Details of our Specified Shareholders and their Shares which will be subject to the abovesaid moratorium, are set out below:

Specified Shareholders	Year 1				Year 2		Year 3	
	Moratorium shares during the First 6-Month Moratorium		Moratorium shares during the Second 6-Month Moratorium		Moratorium shares		Moratorium shares	
	⁽¹⁾ No. of Shares	⁽²⁾ %	⁽¹⁾ No. of Shares	⁽²⁾ %	⁽¹⁾ No. of Shares	⁽²⁾ %	⁽¹⁾ No. of Shares	⁽²⁾ %
Wong Choong Loong	386,400,000	48.3	241,500,000	30.2	161,000,000	20.1	80,500,000	10.1
Lok Kok Khong	120,000,000	15.0	75,000,000	9.4	50,000,000	6.2	25,000,000	3.1
Chin See Kew	35,520,002	4.4	22,200,001	2.8	14,800,001	1.9	7,400,000	0.9
Wong Choong Lian	34,079,998	4.3	21,299,999	2.6	14,199,999	1.8	7,100,000	0.9
	576,000,000	72.0	360,000,000	45.0	240,000,000	30.0	120,000,000	15.0

Notes:

(1) After Offer for Sale.

(2) Based on enlarged share capital of 800,000,000 Shares after our IPO.

The moratorium has been fully accepted by our Specified Shareholders, who have provided written undertakings that they will not sell, transfer or assign their shareholdings under moratorium during the abovementioned moratorium period.

The moratorium restrictions are specifically endorsed on the share certificates representing the Shares under moratorium held by the Specified Shareholders to ensure that our Share Registrar does not register any transfer that contravenes with such restrictions.

The rest of this page is intentionally left blank

4. DETAILS OF OUR IPO

4.1 OPENING AND CLOSING OF APPLICATION PERIOD

The period for Application will open at 10.00 a.m. on 8 September 2023 and will remain open until 5.00 p.m. on 27 September 2023. **LATE APPLICATIONS WILL NOT BE ACCEPTED.**

4.2 INDICATIVE TIMETABLE

Events	Indicative date
Issuance of this Prospectus/Opening of Application	8 September 2023
Closing Date/Closing of Application	27 September 2023
Balloting of Application	3 October 2023
Allotment/Transfer of IPO Shares to successful applicants	10 October 2023
Date of Listing	12 October 2023

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

4.3 DETAILS OF OUR IPO

4.3.1 Listing scheme

(a) Public Issue

A total of 200,000,000 Issue Shares, representing approximately 25.0% of our enlarged share capital are offered at our IPO Price. The Issue Shares shall be allocated in the following manner:

(i) Malaysian Public

40,000,000 Issue Shares, representing approximately 5.0% of our enlarged share capital, are reserved for application by the Malaysian Public, to be allocated via balloting process as follows:

(aa) 20,000,000 Issue Shares made available to public investors; and

(bb) 20,000,000 Issue Shares made available to Bumiputera public investors.

(ii) Eligible Directors, employees and persons who have contributed to the success of our Group

40,000,000 Issue Shares, representing approximately 5.0% of our enlarged share capital, are reserved for our eligible Directors, employees and persons who have contributed to the success of our Group under the Pink Form Allocations. Further details of our Pink Form Allocations are set out in Section 4.3.3.

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

100,000,000 Issue Shares, representing approximately 12.5% of our enlarged share capital, are reserved for private placement to Bumiputera investors approved by MITI.

4. DETAILS OF OUR IPO (Cont'd)

(iv) Private placement to selected investors

20,000,000 Issue Shares, representing approximately 2.5% of our enlarged share capital, are reserved for private placement to selected investors.

The basis of allocation of the Issue Shares shall take into account of our Board's intention to distribute the Issue Shares to a reasonable number of applicants to broaden our Company's shareholding base to meet the public spread requirements, and to establish a liquid and adequate market for our Shares. Applicants will be selected in a fair and equitable manner to be determined by our Directors.

Upon completion of our Public Issue, our share capital will increase from RM74,219,000 comprising 600,000,000 Shares to RM124,219,000 comprising 800,000,000 Shares. There is no over-allotment or 'greenshoe' option that will increase the number of our IPO Shares.

Our Public Issue is subject to the terms and conditions of this Prospectus.

The rest of this page is intentionally left blank

4. DETAILS OF OUR IPO (Cont'd)

(b) Offer for Sale

A total of 24,000,000 Offer Shares, representing 3.0% of our enlarged share capital, are offered by our Selling Shareholders to selected investors by way of private placement at our IPO Price. Our Offer for Sale is subject to the terms and conditions of this Prospectus. The details of our Selling Shareholders and their relationship with our Group are as follows:

Name/ Residential address	Relationship with our Group	⁽¹⁾ Before IPO		Offer for Sale			After IPO	
		No. of Shares	⁽²⁾ %	No. of Shares	⁽²⁾ %	⁽³⁾ %	No. of Shares	⁽³⁾ %
Chin See Kew/ 8, Jalan 6/39 Taman Petaling Kepong 52100 Kuala Lumpur	Promoter, substantial shareholder and Executive Director	47,520,002	7.9	12,000,000	2.0	1.5	35,520,002	4.4
Wong Choong Lian/ 8, Jalan BRP 3/3B Bukit Rahman Putra Seksyen U20 Sungai Buloh 40160 Shah Alam Selangor	Promoter, substantial shareholder and Executive Director	46,079,998	7.7	12,000,000	2.0	1.5	34,079,998	4.3

Notes:

- (1) After completion of Subdivision of Shares prior to Public Issue.
- (2) Based on the issued share capital of 600,000,000 Shares before our IPO.
- (3) Based on the enlarged share capital of 800,000,000 Shares after our IPO.

Our Selling Shareholders shall bear all expenses such as placement fee and miscellaneous fees estimated at approximately RM0.12 million relating to the Offer Shares. The Offer Shares are not underwritten by our Underwriter.

Further details of our Selling Shareholders, who are also our Promoters, substantial shareholders and Directors can be found in Sections 5.1 and 5.2.

4. DETAILS OF OUR IPO (Cont'd)

(c) Listing

Upon completion of our IPO, our Company's entire enlarged share capital of RM124,219,000 comprising 800,000,000 Shares shall be listed on the ACE Market.

4.3.2 Pink Form Allocations

We have allocated 40,000,000 Issue Shares under the Pink Form Allocations to our eligible Directors, employees and persons who have contributed to the success of our Group as follows:

Category	No. of eligible persons	Aggregate no. of Issue Shares allocated
Eligible Directors	5	1,500,000
Eligible employees	203	22,405,300
Persons who have contributed to the success of our Group	63	16,094,700
	271	40,000,000

Pink Form Allocations which are not accepted by certain eligible Directors, employees and persons who have contributed to the success of our Group will be re-allocated to the other eligible Directors as set out in the table below and other eligible employees and persons who have contributed to the success of our Group in a sequence and priority at the discretion of our Board. After said reallocation, any balance portion of Issue Shares under the Pink Form Allocations will be allocated to the Malaysian Public. Further details are set out in Section 4.3.4.

(a) Allocation to eligible Directors

The criteria for allocation to our eligible Directors are based on, amongst others, their anticipated contribution to our Group. Wong Choong Loong (our Managing Director/ Chief Executive Officer), Lok Kok Khong (our Executive Director/ Deputy Chief Executive Officer), Chin See Kew and Wong Choong Lian (our Executive Directors) have opted not to participate in the Pink Form Allocations as they are already our substantial shareholders. In addition, Chin See Kew and Wong Choong Lian are undertaking the Offer for Sale.

Details of the proposed allocation to our other Directors are as follows:

Name	Designation	No. of Issue Shares allocated
Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah	Independent Non-Executive Chairman	300,000
Kong Sau Kian	Independent Non-Executive Director	300,000
Ng Chee Hoong	Independent Non-Executive Director	300,000
Lim Su May	Independent Non-Executive Director	300,000
Er Kian Hong	Independent Non-Executive Director	300,000
		1,500,000

4. DETAILS OF OUR IPO (Cont'd)

(b) Allocation to our eligible employees

The criteria of allocation to our eligible employees (as approved by our Board) are based on, among others, the following factors:

- (i) Our employees must be an eligible and confirmed employee and on the payroll of our Group;
- (ii) The number of shares allocated to our eligible employees are based on their seniority, position, their length of service and their respective performance and contribution made to our Group as well as other factors deemed relevant to our Board; and
- (iii) Be a full-time employee of at least 18 years of age.

Included in the allocation to our eligible employees are the proposed allocations to our key senior management:

Name	Designation	No. of Issue Shares allocated
Poon Wai Chee	Chief Financial Officer	800,000
Wong Sau Mei	Head of Operations	800,000
Woon Foong Peng	Head of Human Resource	400,000
Lee Chooi San	Purchasing Manager	400,000
Wong Wee Chen	Warehouse cum Project Manager	400,000
Lee Pei Pei	Marketing Manager	150,000
		2,950,000

(c) Allocation to persons who have contributed to the success of our Group

Persons who have contributed to the success of our Group include business associates and suppliers, whom are not related parties to our Group.

The number of Issue Shares to be allotted to those persons who have contributed to the success of our Group are based on among others, the nature and terms of their business relationship, length of their relationship and the level of contribution and support to our Group.

4.3.3 Placement and underwriting arrangement

Our Underwriter will underwrite 80,000,000 Issue Shares made available for application by the Malaysian Public and Pink Form Allocations. The balance 120,000,000 Issue Shares and 24,000,000 Offer Shares available for application by Bumiputera investors approved by MITI and selected investors will be placed out by our Placement Agent and will not be underwritten.

Any of our Issue Shares not subscribed by the Malaysian Public or Pink Form Allocations shall be subject to the following clawback and reallocation provisions:

- (a) If any Issue Shares allocated to the Malaysian Public are undersubscribed, the balance portion will be allocated for excess application by our eligible Directors, employees and persons who have contributed to the success of our Group. Likewise, any Issue Shares not taken up under the Pink Form Allocations, will be allocated to the Malaysian Public.

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

- (b) After (a) above, the remaining portion will be made available for application by way of private placement to selected investors to be identified.
- (c) Thereafter, any remaining Issue Shares that are not subscribed for will be subscribed by our Underwriter based on the terms of the Underwriting Agreement.

The allocation of Issue Shares to identified Bumiputera investors shall be subject to the allocation as approved by MITI. Such Issue Shares shall be subject to the following clawback and reallocation provisions:

- (a) Any unsubscribed Issue Shares allocated by MITI shall firstly be reallocated to institutional investors. If after the above reallocation, there are still Issue Shares not taken up, the said unsubscribed Issue Shares shall then be offered to Bumiputera public investors via public balloting.
- (b) After (a) above, the remaining portion will be made available for:
 - (i) Malaysian Public, in the event of an oversubscription; or
 - (ii) application by way of private placement to selected investors to be identified,

the proportion of which will be determined by our Board and the Placement Agent.

The clawback and reallocation shall not apply in the event of over-application of the Issue Shares allocated to the Malaysian Public, Pink Form Allocations and private placement to Bumiputera investors approved by MITI.

4.3.4 Minimum requirements and subscription

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

In the event of an over-subscription, acceptance of Applications by the Malaysian Public shall be subject to ballot to be conducted in a manner approved by our Board. Our Board will ensure that any excess Issue Shares will be allocated on a fair and equitable manner.

Under the Listing Requirements, at least 25.0% of our enlarged share capital for which listing is sought must be in the hands of a minimum of 200 public shareholders, each holding not less than 100 Shares upon our admission to the ACE Market. We expect to meet the public shareholding requirement at the point of our Listing. If we fail to meet the said requirement, we may not be allowed to proceed with our Listing on the ACE Market. In such an event, we will return in full, without interest, all monies paid in respect of all applications. If any such monies are not repaid within 14 days after we become liable to do so, the provision of sub-section 243(2) of the CMSA shall apply accordingly, whereby in addition to our liability to repay such monies, our officers (i.e. our Directors, secretary or executive officer) shall be jointly and severally liable to repay such money with interest at the rate of 10.0% per annum or at such other rate as may be prescribed by the SC from the expiration of that period.

4. DETAILS OF OUR IPO (Cont'd)

As at LPD, save as disclosed in Section 4.3.2, to the extent known to our Company:

- (a) there are no substantial shareholder(s), Directors or key senior management of our Company who have indicated to our Company that they intend to subscribe for the IPO Shares; and
- (b) there are no person(s) who have indicated to our Company that they intend to subscribe for more than 5.0% of the IPO Shares.

4.4 SHARE CAPITAL, CLASSES OF SHARES AND RANKINGS

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

Details	No. of Shares	RM
Share capital		
As at the date of this Prospectus	600,000,000	74,219,000
To be issued under our Public Issue	200,000,000	50,000,000
Enlarged share capital upon our Listing	800,000,000	124,219,000

Our Offer for Sale will not have any effect on our share capital.

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

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

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

Subject to any special rights attaching to any Shares which may be issued by us in the future, our shareholders shall, in proportion to the amount paid-up on the Shares held by them, be entitled to share in whole of the profits paid out by us as dividends and other distributions and any surplus if our Company is liquidated in accordance with our Constitution.

Each of our shareholders shall be entitled to vote at any of our general meetings in person or by proxy or by other duly authorised representative. Every shareholder present in person or by proxy or other duly authorised representative shall have one vote for each Share held on a poll.

4.5 PURPOSES OF OUR IPO

The purposes of our IPO are as follows:

- (a) To enable our Group to raise funds for the purposes specified in Section 4.9 herein;
- (b) To increase our brand visibility and to widen our market reach and customer base in the home furnishing retail industry in Malaysia;

4. DETAILS OF OUR IPO (Cont'd)

- (c) To gain recognition through our listing status to enhance our reputation in the marketing of our products and retain and attract new and skilled employees from the home furnishing retail industry;
- (d) To provide an opportunity for the Malaysian Public, including our eligible Directors, employees and persons who have contributed to the success of our Group to participate in our equity; and
- (e) To enable us to tap into the equity capital market for future fund raising and to provide us the financial flexibility to pursue future growth opportunities as and when they arise.

4.6 BASIS OF ARRIVING AT OUR IPO PRICE

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

- (a) Our pro forma NA per Share as at 30 April 2023 after IPO and utilisation of proceeds of RM0.20, calculated based on our pro forma NA after the Subdivision of Shares, Public Issue and utilisation of proceeds as at 30 April 2023 of approximately RM158.68 million and enlarged share capital of 800,000,000 Shares upon Listing;
- (b) The PE Multiple of our IPO Price of approximately 12.5 times based on our EPS of approximately 2.00 sen for FYE 2023, calculated based on our PAT attributable to owners of our Company for FYE 2023 of RM16.03 million and enlarged share capital of 800,000,000 Shares upon Listing;
- (c) Our historical financial track record as follows:

	Audited			
	FYE 2020	FYE 2021	FYE 2022	FYE 2023
	RM'000	RM'000	RM'000	RM'000
Revenue	129,381	208,073	160,990	174,474
GP	70,226	115,452	89,766	95,088
PAT attributable to the owners of our Company	4,126	31,090	16,632	16,031

- (d) Our competitive strengths as set out in Section 7.21; and
- (e) Our business strategies and prospects as set out in Sections 7.22 and 7.23.

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

4.7 TOTAL MARKET CAPITALISATION UPON LISTING

Based on our IPO Price and enlarged share capital of 800,000,000 Shares upon Listing, our total market capitalisation will be RM200,000,000.

4. DETAILS OF OUR IPO (Cont'd)

4.8 DILUTION

Dilution is the amount by which our IPO Price exceeds our pro forma NA per Share immediately after our IPO. The following table illustrates such dilution on a per Share basis:

	RM
IPO Price	0.25
Pro forma NA per Share as at 30 April 2023 after Subdivision of Shares but before Public Issue	0.19
Pro forma NA per Share as at 30 April 2023 after Subdivision of Shares, Public Issue and utilisation of proceeds	0.20
Increase in pro forma NA per Share attributable to existing shareholders	0.01
Dilution in pro forma NA per Share to our new public investors	0.05
Dilution in pro forma NA per Share as a percentage of our IPO Price	20.0%

Further details of our pro forma NA per Share as at 30 April 2023 are set out in Section 14.

The following table shows the average effective cost per Share paid by our existing shareholders for our Shares since our incorporation up to LPD:

Shareholders	Before Subdivision of Shares		After Subdivision of Shares	
	No. of Shares	Average effective cost per Share RM	⁽¹⁾ No. of Shares	Average effective cost per Share RM
Wong Choong Loong	47,797,036	1.00	386,400,000	0.12
Lok Kok Khong	14,843,800	1.35	120,000,000	0.17
Chin See Kew	5,878,145	1.00	47,520,002	0.12
Wong Choong Lian	5,700,019	1.00	46,079,998	0.12
	74,219,000		600,000,000	

Note:

⁽¹⁾ Based on share capital of 600,000,000 Shares after the Subdivision of Shares but before our IPO.

Save as disclosed above and the Pink Form Allocations to our eligible Directors and key senior management, there has been no acquisitions or subscription of any of our Shares by our Directors or key senior management, substantial shareholders or persons connected with them, or any transaction entered into by them which grants them the right to acquire any of our existing Shares, in the past 3 years up to LPD.

4. DETAILS OF OUR IPO (Cont'd)**4.9 UTILISATION OF PROCEEDS****4.9.1 Public Issue**

The estimated gross proceeds from our Public Issue of RM50.00 million will accrue entirely to us and are planned to be utilised in the following manner:

Utilisation of proceeds	Notes	RM'000	%	(1)Estimated timeframe for utilisation
Set-up new retail outlets	(a)			
• Capital expenditure		14,220	28.5	Within 36 months
• Start-up costs		20,970	41.9	Within 48 months
Repayment of bank borrowings	(b)	5,000	10.0	Within 3 months
Marketing activities	(c)	1,500	3.0	Within 24 months
General working capital	(d)	4,010	8.0	Within 12 months
Estimated listing expenses	(e)	4,300	8.6	Immediately
		50,000	100.0	

Note:

(1) From the date of Listing of our Shares.

Pending deployment of the proceeds raised from our Public Issue as aforementioned, the funds will be placed in short-term deposits with financial institutions.

Any variation from the amount budgeted above, save for the amount allocated for our general working capital, shall be adjusted towards or against, as the case may be, the proceeds allocated for our general working capital requirements. Where applicable and required under Rule 8.24 of the Listing Requirements, we will seek shareholders' approval for any material variation to the intended utilisation of proceeds.

(a) Set-up new retail outlets

As at LPD, we manage and operate 41 retail outlets nationwide with a total retail space of approximately 1,026,504 sq ft. Further details of our retail outlets based on their geographical locations are set out in Section 6.9.2.

We intend to strengthen our market presence by expanding our network of retail outlets throughout Malaysia. We plan to utilise RM35.19 million to set-up 18 new retail outlets nationwide to increase our brand visibility and customer base, details of which are as follows:

Geographical markets	Existing no. of retail outlets	No. of new retail outlets	Total no. of retail outlets after expansion
Peninsular Malaysia			
Central region ⁽¹⁾	15	3	18
Northern region ⁽²⁾	7	7	14
Southern region ⁽³⁾	8	6	14
Eastern region ⁽⁴⁾	7	-	7
	37	16	53
East Malaysia⁽⁵⁾	4	2	6
	41	18	59

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

- (1) Comprises Selangor and WP.
 (2) Comprises Kedah, Penang and Perak.
 (3) Comprises Negeri Sembilan, Melaka and Johor.
 (4) Comprises Kelantan, Terengganu and Pahang.
 (5) Comprises Sabah and Sarawak.

Our strategy is to rent and set-up new retail outlets at convenient and high foot traffic locations which include shopping malls and individual retail outlets located in commercial areas.

We plan to set up 6 retail outlets within first year of our Listing, another 6 retail outlets in the second year and lastly another 6 retail outlets in the third year. The proceeds allocated are for the set-up of new retail outlets, which exact location we have not identified as at LPD. Upon identifying exact locations and types of visual merchandising strategy (house displays/ concept displays) to be set-up, we will perform feasibility studies to ascertain if the location is suitable. Prior to performing feasibility studies, we will take into consideration our target population and demographics, size and rental of the location as well as economic conditions.

Capital expenditure

The proceeds of RM14.22 million will be used as capital expenditure for renovation and purchase of equipment for the new retail outlets, details of which are as follows:

Items	Principal usage	Total cost RM'000
General renovation ⁽¹⁾	To renovate the retail outlets according to selected visual merchandising strategy (house displays/concept displays)	8,280
Advertising works and signage	To promote our brand and products	1,800
Office equipment, POS system and security system	To facilitate daily business operations as well as surveillance and security purposes of the retail outlets	1,620
Racking systems	To stack our products in horizontal rows with multiple levels in our retail outlets	2,520
		14,220

Note:

- (1) Mainly comprises purchase of construction materials, professional fees, demolition works, flooring works, painting works, air-conditioning ducting works, sprinkler fit-out works, lighting works and mechanical and electrical works.

4. DETAILS OF OUR IPO (Cont'd)**Start-up costs**

The proceeds of RM20.97 million will be used as start-up costs for the 18 new retail outlets, details of which are as follows:

Items	Description	Estimated cost	
		RM'000	%
Inventories ⁽¹⁾	Initial inventories for our new retail outlets	12,600	60.1
Rental and rental deposit ⁽²⁾	Rental payment and rental deposits for our new retail outlets	8,370	39.9
		20,970	100.0

Notes:

- (1) We will time our purchases of inventories such as furniture, home décor and home living products upon the set-up of our retail outlets, which will be over a period of 36 months.
- (2) Relates to rental cost of RM6.48 million to be utilised over a period of 48 months and rental deposit of RM1.89 million, to be placed over a period of 36 months upon our Listing. Both the rental cost and rental deposit would be utilised for the 18 new retail outlets. In the event of the closure of any of these 18 outlets or expiry of the 36 months, the refund amount of such rental deposits will be allocated for our general working capital requirements.

The estimated set-up and start-up costs in the tables above was estimated based on costs from our management's past experiences and quotations on renovation, equipment, initial inventories, rental and rental deposit of our existing retail outlets. From FYE 2020 to 2023, the average cost of setting up our retail outlets is approximately RM1.60 million per outlet (excluding rental payment). The cost of set-up of new retail outlets depends on amongst others, location, size, design layout, concept design and existing conditions of the identified premises.

In the event the allocated proceeds are insufficient to set-up of our new retail outlets, any shortfall will be funded from the amount allocated for our general working capital requirements. Conversely, if the actual cost to set-up our new retail outlets is lower than the amount budgeted above, any excess will be allocated for our general working capital requirements.

(b) Repayment of bank borrowings

We have allocated RM5.00 million to partially repay our bankers' acceptance which were mainly drawn down to finance our general working capital requirements. The details of our bankers' acceptance as at LPD are set out as follows:

Financial institution/ Type of facility	Interest rate per annum	Maturity date	Balance as at LPD RM'000	Amount to be repaid RM'000
Hong Leong Bank Berhad/ Bankers' acceptance	Ranging from 4.3% to 4.6%	Revolving tenure of 150 days	5,227	5,000

4. DETAILS OF OUR IPO (Cont'd)

As at LPD, our outstanding bankers' acceptance amounted to RM5.23 million. We intend to utilise up to RM5.00 million from the IPO proceeds to repay these loans. However, we expect to drawdown further bankers' acceptances to support our general working capital requirements as our business continues to grow.

The expected interest savings from the repayment of the bankers' acceptance based on a revolving tenure of 150 days are approximately RM0.09 million based on the interest rate of 4.3% to 4.6% per annum as tabulated above. However, the actual interest savings may vary depending on the then applicable interest rates. The repayment of bank borrowings is to improve the cash flow position of our Group. Our pro forma gearing ratio is expected to decrease from 0.15 times (after IPO but prior to utilisation of proceeds) to 0.13 times (after the utilisation of proceeds).

(c) Marketing activities

We have allocated RM1.50 million for marketing activities to increase our brand visibility and enhance our product awareness throughout Malaysia, as follows:

Marketing activities	Total cost (RM'000)
Participating in exhibitions such as HOMEDEC which enables us to showcase our products as well as identify latest industry developments and competitive trends while reaching prospective customers	200
Social media sponsored advertisement and engagement of key opinion leaders (local social influencer or celebrity) to present our products on their social media platform such as Facebook and Instagram	70
Advertisement via digital websites, radio broadcast advertisement and television	530
Outdoor advertising which entails printed or digital placement with SSF branding or promotional messaging on available channels with high traffic location such as electronic billboards or retail outlets	700
Total	1,500

The estimated costs in the table above were based on the quotations obtained. In the event the allocated proceeds are insufficient for our marketing activities, any shortfall will be funded via our general working capital requirements. Conversely, if the actual marketing activities requirement is lower than the amount budget above, any excess will be allocated for our general working capital requirements.

(d) General working capital

A total of RM4.01 million of our proceeds has been earmarked to replenish our existing inventories such as furniture, home décor and home living products to support our business growth. For FYE 2020 to 2023, our purchases of inventories amounted to RM78.00 million, RM97.81 million, RM80.19 million and RM65.57 million respectively.

4. DETAILS OF OUR IPO (Cont'd)**(e) Estimated listing expenses**

An amount of RM4.30 million is allocated to meet the estimated cost of our Listing. The following summarises the estimated expenses incidental to our Listing to be borne by us:

Estimated listing expenses	RM'000
Professional fees ⁽¹⁾	2,476
Fees payable to authorities	96
Underwriting, placement and brokerage fees	1,166
Printing fees and contingencies ⁽²⁾	562
	4,300

Notes:

(1) Includes advisory fees for, amongst others, our Adviser, Solicitors, Reporting Accountants, IMR and Issuing House.

(2) Other incidental or related expenses in connection with our IPO.

In the event the allocated proceeds are insufficient for our listing expenses, any shortfall will be funded from the amount allocated for our general working capital requirements. Conversely, if the actual listing expenses is lower than the amount budgeted above, any excess will be allocated for our general working capital requirements.

4.9.2 Offer for Sale

The Offer for Sale will raise gross proceeds of approximately RM6.00 million which will accrue entirely to our Selling Shareholders and we will not receive any of the proceeds.

Our Selling Shareholders shall bear all of the expenses relating to the Offer for Sale, the aggregate of which is estimated to be approximately RM0.12 million.

4.10 BROKERAGE FEES, PLACEMENT FEES AND UNDERWRITING COMMISSION**4.10.1 Brokerage fees**

Brokerage is payable in respect of the Issue Shares at the rate of 1.0% of our IPO Price in respect of successful applicants which bear the stamp of member companies of Bursa Securities, member of the Association of Banks in Malaysia, members of the Malaysian Investment Banking Association in Malaysia or Issuing House.

4.10.2 Placement fees

Our Placement Agent has placed out a total of 120,000,000 Issue Shares and 24,000,000 Offer Shares to selected investors.

We will pay our Placement Agent a placement fee of 2.0% of our IPO Price multiplied by the number of Issue Shares placed out by our Placement Agent.

The placement fee of 2.0% of the value of those Offer Shares placed out by our Placement Agent will be borne entirely by our Selling Shareholders.

4. DETAILS OF OUR IPO (Cont'd)

4.10.3 Underwriting commission

Our Underwriter has agreed to underwrite 80,000,000 Issue Shares made available for application by the Malaysian Public and Pink Form Allocations. We will pay our Underwriter an underwriting commission of 2.0% of our IPO Price multiplied by the number of Issue Shares underwritten.

4.11 SALIENT TERMS OF THE UNDERWRITING AGREEMENT

We have entered into the Underwriting Agreement with M&A Securities, to underwrite 80,000,000 Issue Shares ("**Underwritten Shares**") as set out in Section 4.3.4.

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

4.11.1 Conditions precedent

The several obligations of the Underwriter under the Underwriting Agreement shall further be conditional upon:

- (a) the acceptance of the Listing and the clearance of registrable prospectus from Bursa Securities, and the lodgement of registrable prospectus with the ROC respectively together with copies of all documents required under Section 154 of the Act prior to the issuance of this Prospectus to the public;
- (b) the issuance of this Prospectus (including all procedures, requirements, letters and documents) required under Section 154 of the Act to the public within 3 months from the date hereof or such extension as consented by the Underwriter;
- (c) there having been, as at any time hereafter up to and including the Closing Date, no material adverse change, or any development involving a prospective material adverse change, in the condition, financial or otherwise of our Group (which in the reasonable opinion of the Underwriter is or will be material in the context of the Issue of the Issue Shares) from that set forth in this Prospectus, nor the occurrence of any event nor the discovery of any fact rendering inaccurate, untrue or incorrect to an extent which is or will be material in any of the representations, warranties and undertakings contained in the Underwriting Agreement, if they are repeated on and as of the Closing Date;
- (d) the issue, offering and subscription of the Issue Shares in accordance with the provisions hereof and this Prospectus 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);
- (e) all necessary approvals and consents required in relation to the Public Issue including but not limited to governmental approvals having been obtained and are in full force and effect;
- (f) the Underwriter having been satisfied that arrangements have been made by our Company to ensure payment of the expenses referred to in Underwriting Agreement;

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

- (g) the delivery to the Underwriter prior to the date of registration of this Prospectus of (i) a copy certified as a true copy by an authorised officer of our Company of all the resolutions of our Board and the shareholders in general meeting approving the Underwriting Agreement, this Prospectus, the Public Issue and authorising the execution of the Underwriting Agreement and the issuance of this Prospectus; (ii) a certificate dated the date of this Prospectus signed by duly authorised officers of our Company stating that, after having made all reasonable enquiries, there has been no such change, development or occurrence as referred to in sub-section (c);
- (h) the delivery to the Underwriter on the Closing Date of such reports and confirmations dated the Closing Date from our Board as the Underwriter may reasonably require to ascertain that there is no material change subsequent to the date of the Underwriting Agreement that will adversely affect the performance or financial position of our Group nor the occurrence of any event rendering, untrue or incorrect, to a material extent any representations and/or warranties contained in the Underwriting Agreement as though they have been given and/or made on such date; and
- (i) the Underwriter being satisfied that our Company will, following completion of the Public Issue be admitted to the official list and its issued share capital listed and quoted on the ACE Market of Bursa Securities without undue delay.

4.11.2 Non-fulfilment of conditions precedent

In the event any of the conditions as set out in Section 4.11.1 are not satisfied by the Closing Date, the Underwriter shall thereupon be entitled but not bound to terminate the Underwriting Agreement by notice given to our Company not later than 3 market days after the Closing Date and upon such termination, our Company and the Underwriter shall be released and discharged from their obligations save for our Company's obligations pursuant to the Underwriting Agreement and none of the parties shall have a claim against the other save for antecedent breaches by our Company and claims arising therefrom. Each party shall in such event return any and all monies paid to the other under the Underwriting Agreement within 72 hours of the receipt of such notice (except for monies paid by our Company for the payment of the expenses as provided in the Underwriting Agreement). The Underwriter reserves the right to waive or modify any of the conditions aforesaid and such waiver or modification shall not prejudice the Underwriter's rights under the Underwriting Agreement.

4.11.3 Termination

Notwithstanding anything herein contained, the Underwriter may by notice in writing to our Company given at any time on or before the allotment and issuance of the Issue Shares, terminate and cancel and withdraw its commitment to underwrite the Underwritten Shares if:

- (a) there is any breach by our Company of any of the representations, warranties or undertakings, which is not capable of remedy or, if capable of remedy, is not remedied within such number of days as stipulated within the notice after notice of such breach shall be given to our Company, or by the Closing Date, whichever is earlier, or withholding of information of a material nature from the Underwriter, which is required to be disclosed pursuant to the Underwriting Agreement which, in the opinion of the Underwriter, would have or can reasonably be expected to have, a material adverse effect on the business or operations of our Group, the success of the Public Issue, or the distribution of the Issue Shares; or

4. DETAILS OF OUR IPO (Cont'd)

- (b) there is withholding of information of a material nature from the Underwriter, which, if capable of remedy, is not remedied within such number of days as stipulated within the notice after notice of such breach shall be given to our Company, which, in the opinion of the Underwriter, would have or can reasonably be expected to have, a material adverse effect on the business or operations of our Group and the success of the Public Issue, or the distribution of the Issue Shares; or
- (c) there shall have occurred, happened or come into effect in the opinion of the Underwriter any material and/or adverse change to the business or financial condition of our Group; or
- (d) there shall have occurred, happened or come into effect 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 our Company and/or the Underwriter (including without limitation, acts of God, acts of terrorism, strikes, lock-outs, fire, explosion, flooding, civil commotion, sabotage, acts of war or accidents); which, (in the reasonable opinion of the 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 our Group and the success of the Public Issue, or the distribution of the Issue Shares, or 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; or
 - (iii) the FTSE Bursa Malaysia KLCI Index ("**Index**") is, at the close of normal trading on Bursa Securities, on any Market Day:
 - (1) on or after the date of the Underwriting Agreement; and
 - (2) prior to the allotment of the Issue Shares, lower than 90% of the level of the Index at the last close of normal trading on the relevant exchange on the Market Day immediately prior to such date and remains at or below that level for at least 3 Market Days; or
 - (iv) in the event of national disorder, outbreak of war or the declaration of a state of national emergency; or
- (e) there is failure on the part of our Company to perform any of their respective obligations herein contained;
- (f) any matter which arose immediately before the date of this Prospectus would have constituted a material and adverse omission in the context of the Public Issue; or
- (g) any event, act or omission which gives or is likely to give rise to any liability which will have a material and adverse effect on our Company pursuant to the indemnities contained under the Underwriting Agreement.

4. DETAILS OF OUR IPO (Cont'd)

4.12 TRADING AND SETTLEMENT IN SECONDARY MARKET

Our Shares will be admitted to the Official List of the ACE Market and an official quotation will commence after, among others, the receipt of confirmation from Bursa Depository that all of our IPO Shares have been duly credited into the respective CDS Accounts of the successful applicants and the notices of allotment have been issued and despatched to all the successful applicants.

Pursuant to Section 14(1) of the SICDA, Bursa Securities has prescribed our Shares as securities to be deposited into the CDS. Following this, we will deposit our Shares directly with Bursa Depository and any dealings in our Shares will be carried out in accordance with the SICDA and Depository Rules. We will not issue any share certificates to successful applicants.

Upon our Listing, transactions in our Shares under the book-entry settlement system will be reflected by the seller's CDS Account being debited with the number of Shares sold and the buyer's CDS Account being credited with the number of Shares acquired.

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

The rest of this page is intentionally left blank

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 shareholdings of our Promoters and substantial shareholders in our Company before and after IPO are set out below:

Name	Nationality	⁽¹⁾ Before IPO/ As at LPD				⁽²⁾⁽³⁾ After IPO			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Wong Choong Loong	Malaysian	386,400,000	64.4	-	-	386,400,000	48.3	-	-
Lok Kok Khong	Malaysian	120,000,000	20.0	-	-	120,000,000	15.0	-	-
Chin See Kew	Malaysian	47,520,002	7.9	-	-	35,520,002	4.4	-	-
Wong Choong Lian	Malaysian	46,079,998	7.7	-	-	34,079,998	4.3	-	-

Notes:

(1) Based on share capital of 600,000,000 Shares after Subdivision of Shares but before our IPO.

(2) After Public Issue and Offer for Sale.

(3) Based on enlarged share capital of 800,000,000 Shares after our IPO.

Our Promoters and substantial shareholders do not have different voting rights from other shareholders of our Group.

5.1.2 Profiles of Promoters and/or substantial shareholders

The profiles of our Promoters who are also our Executive Directors are set out in Section 5.2.2.

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

5.1.3 Changes in Promoters' and substantial shareholders' shareholdings

The changes in our Promoters' and substantial shareholders' respective shareholdings in our Company during FYE 2020 to 2023 and up to LPD are as follows:

Name	As at 30 April 2020				⁽¹⁾ As at 30 April 2021							
	Direct		Indirect		Direct		Indirect					
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%				
Wong Choong Loong	58,207,361	79.6	-	-	59,070,095	80.5	-	-				
Chin See Kew	7,093,827	9.7	-	-	7,264,521	9.9	-	-				
Wong Choong Lian	6,927,129	9.5	-	-	7,044,384	9.6	-	-				
Name	⁽²⁾ As at 30 April 2022				As at 30 April 2023				⁽³⁾ As at LPD			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Wong Choong Loong	47,797,036	64.4	-	-	47,797,036	64.4	-	-	386,400,000	64.4	-	-
Lok Kok Khong	14,843,800	20.0	-	-	14,843,800	20.0	-	-	120,000,000	20.0	-	-
Chin See Kew	5,878,145	7.9	-	-	5,878,145	7.9	-	-	47,520,002	7.9	-	-
Wong Choong Lian	5,700,019	7.7	-	-	5,700,019	7.7	-	-	46,079,998	7.7	-	-

Notes:

⁽¹⁾ On 11 December 2020, SSF JV Sdn Bhd disposed of its entire shareholdings of 850,683 Shares (1.2%) to Wong Choong Loong (680,547 Shares or 1.0%), Chin See Kew (85,068 Shares or 0.1%) and Wong Choong Lian (85,068 Shares or 0.1%) for a total cash consideration of RM0.70 million, resulting in Wong Choong Loong, Chin See Kew and Wong Choong Lian shareholdings of 80.6%, 9.8% and 9.6% respectively.

Subsequently, by way of issuance of new Shares on 16 December 2020 to Wong Choong Loong (182,187 Shares), Chin See Kew (85,626 Shares) and Wong Choong Lian (32,187 Shares) for a total cash consideration of RM0.30 million, their shareholdings were changed to 80.5%, 9.9% and 9.6% respectively.

⁽²⁾ By way of issuance of new Shares to Wong Choong Loong (676,200 Shares), Chin See Kew (83,160 Shares) and Wong Choong Lian (80,640 Shares) on 26 July 2021 for a total cash consideration of RM0.60 million and 15 February 2022 as settlement of an aggregate amount of RM0.24 million due to Wong Choong Loong, Chin See Kew and Wong Choong Lian, their shareholdings remained at 80.5%, 9.9% and 9.6% respectively.

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

On 29 April 2022, they disposed a total of 14,843,800 Shares (20.0%) to Lok Kok Khong for a total cash consideration of RM20.00 million or RM1.35 per Share, resulting in Wong Choong Loong, Lok Kok Khong, Chin See Kew and Wong Choong Lian's shareholdings of 64.4%, 20.0%, 7.9% and 7.7% respectively. Such disposal price was derived based on the NA per Share of approximately RM1.35 per Share calculated based on our audited NA as at 30 April 2021 of RM100.77 million (prior to the disposal of Living Market Sdn Bhd (previously known as SSF Living Market Sdn Bhd) and SFair Factory Outlet Sdn Bhd (previously known as SSF Home Deco Sdn Bhd) in September 2022), divided by 74,219,000 Shares (total number of issued Shares as at 29 April 2022).

(3) Based on share capital of 600,000,000 Shares after Subdivision of Shares but before our IPO.

5.1.4 Persons exercising control over the corporation

Save for our Promoters and substantial shareholders as set out in Section 5.1.1, there is no other person who is able to, directly or indirectly, jointly or severally, exercise control over our Company. As at LPD, our Promoters have the same voting rights as our other shareholders and there is no arrangement between our Company and our shareholders with any third party, the operation of which may, at a subsequent date, result in the change in control of our Company.

5.1.5 Amounts or benefits paid or intended to be paid or given to our Promoters or substantial shareholders

Save for the issuance of our Shares as disclosed in Section 6.1, dividends paid or intended to be paid to our Promoters and substantial shareholders as disclosed below; and aggregate remuneration and benefits paid or proposed to be paid for services rendered to our Group in all capacities as disclosed in Section 5.2.4, 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:

Promoters and substantial shareholders	Dividends declared			Dividends paid		
	FYE 2022	FYE 2023	1 May 2023 up to LPD	FYE 2022	FYE 2023	1 May 2023 up to LPD
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Wong Choong Loong	16,261	451	-	8,211	8,501	-
Lok Kok Khong	-	140	-	-	140	-
Chin See Kew	2,000	55	-	1,010	1,045	-
Wong Choong Lian	1,939	54	-	979	1,014	-
	20,200	700	-	10,200	10,700	-

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

5.2 DIRECTORS

Our Board takes note of the recommendations under the Malaysian Code of Corporate Governance ("MCCG") released on 28 April 2021. As at LPD, our Board has adopted all relevant recommendations of the MCCG in terms of the composition of our Board and the relevant committees.

5.2.1 Directors' shareholdings

The shareholdings of our Directors in our Company before and after IPO assuming that they will fully subscribe for their respective entitlements under the Pink Form Allocations are set out below:

Name	Designation/ Nationality	⁽¹⁾ Before IPO				⁽²⁾⁽³⁾ After IPO			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah	Independent Non-Executive Chairman/ Malaysian	-	-	-	-	300,000	<0.1	-	-
Wong Choong Loong	Managing Director/ Chief Executive Officer/ Malaysian	386,400,000	64.4	-	-	386,400,000	48.3	-	-
Lok Kok Khong	Executive Director/ Deputy Chief Executive Officer/ Malaysian	120,000,000	20.0	-	-	120,000,000	15.0	-	-
Chin See Kew	Executive Director/ Malaysian	47,520,002	7.9	-	-	35,520,002	4.4	-	-
Wong Choong Lian	Executive Director/ Malaysian	46,079,998	7.7	-	-	34,079,998	4.3	-	-
Kong Sau Kian	Independent Non-Executive Director/ Malaysian	-	-	-	-	300,000	<0.1	-	-

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

Name	Designation/ Nationality	⁽¹⁾ Before IPO				⁽²⁾⁽³⁾ After IPO			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Ng Chee Hoong	Independent Non-Executive Director/ Malaysian	-	-	-	-	300,000	<0.1	-	-
Lim Su May	Independent Non-Executive Director/ Malaysian	-	-	-	-	300,000	<0.1	-	-
Er Kian Hong	Independent Non-Executive Director/ Malaysian	-	-	-	-	300,000	<0.1	-	-

Notes:

- (1) Based on share capital of 600,000,000 Shares after Subdivision of Shares but before our IPO.
- (2) After Public Issue and Offer for Sale.
- (3) Based on enlarged share capital of 800,000,000 Shares after our IPO and assuming that our Directors will fully subscribe for their respective entitlements under the Pink Form Allocations.

The rest of this page is intentionally left blank

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

5.2.2 Profiles of Directors

The profiles of our Directors are as follows:

(a) Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah

Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah, a Malaysian male, aged 64, is our Independent Non-Executive Chairman. He was appointed to our Board on 16 December 2022.

He completed his Sijil Tinggi Persekolahan Malaysia from Sekolah Menengah Clifford in Kuala Lipis, 1978. He later graduated from Universiti Putra Malaysia with a Bachelor of Communications in 2004 which course he took while in employment. He subsequently obtained a Master of Public Management and Doctor of Philosophy in Development Management from Universiti Utara Malaysia in 2017 and 2021 respectively which course he took while in employment.

In 1980, he began his career with the Federal Agriculture Marketing Authority, an organisation principally involved in the marketing of food and agricultural products and development of food and agricultural marketing chain in Malaysia as Marketing Assistant where he was involved in developing marketing campaigns of agricultural food and agricultural-based products. He left the position in 1995.

Since 1994 to present, his employment and roles in the organisations which he is presently or was involved in are as follows:

Period	Description
1994 to present	He served as Chairman of Dewan Persuratan Melayu Pahang (Kawasan Lipis), an organisation that promotes linguistic awareness and writing culture in Pahang
1995 to 1999	He served as Member of State Assemblyman for Padang Tengku, Pahang where he was involved in the discussion, enactment and enforcement of state laws
1997 to 2007	He was appointed as Independent Non-Executive Director of FELCRA Berhad, a statutory body responsible for developing rural areas
2000 to present	He served as Chairman of Koperasi Pekebun Kecil Daerah Lipis Berhad, a co-operative of agriculture farmers in the district of Lipis involved in agricultural activities
2006 to 2009	He was elected as the Vice President of Angkatan Koperasi Kebangsaan Malaysia Berhad (" ANGKASA "), a national cooperative union to represent the country's cooperative movement
2009 to 2018	He served as a board member of FELCRA Berhad
2009 to 2013	He was elected as Deputy President of ANGKASA
2010 to present	He served as Chairman for Koperasi 1 Malaysia Berhad, a cooperative principally involved in the provision of IT-related seminars and courses

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

Period	Description
2010 to present	He served as President of Malaysia Oil Palm Dealers Association, an association consisting of oil palm sellers and traders in Malaysia
2013 to present	<p>He was elected as the President of ANGKASA</p> <p>In addition, he serves/ served in other ANGKASA-related organisations as follows:</p> <ul style="list-style-type: none"> (i) director of MyAngkasa Holdings Sdn Bhd, the business activity arm of ANGKASA (since 2012 to present) (ii) Chairman of MyAngkasa Emas Medicare Sdn Bhd (2018 to 2020) (iii) Director of MyAngkasa AZ Zahra Sdn Bhd (2018 to present) (iv) Chairman of MyAngkasa Digital Services Sdn Bhd in (2020 to present) (v) Board Member of Koperasi Pembiayaan Syariah ANGKASA Berhad (2022 to present) (vi) Director of Yayasan ANGKASA (2023 to present)
2013 to present	He also holds various positions in the International Cooperative Alliance Asia Pacific (" ICA AP ") association. ICA AP is an organisation primarily focusing on facilitating the growth of co-operative societies and creation of awareness of co-operative societies in the region of Asia Pacific. He served as Chairman of ICA AP Malaysia Business Office (MBO) Council since 2013 where he is responsible for taking the chair at council meetings and encouraging business, technical and educational exchanges within the region. In addition, he also served as Chairman of ICA AP Trade and Business Committee since 2017 and as Vice President of ICA AP in 2021 where he is responsible for assisting and supporting the President in the aspect of policy and organisational leadership of the ICA AP together with the General Director and Regional Director
2014 to present	He was appointed as President of ASEAN Cooperative Organisation, an organisation to lead and improve strategic relations between cooperatives movements in ASEAN countries, where he was responsible for the development and networking between cooperatives
2015 to 2019	He served as Board Member of Maktab Koperasi Malaysia, an organisation involved in providing training to cooperative organisations
2016 to 2018	He served as Committee Member in Cooperative Trust Funds of the Ministry of Domestic Trade and Consumer Affairs and was responsible for amongst others, the cooperative development in the country
2018 to present	He served as Council Member of Pahang State Local Authority, and is involved in managing certain state affairs, activities and departments

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

Period	Description
2022 to present	He served as Chairman of Institut Koperasi Malaysia, an institute that provides training and education on cooperative to the country's cooperative movement

Presently, he also holds directorship in several private limited companies. Please refer to Section 5.2.3(a) for further details.

(b) Wong Choong Loong

Wong Choong Loong, a Malaysian male, aged 59, is our Managing Director/ Chief Executive Officer. He is primarily responsible for determining our Group's strategic direction and growth, formulating business plans, procurement strategies and directions as well as overseeing the overall operations of our Group. He was appointed to our Board on 25 October 2018.

In 1976, he completed his primary education in Sekolah Rendah Jenis Kebangsaan (Cina) Pay Chee in Tampin, Melaka.

In 1976, he assisted in his family's bakery business, Heng Hup Hin Enterprise. In 1983, he left Heng Hup Hin Enterprise and began his career in Yu Yi Trading, a business involved in the trading of haberdashery, as a salesperson, where he was involved in the sales and marketing of haberdashery.

He left Yu Yi Trading in 1987 and incorporated Seven Star Haberdashery & Decoration Company, a company involved in the trading of haberdashery where he was responsible for its business strategies and daily business operations. As his business continued to grow, he saw an opportunity in selling artificial flowers and plants. As such, in 1989, he ceased the operations of Seven Star Haberdashery & Decoration Company and incorporated Seven Star Trading, a wholesale business specialising in selling various types of artificial flowers and plants, where he was responsible for its business and procurement strategies and activities as well as daily operational matters.

In 1995, he ceased business under Seven Star Trading's and incorporated SSF with Chin See Kew, Wong Choong Lian and 2 other passive shareholders in 1996. He served as SSF's director, where he is responsible for developing its business and procurement strategies and directions. He was also responsible for overseeing operational matters. Under his leadership, he grew our business operations by expanding our products range and retail outlets network in various states nationwide.

Throughout the years, Wong Choong Loong has played a significant role in spearheading the expansion of our Group and we will continue to leverage on his more than 33 years of experience in the home furnishing retail industry to chart our future direction.

Wong Choong Loong is the spouse of Chin See Kew and brother of Wong Choong Lian.

Presently, he also holds directorship in several private limited companies. Please refer to Section 5.2.3(b) for further details.

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

(c) Lok Kok Khong

Lok Kok Khong, a Malaysian male, aged 44, is our Executive Director/ Deputy Chief Executive Officer. He is responsible for implementing our Group's marketing strategies and overall day-to-day operational related matters. He was appointed to our Board on 2 September 2022.

He completed his Bachelor of Science (Honours) in Electronic Commerce from University of Staffordshire, UK (Asia Pacific Institute of Information Technology, Malaysia campus) in 2002.

Upon his graduation in March 2002, he began his career as Business Development Executive at LCTech Sdn Bhd, a company involved in the distribution of computer hardware and software products, where he was responsible for new business development and marketing activities. He left the company in December 2002 to explore other career prospects and joined YK Wong Engineering Sdn Bhd, a steel furniture manufacturer as Business Executive assisting the managing director in the company's day-to-day operations.

He left YK Wong Engineering Sdn Bhd in 2003 to set up his own business whereby he co-founded Grandpine Technology Sdn Bhd (currently known as Grandpine Capital Sdn Bhd), a company involved in the provision of investment and financial knowledge courses which focuses on technical and fundamental analysis, as director and thereafter was appointed as managing director in 2010. During his tenure in the company, he was responsible for its overall operations, business planning and strategies. He left the company in 2021 to pursue business interests in other industries and subsequently joined SSF in 2022 where he assumed his current position.

Presently, he also holds directorship in several private limited companies. Please refer to Section 5.2.3(c) for further details.

(d) Chin See Kew

Chin See Kew, a Malaysian female, aged 56, is our Executive Director. She is responsible for overseeing the administrative functions of our Group. She was appointed to our Board on 25 October 2018.

In 1985, she obtained her Sijil Pelajaran Malaysia from Sekolah Menengah Jenis Kebangsaan Pulau Sebang in Tampin, Melaka.

In 1986, she began her career with Hap Lee Plumbing Company as Administrative Clerk where she was tasked with administrative duties. From 1987 to 1995, she assisted her spouse, Wong Choong Loong with the administrative functions of Seven Star Haberdashery & Decoration Company and Seven Star Trading.

In 1996, she incorporated SSF with Wong Choong Loong, Wong Choong Lian and 2 other passive shareholders and was appointed as director of SSF, a position she presently holds. Over the years, she continued to assist in the expansion of our Group's business, particularly in the administrative functions.

Chin See Kew is the spouse of Wong Choong Loong and sister-in-law of Wong Choong Lian.

Presently, she also holds directorship in several private limited companies. Please refer to Section 5.2.3(d) for further details.

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

(e) Wong Choong Lian

Wong Choong Lian, a Malaysian male, aged 63, is our Executive Director. He is responsible for overseeing the warehouse and maintenance and repair functions of our Group. He was appointed to our Board on 2 September 2022.

In 1972, he completed his primary education in Sekolah Rendah Jenis Kebangsaan (Cina) Pay Chee in Tampin, Melaka.

In 1973, he began his career by assisting in his family's bakery business, Heng Hup Hin Enterprise, and was involved in various aspects of the business including the overall business operations of its bread factory.

In 1987, he left Heng Hup Hin Enterprise and joined Seven Star Haberdashery & Decoration Company, as Operational Executive where he was involved in various aspects of the business, including operations and warehousing. From 1989 to 1995, he joined Seven Star Trading as Salesperson where he was involved in the selling of artificial flowers and plants. In 1996, he incorporated SSF with Wong Choong Loong, Chin See Kew and 2 other passive shareholders and was appointed as director. Over the years, he was responsible for overseeing the warehouse as well as the maintenance and repair related operations.

Wong Choong Lian is the brother of Wong Choong Loong and brother-in-law of Chin See Kew.

Presently, he also holds directorship in a private limited company. Please refer to Section 5.2.3(e) for further details.

(f) Kong Sau Kian

Kong Sau Kian, a Malaysian male, aged 59, is our Independent Non-Executive Director. He was appointed to our Board on 16 December 2022.

He graduated with a Bachelor of Accounting (Honours) from University of Malaya in 1988. He has been a member of Malaysian Institute of Accountants ("MIA") since 1991.

Upon his graduation in 1988, he began his career with KPMG Peat Marwick (currently known as KPMG PLT), an international accounting firm, as Audit Associate where he was involved in performing statutory financial audit works for companies from various industries, corporate finance and restructuring, as well as acquisition audit. He left the firm in 1992 as Audit Senior.

He then joined Ng Tiong Seng Corporation Sdn Bhd, an investment holding company as Financial Controller in the same year until 2000, where he was involved in accounting and finance, corporate planning and auditing.

In 2000, he was appointed as Executive Director of LBI Capital Bhd (listed on the Main Market of Bursa Securities, principally involved in property development), where he is responsible for overseeing the corporate finance, financial planning and accounting functions until today.

In 2011, he was also appointed as Independent Non-Executive Director of Asia Brands Berhad (listed on Main Market of Bursa Securities, principally involved in selling undergarments and baby products). He was subsequently re-designated to Non-Independent Non-Executive Director in August 2022.

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

In 2023, he was also appointed as Independent Non-Executive Director of ES Ceramics Technology Bhd (listed on ACE Market, principally involved in the design, development and manufacture of specialty advanced ceramic products and ceramic dipping formers as well as the marketing and distribution of ceramic hand formers and building material).

Presently, he also holds directorship in several private limited companies. Please refer to Section 5.2.3(f) for further details.

(g) Ng Chee Hoong

Ng Chee Hoong, a Malaysian male, aged 56, is our Independent Non-Executive Director. He was appointed to our Board on 20 February 2023.

In 1990, he obtained his Diploma in Commerce (Financial Accounting) from Tunku Abdul Rahman College (currently known as Tunku Abdul Rahman University of Management & Technology). He became a member of the Association of Chartered Certified Accountant ("ACCA") since 1994 and subsequently, fellow of ACCA since 1999. He has been a member of MIA and the Chartered Tax Institute of Malaysia since 1994 and 2012 respectively.

He began his career as Audit Assistant with BDO PLT in 1990 and was attached to the firm as Partner until February 2009. During his tenure in BDO PLT, he was responsible for amongst others, performing statutory audits of listed and unlisted companies, financial due diligence and reviewing profit and cash flows forecasts and statement of financial position for corporate exercises.

He then joined PKF Malaysia from March 2009 to September 2010 and Grant Thornton Malaysia (currently known as Grant Thornton Malaysia PLT) from October 2010 to 2017. During his tenure with the abovementioned firms, he served as Partner and was responsible for auditing and assurance engagements.

In 2017, he was appointed as Chief Financial Officer in Tradewinds Plantation Berhad (listed on Main Market of Bursa Securities and is principally involved in oil palm and rubber plantation). He was responsible for overseeing the finance functions and perform quarterly and ad-hoc reporting on financial related matters. He left Tradewinds Plantation Berhad in 2019 and re-joined PKF Malaysia as Partner. He subsequently left PKF Malaysia in 2020 to focus on his own practice, CNG, an accounting firm which he set up in September 2017 to provide audit, taxation and advisory services. He is currently the sole partner of the firm.

From March 2020 to August 2022, he was appointed as Independent Non-Executive Director of MOG Holdings Limited (listed on Main Market of Stock Exchange of Hong Kong Limited, principally involved in retail of optical products).

He was appointed as Independent Non-Executive Director of Tan Chong Motor Holdings Berhad (listed on Main Market of Bursa Securities, principally involved in the assembly and distribution of motor vehicles, provision of after-sales services and motor-related financial services) and PESTECH International Berhad (listed on Main Market of Bursa Securities, principally involved in project management, engineering, digitalisation, manufacturing, installation, testing and commissioning of electrical power facilities) in 2020 and 2021 respectively.

Please refer to Section 5.2.3(g) for further details of his directorships.

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

(h) Lim Su May

Lim Su May, a Malaysia female, aged 50, is our Independent Non-Executive Director. She was appointed to our Board on 16 December 2022.

She graduated with a Bachelor of Science (Economics) Degree majoring in Economics and Management Studies from University of London, UK in 1996.

In 1996, she began her career with Crystal Edge Sdn Bhd, a company involved in providing marketing services as Marketing Sales Executive where she was responsible for identifying new market ideas to enhance product marketability and executing marketing events. She left in 1997 and joined Perdana Merchant Bankers Berhad, a banking institution principally involved in merchant banking business, as Trainee Executive, Corporate Finance where she was involved in various corporate finance transactions.

In 2000, she joined Commerce International Merchant Bankers Berhad (currently known as CIMB Investment Bank Berhad) as Executive, Corporate Finance where she was involved in various corporate finance transactions. She was promoted to Assistant Manager, Corporate Finance in 2001 and subsequently to Manager, Investment Banking in 2002. She left the bank as Manager, Equity Capital Markets in 2004.

In 2004, she joined RHB Sakura Merchant Bankers Berhad (currently known as RHB Investment Bank Berhad) until 2005, as Assistant Vice President, Investment Banking Group. During her tenure, she assisted in the set-up of the Investment Banking Group Department and was amongst the pioneer team.

Thereafter, she joined Unicorn International Islamic Bank Malaysia Berhad (last known as Alkhair International Islamic Bank Berhad) in 2005 as Assistant Vice President where she was involved in amongst others, securing joint-venture partners, originating non-RM deals in collaboration with both local and foreign banks. and sourcing for funding, underwriting and placement for the bank's various products.

In 2008, she was promoted to Head of Strategic Planning & Direct Investments where she was involved in growing the bank's footprint in East Asia and supporting the Chief Executive Officer's office with strategic planning of the local outfit's business. She left the bank in 2009.

From 2009 until 2011, she was Director of Ascendo Group Sdn Bhd, a boutique consulting company, where she was responsible in assisting its client's growth and business development strategies.

From 2011 to 2019, she joined Bank of Tokyo-Mitsubishi UFJ (Malaysia) Berhad (currently known as MUFG Bank (Malaysia) Berhad) as Vice President, Head of Investment Banking Department. During her tenure, she spearheaded the bank's new investment banking department, diversifying and growing its investment banking to provide alternative funding via debt capital markets products to clients as well as growing new clientele base. She was also involved in promoting the Malaysian capital markets to foreign investors/ corporations which include amongst others, issuance of RM denominated bonds to be subscribed by Japanese investors and encouraging foreign/ Japanese corporations to issue RM denominated bonds/ sukuk in Malaysia to be placed to local and foreign/ Japanese investors.

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

In 2019, she joined Bursa Malaysia Berhad ("**Exchange**") as Executive Vice President, Listing Development. During her tenure there, she headed the promotional/marketing and market development team to promote both primary markets (i.e. initial public offerings on LEAP Market, ACE Market and Main Market of Bursa Securities) and secondary fund-raising activities via equity, fixed income or hybrid instruments. She was also responsible for administrating the Exchange's research scheme and overseeing the long-term market development initiatives of the Exchange. She left the Exchange in June 2022.

In July 2022, she joined SCS Global Advisory (M) Sdn Bhd, a company involved in the provision of mergers and acquisitions advisory services, as Director, Corporate Advisory and Mergers and Acquisitions where she is currently providing corporate advisory services. In August 2022, she joined KYM Holdings Berhad (listed on Main Market of Bursa Securities, principally involved in design, manufacture and marketing of corrugated fibreboards, carton boxes and multi-wall industrial paper bags) as Chief Investment Officer where she currently oversees the company's investment activities.

In August 2022, she was appointed as Independent Non-Executive Director of Aurora Italia International Berhad (listed on LEAP Market of Bursa Securities, principally involved in design, marketing distribution and sales of jewellery and gold gram bars).

Please refer to Section 5.2.3(h) for further details of her directorships.

(i) Er Kian Hong

Er Kian Hong, a Malaysia female aged 46, is our Independent Non-Executive Director. She was appointed to our Board on 16 December 2022.

She graduated with a Bachelor of Business majoring in Accounting and Finance from University of Technology, Sydney, Australia in 2000. She is a member of Certified Practising Accountant of Australia since 2005.

Upon her graduation in 2000, she joined Deloitte KassimChan (currently known as Deloitte Malaysia) as Audit Assistant where she was involved in providing financial assurance and advisory services. She left in 2002 and joined AmMerchant Bank Berhad (currently known as AmInvestment Bank Berhad) as Corporate Finance Executive, where she was involved in the preparation of submission and implementation of initial public offering exercises.

In 2004, she left the bank and joined Kuala Lumpur City Securities Sdn Bhd (currently known as Alliance Investment Bank Bhd) as Corporate Finance Executive and was responsible for providing advisory services to companies undertaking corporate exercises. She left in November 2004 and subsequently joined Avenue Securities Sdn Bhd (currently known as Kenanga Investment Bank Berhad) as Corporate Finance Senior Executive until 2007. During her tenure there, she was involved in providing advisory services to companies undertaking corporate exercises.

In 2007, she joined Kurnia Asia Berhad (currently known as KSK Group Berhad), an investment holding company then involved in general insurance underwriting, as Corporate Finance/Strategy, Manager where she was involved in assessment and implementation of mergers and acquisitions opportunities. She resigned from her position in 2014 and joined M&A Securities as Senior Manager, Corporate Finance and was subsequently promoted to Associate Director in 2017.

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

In May 2021, she transitioned from a full time employee to working part-time for M&A Securities until December 2021. During her tenure with M&A Securities, she was involved in providing advisory services to companies undertaking corporate exercises.

Subsequently between January to March 2022, she joined her spouse's aquaculture business, Aquagourmet Sdn Bhd as Finance Director for a short stint. In April 2022, she left Aquagourmet Sdn Bhd and joined Eco Asia Capital Advisory Sdn Bhd, a boutique corporate advisory firm, as Associate Director and is currently involved in providing advisory services to companies undertaking corporate exercises.

In 2022, she was appointed as Independent Non-Executive Director of several public listed companies such as ALDRICH Resources Berhad (listed on ACE Market, principally involved in provision of computerised maintenance management systems and other IT services), Ajiya Berhad (listed on Main Market of Bursa Securities, principally involved in manufacturing and trading of metal roofing materials, all kinds of glass and materials) and Opcom Holdings Berhad (listed on ACE Market, principally involved in renting of buildings).

In 2023, she was also appointed as Independent Non-Executive Director of K. Seng Seng Corporation Berhad (listed on Main Market of Bursa Securities, principally involved in manufacturing, processing and trading of secondary stainless steel, other metal-related products and industrial hardware).

Please refer to Section 5.2.3(i) for further details of her past directorship in other private limited companies.

The rest of this page is intentionally left blank

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

5.2.3 Principal business performed outside our Group

Save as disclosed below, none of our Directors has any other principal directorship and/or principal business activities performed outside our Group in the past 5 years up to LPD:

(a) Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
Present involvement						
ACDB Holdings Sdn Bhd	Investment, financial technology and financial solutions	Director/ Shareholder	19 November 2021	-	-	10.0 ⁽¹⁾
Aco Global Sdn Bhd	Dormant with no intended future principal activities, and previously involved in activities of holding companies	Director/ Shareholder	9 March 2020	-	100.0	-
Aco Gold Sdn Bhd	Trading of digital gold	Director	28 October 2020	-	-	-
ASEAN Corporation Berhad	Dormant with no intended future principal activities	Director/ Shareholder	29 October 2021	-	10.0	-
ASEAN Digital Berhad	Provision of IT Services	Director/ Shareholder	2 November 2021	-	10.0	-
ASEAN Payment System Sdn Bhd	Internet access providers by the operator of the wireless infrastructure	Director/ Shareholder	29 October 2021	-	10.0	-
Gading Jalurjaya Sdn Bhd	General trading, land and property investment and investment holding	Shareholder	-	-	33.0	-
J.G. Development (M) Sdn Bhd	Quarrying of earth minerals and other materials	Director/ Shareholder	4 April 1997	-	15.0	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
MyAngkasa AZ Zahra Sdn Bhd	Research and development on IT for financing platforms	Director	21 November 2018	-	-	-
MyAngkasa Digital Services Sdn Bhd	Electronic payments and collection systems	Director	13 November 2020	-	-	-
MyAngkasa Holdings Sdn Bhd	Investment holding with subsidiaries involved in pharmacy, solar and property development	Director	31 December 2012	-	-	-
Nazifa Resources Sdn Bhd	Leasing of parking lot meters	Shareholder	-	-	10.2	-
Rose Platform Sdn Bhd	Investment holding with subsidiaries involved in the provision of training and professional education	Director/ Shareholder	2 March 2012	-	33.0	-
VIS Professional Portfolio Sdn Bhd	Provision of training and professional education in the field of medical dentistry	Director/ Shareholder	7 April 2004	-	-	20.0 ⁽²⁾
Yayasan ANGKASA	Provision of financing facilities for scholarships to cooperative members and children of such members for education in public and private universities and institutions in Malaysia	Director	27 April 2023	-	-	-
Past involvement Aco Business Group Sdn Bhd	Provision of management consultancy activities and administrative educational services	Director	2 October 2019	1 October 2021	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
Angkasa Komardi Dairy Sdn Bhd	Wholesale of dairy products and livestock	Director	30 October 2019	6 August 2021	-	-
Ausante (M) Sdn Bhd	Management of environmental waste (struck off on 18 January 2019)	Shareholder	-	-	25.0	-
FELCRA Bekalan & Perkhidmatan Sdn Bhd	Trading of furniture	Director	18 June 2003	26 November 2018	-	-
FELCRA Berhad	Plantation, fertilisation, real estate and construction, education and food production, including dairy livestock	Director	2 October 2009	1 October 2018	-	-
FELCRA Jaya Mukah Sdn Bhd	Processing fresh fruit bunches and production of crude palm oil and palm kernel	Director	15 October 2012	12 December 2018	-	-
FELCRA Niaga Sdn Bhd	1. Supplier of agriculture products, plantation equipment, provision of contract management services and others 2. Buying, storing, processing, delivering, promoting and selling fertilisers, pesticides and agriculture related tools	Director	5 November 1998	7 November 2018	-	-
FELCRA Training and Consultancy Sdn Bhd	Provision of training and consultancy services to corporate and institutional bodies and social communities in relation to strategic business initiatives and development programmes	Director	2 October 2009	19 November 2018	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
FELCRA Sundar Awat-Awat Plantation Sdn Bhd	Joint venture company involved in the development of real estate	Director	31 March 2000	4 September 2019	-	-
Fuel Cell Energy Sdn Bhd	Professional, scientific and technical activities, construction installation and export and import of other special-purpose machinery	Director	13 December 2018	15 December 2021	-	-
Konsortium KPK Makmur (Pahang) Sdn Bhd	Agriculture activities (struck off on 13 November 2020)	Director	11 December 2001	13 November 2020	-	-
Kopsya Hospitality Sdn Bhd	Hospitality, event management and services	Director	29 December 2016	15 February 2021	-	-
MyAngkasa Bina Sdn Bhd	Property development and construction	Director	30 January 2013	19 September 2022	-	-
MyAngkasa Capital Sdn Bhd	Joint venture company involved in national and international investment for holding company	Director	15 November 2017	22 April 2022	-	-
MyAngkasa Emas Medicare Sdn Bhd	Administration of health care services	Director	29 October 2018	1 September 2020	-	-
Niche Industrial Center Of Excellent Sdn Bhd	Provision of management consulting and management training services (struck off on 16 September 2022)	Shareholder	-	-	20.0	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
QLF Assets Sdn Bhd	Financial consultancy services and investment advisory services (struck off on 16 September 2022)	Director/ Shareholder	14 December 2017	16 September 2022	50.0	-

Notes:

- (1) Deemed interested by virtue of his shareholdings in Aco Global Sdn Bhd pursuant to Section 8(4) of the Act.
- (2) Deemed interested by virtue of his shareholdings in Rose Platform Sdn Bhd pursuant to Section 8(4) of the Act.

(b) Wong Choong Loong

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
Present involvement						
CL Wong Realty Sdn Bhd	Property investment	Director/ Shareholder	26 April 2017	-	90.0	-
Creative Life Centre Pte Ltd (previously known as SSF Creative Life Centre Pte Ltd)	Dormant with no intended future principal activities, and previously involved in wholesale of artificial flowers and plants	Director/ Shareholder	7 July 2008	-	90.0	-
Floral Worldwide Company Limited	Property investment	Director/ Shareholder	15 January 1997	-	50.0	-
Ruby Glaze Sdn Bhd	Property investment	Director/ Shareholder	7 September 2020	-	60.0	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
Seven Star Realty	Property investment	Director/ Shareholder	28 January 2000	-	80.0	-
Avillion Berhad (listed on Main Market of Bursa Securities)	Investment holding with subsidiaries involved in provision of hotel management, property management and travel	Shareholder	-	-	1.1	-
Hua Yang Berhad (listed on Main Market of Bursa Securities)	Investment holding with subsidiaries involved in property development and provision of management services	Shareholder	-	-	0.5	-
Past involvement						
Living Market	Dormant with no intended future activities and previously involved in sale of home living package deals	Director	28 December 2017	30 September 2022	-	(1) -
SFair	Retailer of furniture, home décor and home living products	Director	7 August 2008	30 September 2022	-	(1) -
SSF JV Sdn Bhd	Dormant and previously involved in investment holding of SSF Delanco (struck off on 13 April 2022)	Director/ Shareholder	28 December 2017	13 April 2022	80.0	-

Note:

(1) These companies were previously wholly-owned by SHG. On 1 September 2022, a shares sale agreement was executed to dispose the entire shareholdings of Living Market (i.e. RM840,000 comprising of 840,000 ordinary shares in Living Market) and SFair (i.e. RM500,000 comprising of 500,000 ordinary shares in SFair) to Shirley Teh (Wong Choong Loong's and Wong Choong Lian's nephew's wife), for disposal considerations of RM500,001 in aggregate. She is a non-related party as she does not fall under the category of "family" or "person connected" based on the Listing Requirements.

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

(c) Chin See Kew

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
<u>Present involvement</u>						
CL Wong Realty Sdn Bhd	Property investment	Director/ Shareholder	19 May 2017	-	10.0	-
Creative Life Centre Pte Ltd (previously known as SSF Creative Life Centre Pte Ltd)	Dormant with no intended future principal activities, and previously involved in wholesale of artificial flowers and plants	Director/ Shareholder	7 July 2008	-	10.0	-
Ruby Glaze Sdn Bhd	Property investment	Director/ Shareholder	28 September 2020	-	20.0	-
Seven Star Realty	Property investment	Director/ Shareholder	28 January 2000	-	10.0	-
<u>Past involvement</u>						
Living Market	Dormant with no intended principal activities and previously involved in sale of home living package deals	Director	28 December 2017	30 September 2022	-	(1) -
SFair	Retailer of furniture, home décor and home living products	Director	7 August 2008	30 September 2022	-	(1) -
SSF JV Sdn Bhd	Dormant and previously involved in investment holding of SSF Delanco (struck off on 13 April 2022)	Director/ Shareholder	28 December 2017	13 April 2022	10.0	-

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

Note:

- (1) These companies were previously wholly-owned by SHG. On 1 September 2022, a shares sale agreement was executed to dispose the entire shareholdings of Living Market (i.e. RM840,000 comprising of 840,000 ordinary shares in Living Market) and SFair (i.e. RM500,000 comprising of 500,000 ordinary shares in SFair) to Shirley Teh (Wong Choong Loong's and Wong Choong Lian's nephew's wife), for disposal considerations of RM500,001 in aggregate. She is a non-related party as she does not fall under the category of "family" or "person connected" based on the Listing Requirements.

(d) Lok Kok Khong

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
<u>Present involvement</u>						
Awesome Success Holdings Sdn Bhd	Property investment	Director/ Shareholder	22 September 2011	-	90.0	-
GEX HQ Sdn Bhd	Provision of personal development courses	Shareholder	-	-	10.0	-
Industria Sdn Bhd	Digital agency marketing	Director/ Shareholder	20 August 2019	-	51.0	-
Lok Brother Sdn Bhd	Food and beverage operator	Director/ Shareholder	11 July 2018	-	50.0	-
Wawasan Estetika Sdn Bhd	Property investment	Director/ Shareholder	22 September 2011	-	90.0	-
Weng Hang Holdings Sdn Bhd	Property investment	Director/ Shareholder	25 November 2015	-	60.0	-
<u>Past involvement</u>						
Algobox Sdn Bhd	IT services (struck off on 10 November 2021)	Director/ Shareholder	8 January 2015	10 November 2021	50.0	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
Enrich Multimedia Sdn Bhd	Provision of e-commerce services (struck off on 11 July 2022)	Director/ Shareholder	14 May 2013	11 July 2022	48.0	-
GP Land Sdn Bhd	Property investment (struck off on 19 September 2022)	Director/ Shareholder	26 April 2012	19 September 2022	50.0	-
GP Vin Sdn Bhd	Wine dealer (struck off on 16 September 2022)	Shareholder	-	-	50.0	-
Grandpine Advisory Sdn Bhd	Marketing strategy consulting (struck off on 24 January 2022)	Director/ Shareholder	18 September 2008	24 January 2022	55.0	-
Grandpine Capital Sdn Bhd	Provision of investment and financial knowledge courses which focuses on technical and fundamental	Director	29 July 2003	1 September 2021	-	-
Mec Valley Berhad	Provision of online portal and e-commerce services	Director	2 October 2014	24 October 2019	-	-
Setiatiwi Asset Sdn Bhd	Property investment	Director	18 June 2019	17 August 2020	-	-
Setiatiwi Development Sdn Bhd	Property development	Director	4 May 2012	17 August 2020	-	-
Setiatiwi Land Sdn Bhd	Property development	Director	4 May 2012	17 August 2020	-	-
Setiatiwi Property Sdn Bhd	Property development	Director	4 May 2012	17 August 2020	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
Summer Power Sdn Bhd	Property investment	Shareholder	-	-	20.0	-
Supreme Fortunity Sdn Bhd	Provision of IT services	Director	13 February 2020	18 June 2020	-	-
Weng Hang F & B Sdn Bhd	Food and beverage operator (struck off on 16 September 2022)	Shareholder	-	-	90.0	-

(e) Wong Choong Lian

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
<u>Present involvement</u>						
Seven Star Realty	Property investment	Director/ Shareholder	28 January 2000	-	10.0	-
<u>Past involvement</u>						
SSF JV Sdn Bhd	Dormant and previously involved in investment holding of SSF Delanco (struck off on 13 April 2022)	Shareholder	-	-	10.0	-

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

(f) Kong Sau Kian

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
Present involvement						
Asia Brands Berhad (listed on Main Market of Bursa Securities)	Investment holding with subsidiaries involved in selling undergarments and baby products	Non-Independent Non-Executive Director ⁽¹⁾	1 March 2011	-	-	-
Brightcove Sdn Bhd	Investment holding with subsidiaries principally involved in the manufacturing and distribution of food products	Director/Shareholder	1 March 2016	-	10.0	-
Brinchang Development Sdn Bhd	Property development	Director	3 January 2022	-	-	-
ES Ceramics Technology Bhd (listed on ACE Market)	Investment holding with subsidiaries involved in the design, development and manufacture of specialty advanced ceramic products and ceramic dipping formers as well as marketing and distribution of ceramic hand formers and building material	Independent Non-Executive Director	31 January 2023	-	-	-
Goldmount Resources Sdn Bhd	Property development	Director	27 November 2003	-	-	-
Great Max Capital Sdn Bhd	Property investment	Shareholder	-	-	10.0	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
Haba Equity Sdn Bhd	Property development	Director	5 February 2014	-	-	-
Indamont Development Sdn Bhd	Property development	Director	1 November 2004	-	-	-
LBI Capital Bhd (listed on Main Market of Bursa Securities)	Property development	Executive Director/ Shareholder	14 September 2000	-	0.6	-
LBI Management Sdn Bhd	Dormant with no intended future principal activities	Director	10 September 2008	-	-	-
Milestones Development Sdn Bhd	Dormant with no intended future principal activities	Director	8 March 2007	-	-	-
Nine Avenue Development Sdn Bhd	Property development	Director	3 December 2012	-	-	-
Sportsco Sdn Bhd	Property development	Director	28 January 2022	-	-	-
Priority Galaxy Sdn Bhd	Property development	Director	1 April 2011	-	-	-
Rising Alliance Sdn Bhd	Property development	Director	22 December 2020	-	-	-
Triple Equity Sdn Bhd	Property development	Director	1 April 2011	-	-	-

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

<u>Company</u>	<u>Principal activities</u>	<u>Position held</u>	<u>Date of appointment</u>	<u>Date of resignation</u>	<u>% of shareholdings held</u>	
					<u>Direct</u>	<u>Indirect</u>
Wittee Land Sdn Bhd	Property development	Director	1 October 2015	-	-	-
<u>Past involvement</u>						
Seiko Impian Sdn Bhd	Property development	Director	26 March 2019	4 November 2019	-	-
Semarak Sentral Sdn Bhd	Dormant with no intended future principal activities	Director/ Shareholder	2 September 2018	1 June 2021	100.0	-

Note:

(1) Previously appointed as an Independent Non-Executive Director and was re-designated to his current position on 29 August 2022.

(g) Ng Chee Hoong

<u>Company</u>	<u>Principal activities</u>	<u>Position held</u>	<u>Date of appointment</u>	<u>Date of resignation</u>	<u>% of shareholdings held</u>	
					<u>Direct</u>	<u>Indirect</u>
<u>Present involvement</u>						
CNG	Provision of audit, tax and advisory services	Sole Proprietor	-	-	-	-
Tan Chong Motor Holdings Berhad (listed on the Main Market of Bursa Securities)	Investment holding with subsidiaries principally involved in the trading and marketing of motor vehicles, provision of private employment agency services, property investment holding, insurance agency, travel agency and transportation services and operating charging infrastructure and system for electric vehicles	Independent Non-Executive Director	3 November 2020	-	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
PESTECH International Berhad (listed on the Main Market of Bursa Securities)	Investment holding, general trading and provision of management services with subsidiaries principally involved in the provision of power system engineering, installation and construction of substation, transmission lines and underground cables for electric power transmission and distribution, provision of design and supply of remote control systems and data communication products, and establishing electric power transmission concessions	Independent Non-Executive Director	1 April 2021	-	-	-
Past involvement						
MOG Holdings Limited (Listed on the Stock Exchange of Hong Kong)	Investment holding with subsidiaries principally involved in retailing of optical products and franchise and license management	Independent Non-executive Director	23 March 2020	16 August 2022	-	-

(h) Lim Su May

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
Present involvement						
Aurora Italia International Berhad (listed on LEAP Market of Bursa Securities)	Investment holding with subsidiaries involved in design, marketing distribution and sales of jewellery and gold gram bars	Independent Non-Executive Director	1 August 2022	-	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
<u>Past involvement</u>						
Inter-Pacific Asset Management Sdn Bhd	Unit trust and portfolio management	Independent Non-Executive Director	22 July 2022	28 February 2023	-	-
Inter-Pacific Securities Sdn Bhd	Futures and stock broking	Independent Non-Executive Director	22 July 2022	28 February 2023	-	-

(i) Er Kian Hong

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
<u>Present involvement</u>						
Aldrich Resources Berhad (listed on the ACE Market)	Provision of computerised maintenance management systems and other IT services as well as through its subsidiaries, involved in the provision of software development and programming services, corporate secretarial and share registration services, and the mining, processing and trading of mineral resources	Independent Non-Executive Director	21 March 2022	-	-	-
Ajiya Berhad (listed on the Main Market of Bursa Securities)	Investment holding with subsidiaries involved in manufacturing and trading of metal roofing materials, all kinds of glass and materials	Independent Non-Executive Director	1 July 2022	-	-	-

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

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
Opcom Holdings Berhad (listed on the ACE Market)	Renting of buildings and through its subsidiaries, principally involved in manufacturing and trading of fibre optic cables, cable filling and flooding compounds, systems accessories, provision of engineering services and trading of industrial products	Independent Non-Executive Director	22 September 2022	-	-	-
K. Seng Seng Corporation Berhad (listed on the Main Market of Bursa Securities)	Investment holding with subsidiaries involved in manufacturing and processing of secondary stainless steel and other metal-related products, trading of industrial hardware, engineering works, fabrication and installation of glove dipping line, trading of glove dipping line parts and all kinds of marine hardware and consumables	Independent Non-Executive Director	6 January 2023	-	-	-
Past involvement						
Aqua Natural Enterprise	Aquaculture-related business (expired on 22 June 2023)	Partner	23 June 2022	22 June 2023	-	-

As at LPD, the directorships of our Directors in other companies are in compliance with Rule 15.06 of the Listing Requirements as our Directors do not hold more than 5 directorships in public listed companies on Bursa Securities.

The involvement of our Directors in those business activities outside our Group does not give rise to any conflict of interest situation with our business.

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

Further, the involvement of our Executive Directors in other businesses or corporations does not preclude them from allocating or committing their time and effort to our Group as they are not involved in the management and day-to-day operations of these businesses, other than attending meetings of the board of directors on which they serve. Such businesses do not require their involvement on a daily basis as these businesses are managed by their respective management. Our Executive Directors are of the view that although they are involved in other businesses as set out above, they are able to devote sufficient time and attention to the affairs of our Group to carry out their respective duties. The involvement of our Independent Non-Executive Directors in other directorships or business activities outside our Group are not expected to affect their contribution to our Group as they are not involved in our Group's day-to-day operations.

The rest of this page is intentionally left blank

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

5.2.4 Directors remuneration and benefits

The remuneration of our Directors including fees, salaries, bonuses, other emoluments and benefits-in-kind, must be reviewed and recommended by our Remuneration Committee and subsequently, be approved by our Board. The Director's fees and any benefits payable to Directors shall be subject to annual approval by our shareholders pursuant to an ordinary resolution passed at a general meeting in accordance with our Constitution. Please refer to Section 15.3 for further details.

The aggregate remuneration and material benefits-in-kind paid and proposed to be paid to our Directors for services rendered in all capacities to our Group for FYE 2021 to 2024 are as follows:

	<u>Directors' fees</u>	<u>Salaries</u>	<u>(1)Bonuses</u>	<u>Other emolument</u>	<u>Benefits-in-kind</u>	<u>Total</u>
	RM'000					
FYE 2021 (Paid)						
Wong Choong Loong	-	1,234	276	190	33	1,733
Chin See Kew	-	300	6	39	17	362
Wong Choong Lian	-	135	11	14	17	177
FYE 2022 (Paid)						
Wong Choong Loong	-	1,065	200	237	39	1,541
Chin See Kew	-	350	60	76	16	502
Wong Choong Lian	-	144	17	20	17	198
FYE 2023 (Paid)						
Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah	28	-	-	-	-	28
Wong Choong Loong	-	984	160	149	31	1,324
Lok Kok Khong	-	400	50	69	-	519
Chin See Kew	-	360	60	55	15	490
Wong Choong Lian	-	137	20	14	15	186
Kong Sau Kian	22	-	-	-	-	22
Ng Chee Hoong	12	-	-	-	-	12
Lim Su May	22	-	-	-	-	22
Er Kian Hong	22	-	-	-	-	22

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

	Directors' fees	Salaries	(1)Bonuses	Other emolument	Benefits-in-kind	Total
	RM'000					
FYE 2024 (Proposed)						
Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah	72	-	-	5	-	77
Wong Choong Loong	-	1,200	-	158	27	1,385
Lok Kok Khong	-	660	-	93	-	753
Chin See Kew	-	396	-	53	10	459
Wong Choong Lian	-	180	-	16	10	206
Kong Sau Kian	60	-	-	5	-	65
Ng Chee Hoong	60	-	-	5	-	65
Lim Su May	60	-	-	5	-	65
Er Kian Hong	60	-	-	5	-	65

Note:

- (1) The bonuses for FYE 2024 are not included. Such bonuses, if any, will be determined at a later date based on the individual's performance and our Group's performance, and will be subject to recommendation of our Remuneration Committee and approval by our Board.

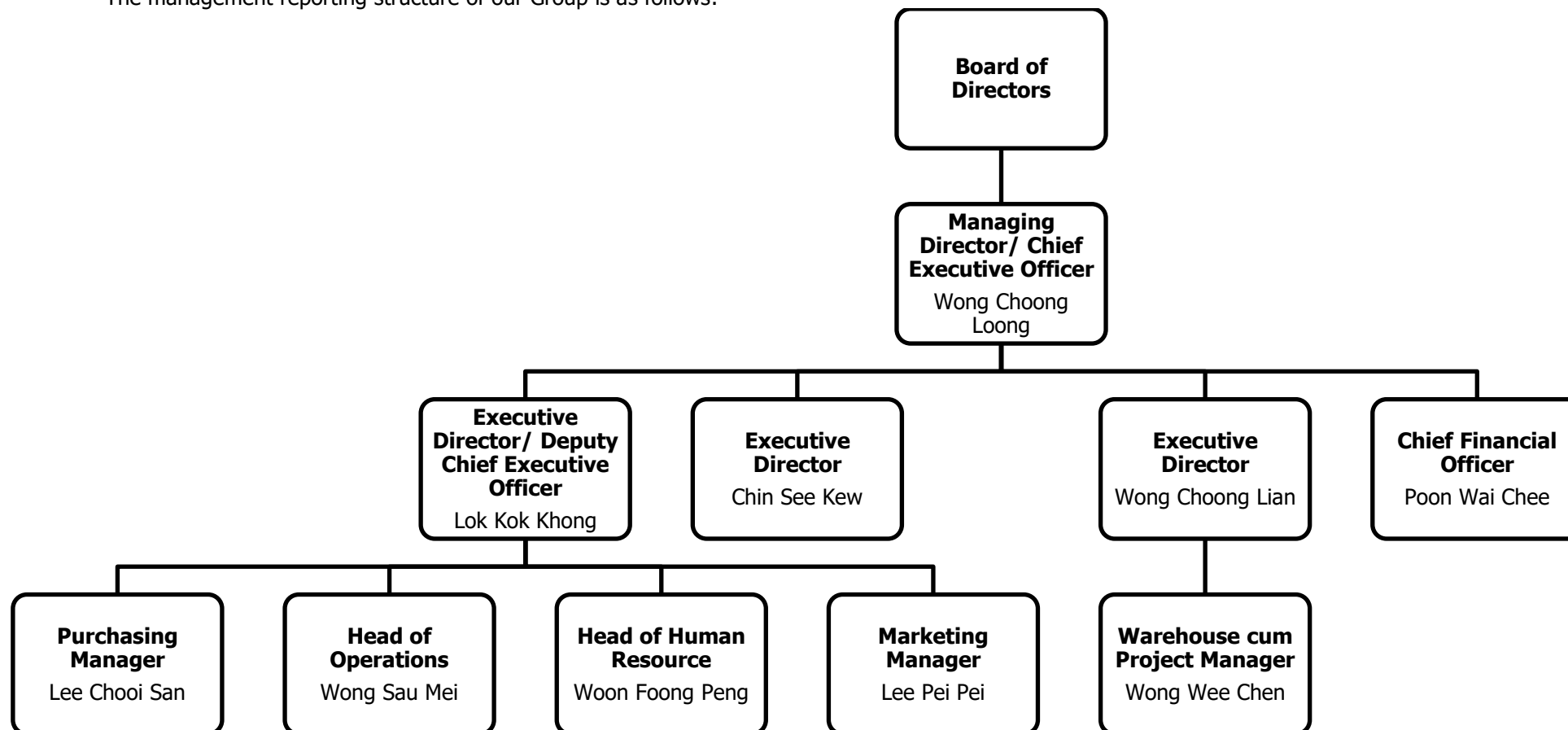
The rest of this page is intentionally left blank

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

5.3 KEY SENIOR MANAGEMENT

5.3.1 Management structure

The management reporting structure of our Group is as follows:



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

5.3.2 Key senior management shareholdings

The shareholdings of our key senior management in our Company before and after IPO, save for our Executive Directors, which are disclosed in Section 5.2.1, assuming that they will fully subscribe for their respective entitlements under the Pink Form Allocations are set out below:

Name	Designation/ Nationality	⁽¹⁾ Before IPO				⁽²⁾⁽³⁾ After IPO			
		Direct		Indirect		Direct		Indirect	
		No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Poon Wai Chee	Chief Financial Officer/ Malaysian	-	-	-	-	800,000	0.1	-	-
Wong Sau Mei	Head of Operations/ Malaysian	-	-	-	-	800,000	0.1	-	-
Woon Foong Peng	Head of Human Resource/ Malaysian	-	-	-	-	400,000	<0.1	-	-
Lee Chooi San	Purchasing Manager/ Malaysian	-	-	-	-	400,000	<0.1	-	-
Wong Wee Chen	Warehouse cum Project Manager/ Malaysian	-	-	-	-	400,000	<0.1	-	-
Lee Pei Pei	Marketing Manager/ Malaysian	-	-	-	-	150,000	<0.1	-	-

Notes:

- (1) Based on share capital of 600,000,000 Shares after Subdivision of Shares but before our IPO.
- (2) After Public Issue and Offer for Sale.
- (3) Based on enlarged share capital of 800,000,000 Shares after our IPO and assuming that our key senior management will fully subscribe for their respective entitlements under the Pink Form Allocations.

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

5.3.3 Profiles of our key senior management

The profiles of the other key senior management of our Group are as follows:

(a) Poon Wai Chee

Poon Wai Chee, a Malaysian female, aged 56, is our Chief Financial Officer. She is responsible for overseeing our Group's overall finance related matters which include amongst others accounting, taxation, corporate finance and treasury functions.

In 1988, she obtained her Sijil Tinggi Persekolahan Malaysia from Kolej Tunku Abdul Rahman. She obtained her ACCA qualification in 1996 from Systematic College, Malaysia. She became a member and fellow of the ACCA since 1997 and 2002 respectively. She has been a member of the MIA since 1997 and a professional member of the Institute of Internal Auditors Malaysia since 2019.

She began her career as Audit Associate with Liung & Co in 1988, where she performed audit work for various companies. She left Liung & Co in 1990 to further her studies. While pursuing her ACCA in Systematic College in 1991, she joined MBf Management Sdn Bhd, a company involved in the administrative management and general management consulting services, as a full time Accounts Assistant where she was responsible for preparation of financial accounts. She was promoted to Finance Executive in 1993 where she assisted in the bank's cash flow planning and treasury matters. She was also involved in the company's corporate exercises.

In 1996, she left MBf Management Sdn Bhd and joined Alsthom Export Malaysia Sdn Bhd (currently known as GE Power Services (Malaysia) Sdn Bhd), a company involved in the provision of installation and maintenance services and supply of spare parts, as Accountant where she was responsible for overseeing accounts related matters of the company. She was promoted to Finance and Administration Manager in 1997 where she was responsible for the finance, human resource and administrative functions of the company. She left the company in 2000 and took a 1-year career break.

In 2001, she joined SSF as Accountant where she oversaw the accounts and human resource functions. She was promoted to Assistant General Manager of Finance and Administration in 2013 where she oversaw the financial and accounting matters. She also oversaw and worked with the IT department to develop modules required to enhance operational software for retail operations. She was re-designated to her current position and is responsible for our Group's finance related matters in 2020.

(b) Wong Sau Mei

Wong Sau Mei, a Malaysian female, aged 61, is our Head of Operations. She is responsible for the overall retail operations, outbound logistics, visual merchandising and sales training of our Group.

In 1983, she obtained her Sijil Tinggi Persekolahan Malaysia from Raffles College in Malaysia.

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

She began her career with Kwong Yik Bank Berhad (currently known as RHB Bank Berhad) as Administrative Clerk in 1983 where she was involved in assisting and processing administrative tasks. She was promoted to Credit Processing Officer in 1985 where she processed retail loan applications. In 1987, she was promoted to Credit Control Officer where she was responsible for the sanctioning and disbursement of loans.

In 1997, she left Kwong Yik Bank Berhad and was engaged as a contractor by White Horse Ceramic Industries Sdn Bhd to supply food and beverages to factory workers until 2000. In 2001, she subsequently set-up Kuan Yu Restaurant where she oversaw the overall operations of the restaurant. She sold the restaurant in 2003 and took a career break.

In July 2007, she returned to the workforce as Sales Assistant with SSF where she was assigned to serve our customers and attend to their questions. She was promoted to Assistant Branch Manager in November 2007 to assist in the daily operations of SSF's retail outlet. In 2008, she was promoted to Training Manager where she conducted internal training programmes which included amongst others, training new sales assistants on our Group's customer policies and procedures as well as new product trainings.

She was promoted to Operational Support Senior Manager in 2013 where she was responsible for the set-up of new retail outlets including selection and identification of location. Her responsibilities also include the management of refurbishing activities of existing retail outlets and overseeing visual merchandising activities. She was subsequently promoted to her current position in 2020.

(c) Woon Foong Peng

Woon Foong Peng, a Malaysian female, aged 47, is our Head of Human Resource. She is responsible for overseeing our Group's human resource planning, recruitment and hiring functions.

In 2001, she graduated with a Bachelor of Arts in Political Science, Public Administration Division from the National Taiwan University, Taiwan.

Upon graduation, she joined the Institute of European and American Studies/ Academia Sinica in Taipei, Taiwan as Administrative cum Research Assistant where she was involved in budget planning, procurement tenders and supervision of survey teams. She left the institute in 2002 and joined Chung-Hua Institution for Economic Research as Administrative cum Research Assistant, where she gathered and analysed data and information for use in the institution's monthly journal.

In 2003, she left Chung-Hua Institution for Economic Research to return to Malaysia and joined King's Confectionery Sdn Bhd, a confectionery chain as Outlet Manager. She was promoted to District Executive in the same year where she managed and supervised multiple outlets. She was later promoted to District Manager in 2005 where she oversaw the planning and management of annual budget, expenses and overall operations of the company's certain outlets.

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

In June 2008, she left King's Confectionery Sdn Bhd and joined SSF as Assistant Operations Manager, where she implemented and reviewed operational policies and procedures and oversaw budgeting, reporting, planning and auditing of retail outlets operations. She was promoted to Human Resource Manager in October 2008, where she was responsible for overseeing human resource planning, recruitment and hiring functions.

In 2011, she was assigned to be Personal Assistant of the Chief Executive Officer cum Purchasing Coordinator where she provided administrative, communication, planning and scheduling support to the Chief Executive Officer. She was reassigned as Human Resource Manager in 2012 and subsequently was promoted to her current position in 2020.

(d) Lee Chooi San

Lee Chooi San, a Malaysian female, aged 34, is our Group's Purchasing Manager. She is responsible for overseeing and managing our Group's daily procurement activities which include amongst others, meeting procurement objectives and continuous improvement on procurement process, productivity and efficiency.

She graduated with a Bachelor of Business Administration (Honours) from Universiti Utara Malaysia in July 2013.

Upon graduation, she began her career as Trainee with Flavour Innovation Sdn Bhd, a company involved in the manufacture and sale of food and condiments. Her role in the company includes handling general office management, purchase orders from customers, stock delivery, data entry and other administrative tasks.

In November 2013, she left the company and joined SSF as Purchasing Coordinator. Her responsibilities include managing inventory, coordinating stock allocation for retail outlets and administrative tasks. She was promoted to Purchasing Executive in 2016 where, in addition to her then responsibilities, she was tasked to monitor stock database, warehouse stock allocation and coordination of purchasing activities. In 2017, she was promoted to Senior Purchasing Executive, where she was responsible for assisting our Group's daily purchasing operations and activities. She was subsequently promoted to her current position in 2020.

(e) Wong Wee Chen

Wong Wee Chen, a Malaysian male, aged 40, is our Warehouse cum Project Manager. He is responsible for project management (i.e. managing set-up of new retail outlets), maintenance of our existing retail outlets, as well as managing our Group's warehouse and in-bound logistics activities.

In 2004, he obtained a Diploma in Interior Design from PJ College of Art & Design in Malaysia.

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

In 2004, he began his career as Project Coordinator with Siatyun (M) Sdn Bhd, a company involved in the provision of interior designs and fitout. He was responsible for the coordination of clients, suppliers and contractors, and management of resources. In March 2005, he left the company and joined JK Concepts Sdn Bhd, a company involved in the provision of interior designs and renovation services, as Project Coordinator. He left the company in August 2005 and worked as freelance designer providing interior design and fitout services for clients from various industries from 2006 to 2008.

In 2008, he joined Jupitec Sdn Bhd, a company involved in the provision of interior designs and fitout, as Project Manager where he oversaw the planning and delivery of projects and organising logistics. He left Jupitec Sdn Bhd in 2010 and set-up W Square Sdn Bhd, a company involved in the provision of renovation and interior fitout services. He was responsible for monitoring and coordinating the overall project management activities.

In 2012, he ceased the operations of W Square Sdn Bhd and joined Debutec Sdn Bhd as Director, a joint-venture company involved in the provision of renovation and interior fitout services. He was responsible for monitoring and coordinating the overall project management activities.

In 2016, he left Debutec Sdn Bhd and joined Triplekon Construction Sdn Bhd, a company involved in the provision of construction of buildings, as Interior Designer where he was responsible for developing interior designs and management of the company's projects including tendering of projects, set up of new offices and project budgeting. He left the company in 2019 and joined SSF in his current position.

Please refer to Section 5.3.4(a) for further details of his past directorship in private limited companies.

(f) Lee Pei Pei

Lee Pei Pei, a Malaysian female, aged 32, is our Marketing Manager. She is responsible for executing all marketing activities and sales strategies of our Group.

She graduated with a Bachelor of Marketing (Honours) from Universiti Utara Malaysia in 2016.

Upon her graduation in February 2016, she began her internship programme with SSF Creative Life, as Management Trainee and was involved in retail outlets operation matters. She completed her internship programme in June 2016 and continued her tenure with SSF Creative Life as Administrative Assistant where she was involved in management of retail outlets' activities. She was transferred to SSF in 2017 as Training Assistant where she was responsible for training retail outlet's staff with our Group's SOPs in relation to retail outlets operations.

In 2018, she was reassigned as Marketing Assistant where she was responsible for our e-commerce transactions and marketing events and activities. In 2020, she was promoted as Marketing and Communications Strategist where she was responsible for developing, planning and executing marketing activities. She was promoted to Assistant Marketing Manager in 2021 and subsequently to her current position in 2022.

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

5.3.4 Principal business performed outside our Group

Save as disclosed in Section 5.2.3 and below, none of our key senior management has any other principal directorship and/or principal business activities performed outside our Group as at LPD:

(a) Wong Wee Chen

Company	Principal activities	Position held	Date of appointment	Date of resignation	% of shareholdings held	
					Direct	Indirect
<u>Present involvement</u>						
Nil						
<u>Past involvement</u>						
Debutec Sdn Bhd	Renovation & interior fitout (struck off on 16 September 2022)	Director	26 July 2012	5 October 2018	-	-

The rest of this page is intentionally left blank

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

5.3.5 Key senior management remuneration and benefits

The remuneration of our key senior management including salaries, bonuses, other emoluments and benefits-in-kind, must be reviewed and recommended by our Remuneration Committee and subsequently, be approved by our Board.

The aggregate remuneration and material benefits-in-kind (in bands of RM50,000) paid and proposed to be paid to our key senior management (save for our Executive Directors which are disclosed in Section 5.2.4) for services rendered in all capacities to our Group for FYE 2022, 2023 and 2024 are as follows:

	⁽¹⁾ Remuneration band		
	FYE 2022 (Paid)	FYE 2023 (Paid)	⁽²⁾ FYE 2024 (Proposed)
	RM'000		
Poon Wai Chee	350 - 400	350 - 400	300 - 350
Wong Sau Mei	250 - 300	200 - 250	200 - 250
Woon Foong Peng	150 - 200	150 - 200	100 - 150
Lee Chooi San	100 - 150	100 - 150	100 - 150
Wong Wee Chen	150 - 200	150 - 200	100 - 150
Lee Pei Pei	100 - 150	100 - 150	100 - 150

Notes:

- (1) The remuneration for key senior management includes salaries, bonuses, allowances and other emoluments.
- (2) The bonuses for FYE 2024 are not included. Such bonuses, if any, will be determined at a later date based on the individual's and our Group's performance, and will be subject to recommendation of our Remuneration Committee and approval by our Board.

5.4 BOARD PRACTICE

5.4.1 Board

Our Board has adopted the following responsibilities for effective discharge of its functions:

- (a) together with senior management, promote good corporate governance culture within our Group which reinforce ethical, prudent and professional behaviour;
- (b) to review, challenge and decide on management's proposals for our Group and monitor its implementation by management;
- (c) to ensure that the strategic plan of our Company supports long-term value creation and includes strategies on economic, environmental and social considerations underpinning sustainability;
- (d) to supervise and assess management performance to determine whether our Group's businesses are being properly managed;
- (e) to ensure there is a sound framework for internal controls and risk management;

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

- (f) to understand the principal risks of our Company's business and recognise that business decisions involve the taking of appropriate risks;
- (g) to set the risk appetite within which our Board expects management to operate and ensure that there is an appropriate risk management framework to identify, evaluate, manage and monitor significant financial and non-financial risks;
- (h) to ensure that senior management has the necessary skills and experience and there are measures in place to provide for the orderly succession of our Board and key senior management;
- (i) to ensure that our Company has in place procedures to enable effective communication with our stakeholders;
- (j) to ensure that all our Directors are able to understand financial statements and form a view on the information presented; and
- (k) to ensure the integrity of our Group's financial and non-financial reporting.

In accordance with our Constitution, an election of Directors shall take place each year at the AGM. At our first AGM, all our Directors shall retire from office, and at the AGM in every subsequent year, 1/3 of our 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 provided always that all our Directors shall retire from office once at least in each 3 years but shall be eligible for re-election. A retiring Director shall retain office until the close of the meeting at which he retires.

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

Director	Designation	Date of appointment	Date of expiration of the current term of office at AGM	No. of years and months in office
Datuk Seri Dr Haji Abdul Fattah bin Haji Abdullah	Independent Non-Executive Chairman	16 December 2022	Subject to retirement at the AGM in year 2023	Less than 1 year
Wong Choong Loong	Managing Director/ Chief Executive Officer	25 October 2018	Subject to retirement by rotation at the AGM in year 2023	4 years 10 months
Lok Kok Khong	Executive Director/ Deputy Chief Executive Officer	2 September 2022	Subject to retirement by rotation at the AGM in year 2023	Less than 1 year
Chin See Kew	Executive Director	25 October 2018	Subject to retirement by rotation at the AGM in year 2023	4 years 10 months
Wong Choong Lian	Executive Director	2 September 2022	Subject to retirement by rotation at the AGM in year 2023	Less than 1 year

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

Director	Designation	Date of appointment	Date of expiration of the current term of office at AGM	No. of years and months in office
Kong Sau Kian	Independent Non-Executive Director	16 December 2022	Subject to retirement at the AGM in year 2023	Less than 1 year
Ng Chee Hoong	Independent Non-Executive Director	20 February 2023	Subject to retirement at the AGM in year 2023	Less than 1 year
Lim Su May	Independent Non-Executive Director	16 December 2022	Subject to retirement at the AGM in year 2023	Less than 1 year
Er Kian Hong	Independent Non-Executive Director	16 December 2022	Subject to retirement at the AGM in year 2023	Less than 1 year

The members of our Board are set out in Section 5.2.

5.4.2 Audit and Risk Management Committee

The main function of our Audit and Risk Management Committee is to assist our Board in examining our Group's matters pertaining to the financial reporting, risk management and internal control, internal and external audit processes, related party transaction and conflict of interests' situation. The Audit and Risk Management Committee's duties and responsibilities as stated in its terms of reference include, amongst others, the following:

- (a) to review in depth the quarterly results and year-end financial statements of our Group before submission to our Board, focusing particularly on:
 - (i) the going concern assumption;
 - (ii) any changes in or implementation of major accounting policies and practices;
 - (iii) significant matters highlighted including financial reporting issues, significant judgements made by management, significant and unusual events or transactions, and how these matters are addressed; and
 - (iv) compliance with applicable accounting standards, regulatory and other legal requirements for financial reporting;
- (b) to consider any legal matters of our Group that may have a significant impact on our Group's financial statements;
- (c) to review the following matters with the external auditors:
 - (i) the audit plan, its nature and scope;
 - (ii) the audit report;
 - (iii) there being no conflict of interest situations that could affect the independence of the external auditors;
 - (iv) the external auditors' evaluation of system of internal control and significant suggestions for improvements and management's response thereto;
 - (v) the external auditors' management letter and the management's response thereto;

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

- (vi) the problems and reservations arising from the interim and final external audits, and any matters the external auditors and/or internal auditors may wish to discuss (in the absence of management, where necessary); and
 - (vii) the assistance given by the employees of our Group to the external auditors;
- (d) to assess the suitability, objectivity and independence of the external auditors to safeguard the quality and reliability of the audited financial statements. If the assessment result is satisfactory, the Audit and Risk Management Committee will recommend the nomination of the suitable audit firm as external auditors of our Company;
- (e) to consider the appointment, removal, any letter of resignation or dismissal of the external auditors, including whether there is reason (supported by grounds) to believe that our Company's external auditors are not suitable for reappointment;
- (f) to review the followings in respect of internal audit:
- (i) the adequacy of the audit scope and coverage, functions, competency and resources of the internal audit function and that it has the necessary authority to carry out its functions;
 - (ii) the internal audit plan, processes, the results of the internal audit assessments, investigation undertaken and whether or not appropriate action has been taken on the recommendations of the internal audit functions; and
 - (iii) the performance of the internal audit function;
- (g) to consider the appointment, termination, dismissal or resignation of the internal auditors and provide the resigning internal auditors an opportunity to submit his reason for resignation;
- (h) to review and assess the followings in respect of our Group's overall risk management and internal control:
- (i) our Company's policies, processes and procedures for the oversight and management of risks;
 - (ii) the risk profile, risk appetite and levels of tolerance (including subsequent review and adjustment, where necessary) and the effective communication of the same throughout our Group;
 - (iii) the management's efforts to embed a risk management in all aspect of our Group's activities and promoting a risk awareness culture within our Group;
 - (iv) the adequacy and integrity of the internal control to manage the selected areas representing significant risks;
 - (v) the implementation of management action plans in mitigating significant risks identified; and
 - (vi) the efficiency and effectiveness of the review mechanism and the accountability at an executive level for risk management and internal control;
- (i) to consider the appropriate disclosures on the risk management and internal control in our Company's annual reports;
- (j) to review any related party transactions and situations where a conflict of interest may arise within our Group, including any transaction, procedure or course of conduct that raises questions of management integrity, and to consider the appropriateness of such transactions before recommending them to our Board for approval;

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

- (k) in respect of the recurrent related party transactions of a revenue or trading nature which are subjected to shareholders' mandate, to consider the prescribe guidelines and review procedures to monitor and ascertain that such transactions are in compliance with the terms of the shareholders' mandate;
- (l) to review the Audit and Risk Management Committee report prepared at the end of each financial year that complies with the provisions of the applicable Listing Requirements;
- (m) to involve and consider other matters as may be directed by our Board from time to time; and
- (n) to promptly report to Bursa Securities on any matter reported by it to our Board, which has not been satisfactory resolved resulting in the breach of the applicable Listing Requirements.

The recommendations of our Audit and Risk Management Committee are subject to the approval of our Board.

The members of our Audit and Risk Management Committee as at LPD are as follows:

Name	Designation	Directorship
Ng Chee Hoong	Chairman	Independent Non-Executive Director
Kong Sau Kian	Member	Independent Non-Executive Director
Er Kian Hong	Member	Independent Non-Executive Director

Our Nomination Committee will review the composition, performance and effectiveness of our Audit and Risk Management Committee and each of its members annually.

5.4.3 Remuneration Committee

The main function of our Remuneration Committee is to assist our Board in fulfilling its responsibility on matters relating to the compensation and benefits of our Directors and key senior management. The Remuneration Committee's duties and responsibilities as stated in its terms of reference include, amongst others, the following:

- (a) to research, formulate and recommend to our Board the broad policy for the remuneration of Directors and key senior management, drawing from outside advice as necessary, with the objective of attracting, retaining and motivating the right talents in our Board and key senior management to drive our Group's long-term objectives;
- (b) to review annually our Directors' remuneration structure (cover all aspects of remuneration including Directors' fees, salaries, allowances, bonuses, other emoluments and benefit-in-kind) of our Directors and key senior management in all forms by referring to the remuneration policy for Directors and key senior management adopted by our Board;
- (c) to ensure that remuneration packages of Executive Directors and key senior management are reflective of our Group's demands, complexities and performance as a whole as well as skills, experience and level of responsibility required in line with the strategic objectives of our Group;

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

- (d) to ensure that remuneration payable to Non-Executive Directors reflects the experience, expertise and time required of our Directors to discharge their duties and responsibilities undertaken. The remuneration packages of Non-Executive Director shall be a matter to be decided by our Board as a whole;
- (e) to review and recommend to our Board the compensation for loss of employment of Director, and the benefits or token of appreciation for former Director before presenting to the shareholders for approval;
- (f) to ensure that no Director or any of his associates are involved in deciding his own remuneration;
- (g) to review the Remuneration Committee report to be included in the annual report of our Company for each financial year that complies with the provisions of the applicable Listing Requirements;
- (h) to involve and consider other matters as may be directed by our Board from time to time; and
- (i) to promptly report to Bursa Securities on any matter reported by it to our Board, which has not been satisfactory resolved resulting in the breach of the applicable Listing Requirements.

The recommendations of our Remuneration Committee are subject to the approval of our Board.

The members of our Remuneration Committee as at LPD are as follows:

Name	Designation	Directorship
Kong Sau Kian	Chairman	Independent Non-Executive Director
Ng Chee Hoong	Member	Independent Non-Executive Director
Lim Su May	Member	Independent Non-Executive Director
Er Kian Hong	Member	Independent Non-Executive Director

5.4.4 Nomination Committee

The main function of our Nomination Committee is to assist our Board in appointing new Directors, and in assessing our Board and committees' performance on an ongoing basis. The Nomination Committee's duties and responsibilities as stated in its terms of reference include, amongst others, the following:

- (a) to consider candidates for any directorships proposed by our shareholders, our Board or other sources such as independent recruitment firms;
- (b) to consider the performance, competency, commitment, contribution and independence (where applicable) of the retiring Directors;
- (c) to review annually the structure, size, and composition of our Board, including the requisite skill, knowledge, experience, competency, integrity and diversity of our Board members;

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

- (d) to assess annually the effectiveness and performance of our Board as a whole and each Director individually, as well as the effectiveness and performance of our committees;
- (e) to assess annually the independence of each of our Independent Non-Executive Directors to ensure the Independent Non-Executive Directors are fit and maintain independence at all times in order to provide scrutiny, objectivity and impartial judgement to our Board's decision-making;
- (f) to review the term of office and performance of the Audit and Risk Management Committee and each of its members annually to determine whether such committee and its members have carried out their duties in accordance with the terms of reference of such committee;
- (g) to develop and implement appropriate processes for evaluating our Board as a whole and each Director individually, the effectiveness and performance of our Board committees as well as the independence of our Independent Non-Executive Directors;
- (h) where appropriate, to co-ordinate and provide support in respect of assessments that are carried out by independent professional party;
- (i) to review the leadership needs and succession planning for our Directors and key senior management of our Group with a view to maximising our Group's ability to compete effectively in the marketplace;
- (j) to review the Nomination Committee report to be included in the annual report of our Company for each financial year that complies with the provisions of the applicable Listing Requirements;
- (k) to involve and consider other matters as may be directed by our Board from time to time; and
- (l) to promptly report to Bursa Securities on any matter reported by it to our Board, which has not been satisfactory resolved resulting in the breach of the applicable Listing Requirements.

The recommendations of our Nomination Committee are subject to the approval of our Board.

The members of our Nomination Committee as at LPD are as follows:

Name	Designation	Directorship
Er Kian Hong	Chairperson	Independent Non-Executive Director
Ng Chee Hoong	Member	Independent Non-Executive Director
Kong Sau Kian	Member	Independent Non-Executive Director

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

5.5 RELATIONSHIPS AND/OR ASSOCIATIONS

Save as disclosed below, there are no family relationships (as defined under Section 197 of the Act) or association between or amongst our Promoters, substantial shareholders, Directors and key senior management as at LPD:

- (a) Wong Choong Loong who is our Promoter, Managing Director/Chief Executive Officer and substantial shareholder, is the spouse of Chin See Kew and the brother of Wong Choong Lian;
- (b) Chin See Kew who is our Promoter, Executive Director and substantial shareholder is the spouse of Wong Choong Loong and the sister-in-law of Wong Choong Lian; and
- (c) Wong Choong Lian who is our Promoter, Executive Director and substantial shareholder is the brother of Wong Choong Loong and the brother-in-law of Chin See Kew.

5.6 EXISTING OR PROPOSED SERVICE AGREEMENTS

As at LPD, there are no existing or proposed service agreements entered into between our Company with any Directors; or between any companies within our Group with any key senior management.

5.7 DECLARATIONS FROM PROMOTERS, DIRECTORS AND KEY SENIOR MANAGEMENT

As at LPD, none of our Promoters, Directors or key senior management is or has been involved in any of the following events (whether within or outside Malaysia):

- (a) In the last 10 years, a petition under any bankruptcy or insolvency law filed (and not struck out) against him or any partnership in which he was a partner or any corporation of which he was a Director or a member of key senior management;
- (b) Disqualified from acting as a Director of any corporation, or from taking part directly or indirectly in the management of any corporation;
- (c) In the last 10 years, charged or convicted in a criminal proceeding or is a named subject of a pending criminal proceeding;
- (d) In the last 10 years, any judgment that was entered against him, 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;
- (e) In the last 10 years, was 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;
- (f) Being 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;

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

- (g) In the last 10 years, has been reprimanded or issued any warning by any regulatory authority, securities or derivatives exchange, professional body or government agency; or
- (h) Has any unsatisfied judgment against him.

The rest of this page is intentionally left blank

6. INFORMATION ON OUR GROUP

6.1 INFORMATION ON OUR COMPANY

Our Company was incorporated in Malaysia under the Companies Act, 1965 on 24 April 2015 as a private limited company under the name of Smart APP Outlet Sdn Bhd. On 18 November 2019, we changed our name to SSF Home Living Sdn Bhd and subsequently to SSF Home Group Sdn Bhd on 19 December 2022. On 18 January 2023, we converted into a public limited company and adopted our present name.

Our Company is principally an investment holding company. There has been no material change in the manner in which we conduct our business or activities since our incorporation and up to LPD. Through our subsidiaries, we are principally involved in the retail of furniture, home décor and home living products. Please refer to Section 7.1 for detailed information of our Group's history.

As at LPD, our share capital is RM74,219,000 comprising 600,000,000 Shares, all of which have been issued and fully paid-up. The movements in our issued share capital since the date of our incorporation are set out below:

Date of allotment/ subdivision	No. of Shares allotted	Consideration/ Types of issue	Cumulative share capital	
			No. of Shares	RM
24 April 2015	2	RM2/ Subscriber's shares	2	2
21 October 2019	72,198,540	RM72,198,540/ Otherwise than cash	72,198,542	72,198,542
26 December 2019	29,775	RM29,775/ Otherwise than cash	72,228,317	72,228,317
22 April 2020	850,683	RM850,683/ Otherwise than cash	73,079,000	73,079,000
16 December 2020	300,000	RM300,000/ Cash	73,379,000	73,379,000
26 July 2021	600,000	RM600,000/ Cash	73,979,000	73,979,000
15 February 2022	240,000	RM240,000/ Otherwise than cash	74,219,000	74,219,000
14 July 2023	N/A	Nil/ Subdivision of Shares	600,000,000	74,219,000

As at LPD, we do not have any outstanding warrants, options, convertible securities and uncalled capital. In addition, there are no discounts, special terms or instalment payment terms applicable to the payment of the consideration for the allotment.

Upon our Listing, our enlarged issued share capital will increase from RM74,219,000 comprising 600,000,000 Shares to RM124,219,000 comprising 800,000,000 Shares.

6. INFORMATION ON OUR GROUP (Cont'd)

6.2 GROUP RESTRUCTURING

6.2.1 Pre-IPO investment

On 29 April 2022, Wong Choong Loong, Chin See Kew and Wong Choong Lian disposed 16.1%, 2.0% and 1.9% of their shareholdings respectively (i.e. 14,843,800 Shares or 20.0% collectively) to Lok Kok Khong for a cash consideration of RM20.00 million, at a disposal price of RM1.35 per Share. The disposal price was derived based on the NA per Share of approximately RM1.35 per Share calculated based on our audited NA as at 30 April 2021 of RM100.77 million (prior to the disposal of Living Market Sdn Bhd (previously known as SSF Living Market Sdn Bhd) and SFair Factory Outlet Sdn Bhd (previously known as SSF Home Deco Sdn Bhd) in September 2022), divided by 74,219,000 Shares.

Lok Kok Khong, a Malaysian male aged 44, is our Executive Director/ Deputy Chief Executive Officer. Upon completion of our IPO, he will hold 15.0% equity interest in our Company. Further details on the moratorium imposed on his Shares are set out in Section 3.2.

The rest of this page is intentionally left blank

6. INFORMATION ON OUR GROUP (Cont'd)**6.2.2 Subdivision of Shares**

In preparation for our Listing, we have undertaken a subdivision of our issued share capital of RM74,219,000 comprising 74,219,000 Shares into RM74,219,000 comprising 600,000,000 Shares. The purpose of the Subdivision of Shares is to increase the number of Shares in order to facilitate our IPO and Listing. The Subdivision of Shares was implemented without capitalising the retained earnings or reserves of SHG and such Shares were subdivided with nil consideration.

The Subdivision of Shares was completed on 18 July 2023 and the shareholdings of our existing shareholders before and after the Subdivision of Shares are as follows:

Name	⁽¹⁾ Before Subdivision of Shares				⁽²⁾ After Subdivision of Shares			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Wong Choong Loong	47,797,036	64.4	-	-	386,400,000	64.4	-	-
Lok Kok Khong	14,843,800	20.0	-	-	120,000,000	20.0	-	-
Chin See Kew	5,878,145	7.9	-	-	47,520,002	7.9	-	-
Wong Choong Lian	5,700,019	7.7	-	-	46,079,998	7.7	-	-

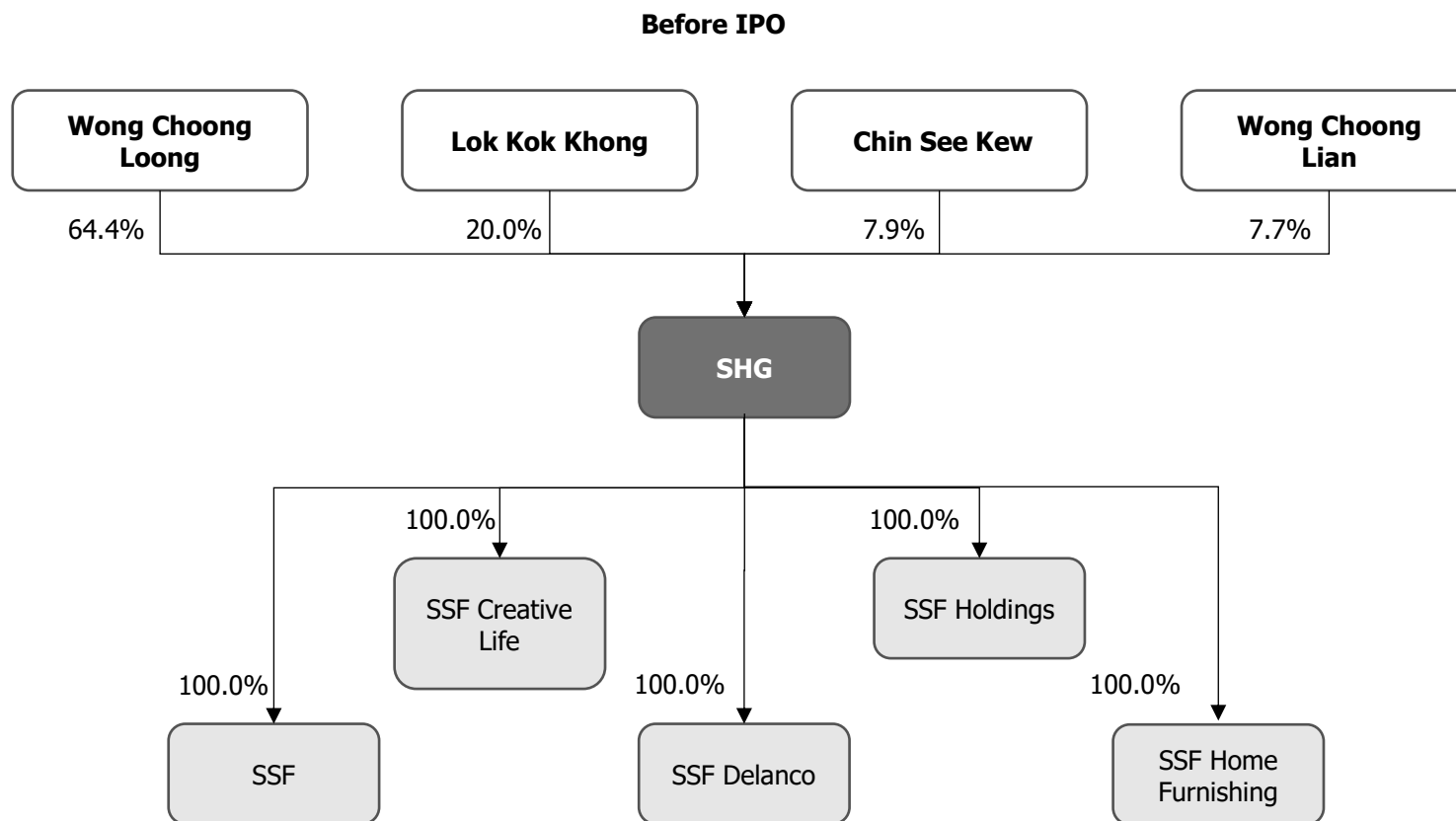
Notes:

- (1) Based on the share capital of 74,219,000 Shares before the Subdivision of Shares and before our IPO.
- (2) Based on the share capital of 600,000,000 Shares after the Subdivision of Shares but before our IPO.

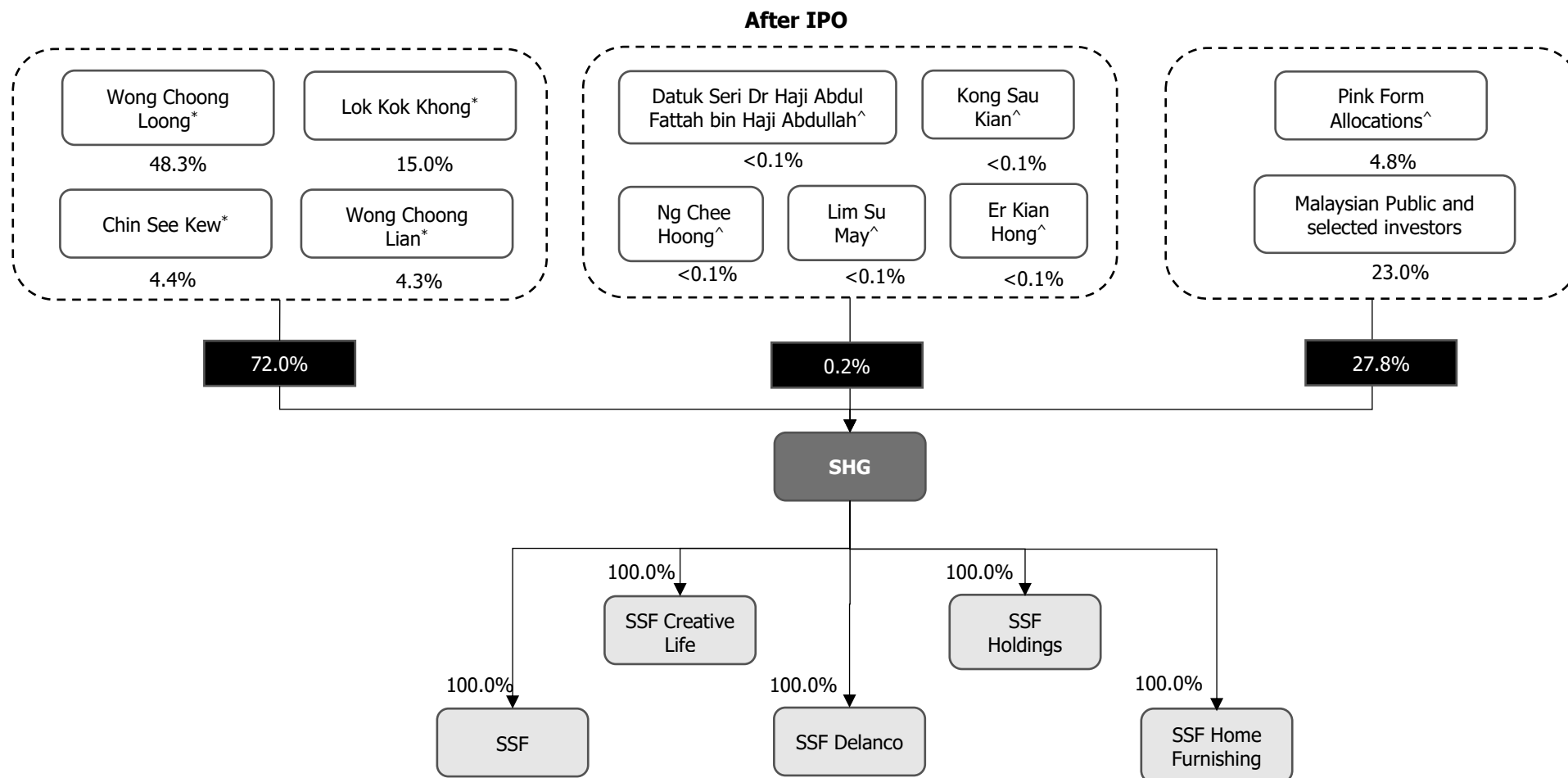
The rest of this page is intentionally left blank

6. INFORMATION ON OUR GROUP (Cont'd)

6.3 GROUP STRUCTURE



6. INFORMATION ON OUR GROUP (Cont'd)



Notes:

* Promoters of SHG.

^ Assuming that all the eligible Directors, employees and persons who have contributed to the success of the Group will subscribe for the Pink Form Allocations.

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

6.4 SUBSIDIARIES AND ASSOCIATED COMPANIES

Details of our subsidiaries as at LPD are summarised as follows:

<u>Company/ Registration Number</u>	<u>Date/ Place of incorporation</u>	<u>Principal place of business</u>	<u>Issued share capital</u> RM	<u>Effective equity interest</u> %	<u>Principal activities</u>
SSF/ 199601008089 (380435-V)	20 March 1996/ Malaysia	Malaysia	1,200,000	100.0	Purchasing hub of furniture, home décor and home living products and provision of management services
SSF Creative Life/ 200801001731 (803015-D)	16 January 2008/ Malaysia	Malaysia	200,000	100.0	Retailer of furniture, home décor and home living products ⁽¹⁾
SSF Delanco/ 201701047496 (1261672-M)	28 December 2017/ Malaysia	Malaysia	1,000,000	100.0	Retailer of furniture, home décor and home living products ⁽¹⁾
SSF Holdings/ 200801010941 (812229-V)	3 April 2008/ Malaysia	Malaysia	100,000	100.0	Licencing and trademark management
SSF Home Furnishing/ 200201022016 (589679-H)	16 August 2002/ Malaysia	Malaysia	400,000	100.0	Retailer of furniture, home décor and home living products ⁽¹⁾

Note:

⁽¹⁾ There is no differentiation in the type of customers or sales channels (i.e. retail or online channels) that each of the subsidiaries' undertake. SSF Creative Life, SSF Delanco and SSF Home Furnishing operates our retail outlets in Peninsular Malaysia, Sabah and Sarawak respectively.

Details of the issued share capital of our subsidiaries are set out in Section 15.2.

As at LPD, we do not have any associated company.

6. INFORMATION ON OUR GROUP (Cont'd)

6.5 MATERIAL CONTRACTS

Save as disclosed below, there were no contracts which are or may be material (not being contracts entered into in the ordinary course of business) entered into by our Group for FYE 2020 to 2023 and up to the date of this Prospectus:

- (a) Shares sale agreement dated 1 September 2022 between our Company (as vendor) and Shirley Teh (as purchaser) for the disposal of 100.0% of the issued shares of SFair and Living Market for a consideration of RM500,000.00 and RM1.00 respectively, which was completed on 1 September 2022; and
- (b) Underwriting agreement dated 18 August 2023 between our Company and M&A Securities for the underwriting of 80,000,000 Issue Shares for an underwriting commission of 2.0% of the IPO Price multiplied by the number of Issue Shares underwritten.

6.6 PUBLIC TAKE-OVERS

Since our incorporation up to LPD, there has been:

- (a) no public take-over offers by third parties in respect of our Shares; and
- (b) no public take-over offers by our Company in respect of other companies' shares.

The rest of this page is intentionally left blank

6. INFORMATION ON OUR GROUP (Cont'd)

6.7 MAJOR APPROVALS AND LICENCES

As at LPD, there are no other major approvals, licences and permits issued to our Group in order for us to carry out our operations other than those disclosed below:

<u>No.</u>	<u>Licencee</u>	<u>Issuing authority</u>	<u>Date of issue/ Date of expiry</u>	<u>Nature of approval/ licences</u>	<u>Equity and/or major conditions imposed</u>	<u>Compliance status</u>
(a)	SSF	Land Public Transport Agency	28 October 2021/ 31 October 2024	Operator's licence (C) dated 28 October 2021 attached with service permit and vehicle permit ⁽¹⁾	Corrugated box van for the following vehicle registration numbers: (i) WA6778N (Goods allowed: Furniture and home decoration items of up to 18,000 kilograms);and (ii) WB7778F (Goods allowed: Furniture of up to 18,000 kilograms)	Complied Complied
					The renewal of this licence must be made in not less than 90 days before its expiry.	Noted
(b)	SSF	Shah Alam City Council	12 June 2023/ 31 August 2024	Warehouse licence dated 12 June 2023 for the licenced premise at Hap Seng Business Park 12, Persiaran Perusahaan Block 2, 1 st , 2 nd and 3 rd Floor Seksyen 23 40300 Shah Alam Selangor	-	-



Note:

- ⁽¹⁾ As at LPD, we are the registered owner of 7 lorries. Save for the aforementioned lorries, our 5 other lorries carry items that are 5,000 kg and below. As such, these 5 lorries are not required to obtain an Operator's Licence (C) by the relevant authority.

6. INFORMATION ON OUR GROUP (Cont'd)


6.8 INTELLECTUAL PROPERTIES

Save as disclosed below, our Group has not registered any brand names, patents, trademarks or other intellectual property rights:

Registration no.	Design	Registered Owner	Authority	Class/ Description	Issuance date/ Expiry date	Status
09016800		SSF Holdings	MyIPO	35/ Retailing, wholeseling and franchising; management and consultation of business; all related to sale of furniture, lightings, curtain and accessories, handicraft and articles for interior decoration and wedding	29 September 2009/ 29 September 2029	Registered
TM2019034901		SSF Holdings	MyIPO	35/ The bringing together, for the benefit of others, of a variety of goods, namely furniture, home furnishings, household goods, soft toys, electrical appliances, hardware, fashion, food and beverages, kitchenware, gift and souvenir items, lighting and general wedding-related decoration, home improvement goods, curtains, general texture and articles for interior decoration, enabling customers to conveniently view and purchase those goods presented and displayed in a retail and wholesale outlets; distribution of advertising samples; distribution of advertisement and advertising materials/matter; display services for merchandise; import-export agencies; procurement and buying of goods on behalf of a business; window dressing; advisory, management and consultancy services relating to the aforesaid	20 September 2019/ 20 September 2029	Registered

Registration No : 201501016707 (1142041-X)

6. INFORMATION ON OUR GROUP (Cont'd)

<u>Registration no.</u>	<u>Design</u>	<u>Registered Owner</u>	<u>Authority</u>	<u>Class/ Description</u>	<u>Issuance date/ Expiry date</u>	<u>Status</u>
T1000008C		SSF Holdings	Intellectual Property Office of Singapore ⁽¹⁾	35/ The bringing together, for the benefit of others, of a variety of goods, namely furniture, home furnishings, household goods, electrical appliances, hardware, fashion, food and beverages, kitchenware, gift and souvenir items, lighting and general wedding related decoration, home improvement goods, curtains, general texture and articles for interior decoration, enabling customers to conveniently view and purchase those goods presented and displayed in a retail and wholesale outlets; distribution of advertising samples; distribution of advertisement and advertising materials/matter; display services for merchandise; import-export agencies; procurement and buying of goods on behalf of a business; window dressing; advisory and consultancy services relating to the aforesaid	4 January 2010/ 4 January 2030	Registered

6. INFORMATION ON OUR GROUP (Cont'd)

<u>Registration no.</u>	<u>Design</u>	<u>Registered Owner</u>	<u>Authority</u>	<u>Class/ Description</u>	<u>Issuance date/ Expiry date</u>	<u>Status</u>
IDM000333221	SSF	SSF Holdings	Directorate General of Intellectual Property (Ministry of Law and Human Rights of the Republic of Indonesia) ⁽¹⁾	35/ Import-export agents, advisory and consulting services related to the above, storefront setting services, purchasing goods for business services, merchandise display services, distribution of goods and advertising materials, distribution of advertising samples, Collection services for the benefit of other parties for a variety of items, namely furniture, home furnishings, household items, electrical appliances, building items (hardware), items for fashion (fashion), food and beverages, equipment kitchen, gift items and souvenirs, lighting and decoration related to weddings, items for home improvement, curtains, textured materials and items for interior decoration that allow buyers to see and order the items comfortably and displayed in retail and wholesale stores	5 August 2010/ 5 August 2030	Registered
4/2019/00507990	SSF	SSF Holdings	Intellectual Property Office of the Philippines ⁽¹⁾	35/ Retail services relating to furniture; wholesale services relating to furniture; demonstration of goods; provision of an online marketplace for buyers and sellers of goods and services; import-export agency services; providing business information via a website; online marketing; presentation of goods on communication media for retail purposes; organisation of trade fairs for commercial and advertising purposes; organisation of exhibitions for commercial and advertising purposes; conducting virtual trade show	23 October 2020/ 23 October 2030	Registered

6. INFORMATION ON OUR GROUP (Cont'd)

<u>Registration no.</u>	<u>Design</u>	<u>Registered Owner</u>	<u>Authority</u>	<u>Class/ Description</u>	<u>Issuance date/ Expiry date</u>	<u>Status</u>
				exhibitions online; provision of information to customers and advice or assistance in the selection of goods brought together as above; the bringing together, for the benefit of others, of a variety of goods, namely furniture, home furnishings, household goods, soft toys, electrical appliances, hardware, fashion, food and beverages, kitchenware, gift and souvenir items, lighting and general wedding related decoration, home improvement goods, curtains, general texture and articles for interior decoration, enabling customers to conveniently view and purchase those goods presented and displayed in a retail and wholesale outlets; distribution of advertising samples; distribution of advertisement and advertising materials/matter; display services for merchandise; procurement services for others (purchasing of goods and services for other businesses); window dressing for advertising purposes; window dressing for retail shops; advisory, management and consultancy services relating to the aforesaid		



Registration No : 201501016707 (1142041-X)

6. INFORMATION ON OUR GROUP (Cont'd)

Registration no.	Design	Registered Owner	Authority	Class/ Description	Issuance date/ Expiry date	Status
TM2022017474		SSF Holdings	MyIPO	20/ Furniture; furniture fittings, not of metal; furniture made from wood or substitutes for wood; household furniture; indoor furniture; home furniture; garden furniture made of wood; outdoor furniture of wood; pallets, not of metal; handling pallets, not of metal; wood furniture; wooden shelving (furniture); corks; shelves for storage; storage containers of plastic for commercial or industrial use; furniture partitions; furniture partitions of wood; wall units (furniture); wall plaques made of bone, ivory, plaster, plastic, wax or wood; wallpapered furniture; wall cupboards; gift package decorations made of plastic; wind chimes (decoration); figurines of wood, wax, plaster or plastic; pedestals for flower pots; flower stands; decorative objects (ornaments) made of plaster; decorative objects (ornaments) made of plastic; decorative objects (ornaments) made of wax; decorative objects (ornaments) made of wood; bamboo baskets; baskets, not of metal; hand-held supermarket shopping baskets, not of metal	13 July 2022/ 13 July 2032	Registered

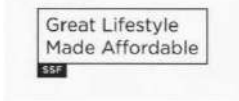
Registration No : 201501016707 (1142041-X)

6. INFORMATION ON OUR GROUP (Cont'd)

Registration no.	Design	Registered Owner	Authority	Class/ Description	Issuance date/ Expiry date	Status
TM2022017475		SSF Holdings	MyIPO	26/ Artificial christmas garlands and wreaths; artificial flower arrangements; artificial flowers; artificial flowers of paper; artificial foliage; artificial fruit; artificial garlands; artificial plants, other than christmas trees; artificial vegetables; decorative ribbons; elastic ribbons; lace and embroidery, haberdashery ribbons; decorative ribbons (haberdashery); ribbons for gift wrapping, not of paper; tapes for curtain headings	13 July 2022/ 13 July 2032	Registered
TM2022017477		SSF Holdings	MyIPO	35/ The bringing together, for the benefit of others, of a variety of goods, excluding the transport thereof, enabling customers to conveniently view and purchase those goods; goods import-export agency services; provision of an online marketplace for buyers and sellers of goods and services; retail services featuring a wide variety of consumer goods; on-line retail store services featuring furniture; retail services for furniture; wholesale distributorship services for furniture; on-line retail store services featuring lighting; retail services for lighting; wholesale services relating to lighting; on-line retail services relating to gifts; retail services provided by gift shops; on-line retail store services featuring festive decorations; retail services for festive decorations; wholesale services in relation to festive decorations; retail services provided through shop-at-home parties	13 July 2022/ 13 July 2032	Registered

Registration No : 201501016707 (1142041-X)

6. INFORMATION ON OUR GROUP (Cont'd)

<u>Registration no.</u>	<u>Design</u>	<u>Registered Owner</u>	<u>Authority</u>	<u>Class/ Description</u>	<u>Issuance date/ Expiry date</u>	<u>Status</u>
TM2019036206		SSF Holdings	MyIPO	35/ The bringing together, for the benefit of others, of a variety of goods, namely furniture, home furnishings, household goods, electrical appliances, hardware, fashion, food and beverages, kitchenware, gift and souvenir items, lighting and general wedding related decoration, home improvement goods, curtains, general texture and articles for interior decoration, enabling customers to conveniently view and purchase those goods presented and displayed in a retail and wholesale outlets; distribution of advertising samples; distribution of advertisement and advertising materials/matter; display services for merchandise; import-export agencies; procurement and buying of goods on behalf of a business; window dressing; advisory, management and consultancy services relating to the aforesaid	1 October 2019/ 1 October 2029	Registered

Note:

- (1) Although our current retail outlets are all based in Malaysia, we have registered these trademarks for us to explore potential expansion in such countries in the future. As at LPD, our Group intends to focus on expanding locally and has no plans to undertake business expansion in these countries.

6. INFORMATION ON OUR GROUP (Cont'd)

6.9 PROPERTY, PLANT AND EQUIPMENT

6.9.1 Properties owned by our Group

The summary of the material property owned by our Group as at LPD are set out below:

No.	Particulars of title/ Postal address	Registered owner	Description of property/ Existing use/ Expiry of lease (if any)/ Category of land use (if any)/ Express conditions/ Restriction-in-interest	Land area/ Built-up area sq ft	Date of purchase/ Date of CCC	Encumbrance	Audited NBV as at 30 April 2023 RM'000
(a)	PM 465/M1/9/181 Lot 58129 Bandar Kepong Gombak, Selangor/ VS-08-05, Pangsapuri Vista Saujana Jalan Wangsa 2/6 Wangsa Permai 52200 Kuala Lumpur ("Vista Saujana")	SSF	A hostel unit located on the 8 th floor of a 17-storey apartment/ Workers' accommodation ⁽¹⁾ / Leasehold expiring on 28 June 2100 or 77 remaining years as at LPD/ Residential/ Residential buildings/ This land cannot be transferred, leased or mortgaged except with the permission of the state authorities	Not applicable/ 955	5 January 1998/ 6 March 2000	Nil	87

Note:

- (1) We have received our Certificate for Accommodation dated 8 February 2023 for Vista Saujana issued by Department of Labour Peninsular Malaysia and such certificate is valid for 3 years until 8 February 2026. As at LPD, 2 of our Group's local employees resides here.

The property owned by our Group are not in breach of any land use conditions, statutory requirements, land rules or building regulations/ by-laws, which will have material adverse impact on our operations as at LPD.

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

6.9.2 Properties rented by our Group

The summary of the material properties rented by our Group as at LPD are as follows:

(a) Retail outlets

We have a total of 41 retail outlets, of which 39 are rented from third parties and 2 are rented from related parties. 2 of our retail outlets rented from related party are from Seven Star Realty and CL Wong Realty Sdn Bhd, of which description of the retail outlets are set out as item (18) and (22) below respectively. 28 of our retail outlets are located in shopping malls, while the remaining 13 are located in shophots and standalone outlets in commercial areas across Selangor, WP, Johor, Penang, Kelantan, Kedah, Perak, Negeri Sembilan, Melaka, Pahang, Terengganu, Sabah and Sarawak.

As at LPD, our Group has 15, 7, 8, 7 and 4 retail outlets located in the Central region, Northern region, Southern region, Eastern region and East Malaysia respectively. The location and description of the retail outlets are as follows:

No.	Postal address	Landlord/ Tenant	Commencement date of operations	Retail branding ⁽¹⁾	Description of outlet
Central region					
WP					
(1)	Lot 1, Lower Ground Floor, Hartamas Shopping Centre, 60, Jalan Sri Hartamas 1, 50480 Sri Hartamas, Kuala Lumpur	Malaysia Land Properties Sdn Bhd/ SSF Creative Life	30 April 2015	SSF - Great Lifestyle Affordable	Retail parcel on the lower ground floor of the retail podium known as "Hartamas Shopping Centre"
(2)	Lot 1.59 – 1.79 & Common Area, 1 st Floor, Viva Shopping Mall, 85, Jalan Loke Yew, 55200 Kuala Lumpur	Viva Venture PLT/ SSF Creative Life	10 May 2017	SSF	Retail parcel on the 1 st floor of the retail podium known as "Viva Shopping Mall"
(3)	Lot 5-1, 5 th Floor, Sunway Putra Mall, 100, Jalan Putra, 50350 Kuala Lumpur	RHB Trustees Berhad as Trustee for Sunway Real Estate Investment Trust/ SSF Creative Life	27 September 2017	SSF	Retail parcel on the 5 th floor of the retail podium known as "Sunway Putra Mall"

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Postal address	Landlord/ Tenant	Commencement date of operations	Retail branding⁽¹⁾	Description of outlet
(4)	L2-17, L2-18, L2-19 & L2-K5, Level 2 Melawati Mall, 355, Jalan Bandar Melawati, Pusat Bandar Melawati, 53100 Kuala Lumpur	Sime Darby Property CapitaLand (Melawati Mall) Sdn Bhd/ SSF Creative Life	4 October 2018	SSF	Retail parcel on the 2 nd floor of the retail podium known as "Melawati Mall"
(5)	SG-01-20, Ground Floor, The Scott Garden, 289, Jalan Klang Lama, 58000 Kuala Lumpur	Aston Villa Sdn Bhd/ SSF Creative Life	29 July 2019	SSFHOME	Retail parcel on the ground floor of the retail shoplot known as "The Scott Garden"
(6)	Lot L2-016 & 017, Level 2, MyTown Shopping Centre, 6, Jalan Cochrane, Seksyen 90, 55100 Kuala Lumpur	Boustead Ikano Sdn Bhd/ SSF Creative Life	27 March 2021	SSFHOME	Retail parcel on the 2 nd floor of the retail podium known as "MyTOWN Shopping Centre"
Selangor					
(7)	Lot B-6-1, B-7-1 & B-8-1, 6 th -8 th Floor, Casa Square, Jalan Kenari 11, Bandar Puchong Jaya, 47170 Puchong, Selangor	Ultimate Channel Sdn Bhd/ SSF Creative Life	5 July 2010	SSFHOME	Retail parcel on the 6 th , 7 th and 8 th floor of the retail podium known as "Casa Square"
(8)	Unit 5F.02 & 5F.03, 5 th Floor, Klang Parade, 2112, KM2, Jalan Meru, 41050 Klang, Selangor	Lion Klang Parade Sdn Bhd/ SSF Creative Life	1 June 2014	SSF	Retail parcel on the 5 th floor of the retail podium known as "Klang Parade"
(9)	Lot G-01, Ground Floor, DPULZE Shopping Centre, Lingkaran Cyber Point Timur, Cyber 12, 63000 Cyberjaya, Selangor	Dpulze Ventures Sdn Bhd/ SSF Creative Life	10 December 2014	SSF	Retail parcel on the ground floor of the retail podium known as "DPULZE Shopping Centre"

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Postal address	Landlord/ Tenant	Commencement date of operations	Retail branding⁽¹⁾	Description of outlet
(10)	S-223, 2 nd Floor, The Starling Mall, 6, Jalan SS21/37, Damansara Utama, 47400 Petaling Jaya, Selangor	Damansara Uptown Retail Centre Sdn Bhd/ SSF Creative Life	10 January 2017	SSF - Great Lifestyle Made Affordable	Retail parcel on the 2 nd floor of the retail podium known as "The Starling Mall"
(11)	S.06 & M.01 2 nd Floor, Block D, Sunway Giza Mall, 2, Jalan PJU 5/14 Kota Damansara, 47810 Petaling Jaya, Selangor	Sunway Giza Mall Sdn Bhd/ SSF Creative Life	11 May 2018	SSF	Retail parcel on the 2 nd floor of the retail podium known as "Sunway Giza Mall"
(12)	L4 – 16a (Prov) Level 4, The Mines, Jalan Dulang, Mines Resort City, 43300 Seri Kembangan, Selangor	MTrustee Berhad as trustee of CapitaLand Malaysia Mall Trust/ SSF Creative Life	14 November 2018	SSF	Retail parcel on the 4 th floor of the retail podium known as "The Mines"
(13)	Unit 2, Union Square Bangi Avenue, Persiaran Bangi Avenue Seksyen 2, Taman Bangi Avenue, 43000 Kajang, Selangor	Advantage 2000 Dotcom Sdn Bhd/ SSF Creative Life	16 August 2019	SSF - Great Lifestyle Made Affordable	Retail parcel on the ground floor of the retail shoptlot known as "Union Square Bangi Avenue"
(14)	Lot S02 & SC02, 2 nd Floor, Ampang Point Shopping Centre, Jalan Mamanda 3, Ampang Point, 68000 Ampang, Selangor	Nadin Management Sdn Bhd/ SSF Creative Life	10 October 2019	SSF - Great Lifestyle Made Affordable	Retail parcel on the 2 th floor of the retail podium known as "Ampang Point Shopping Centre"
(15)	Lot HY01, MPS 01, Giant Hypermarket Subang Jaya, Kompleks Membeli Belah Giant USJ 1, No. 1, Persiaran Subang Permai, 47500 Subang Jaya, Selangor	GCH Retail (Malaysia) Sdn Bhd/ SSF Creative Life	6 April 2023	SSFHOME	Retail parcel on the 1 st floor of the retail podium known as "Kompleks Membeli Belah Giant USJ 1"

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Postal address	Landlord/ Tenant	Commencement date of operations	Retail branding⁽¹⁾	Description of outlet
Northern region					
Kedah					
(16)	Lot D-04, D-08, D-05 & D-12, 4 th Floor, 888 Kompleks Star Parade, Jalan Teluk Wanjah, 05200 Alor Setar, Kedah	Jejak Timuran Sdn Bhd/ SSF Creative Life	5 July 2014	SSF	Retail parcel on the 4 th floor of the retail podium known as "Kompleks Star Parade"
(17)	Lot 10, First Floor, 1, Jalan Jati 1, Kompleks Amanjaya, 08000 Sungai Petani, Kedah	Puncak Seloka Sdn Bhd/ SSF Creative Life	19 June 2015	SSF	Retail parcel on the 1 st floor of the retail podium known as "Kompleks Amanjaya"
Penang					
(18)	2774, 2775 & 2776, Jalan Chain Ferry, Taman Inderawasih, 13600 Perai, Penang	Seven Star Realty/ SSF Creative Life	1 June 2003	SSFHOME	4-storey retail shoplot
(19)	43, Jalan Anson, George Town, 10400 George Town, Penang	Hao Yuan Sdn Bhd/ SSF Creative Life	23 May 2009	SSF	1-storey standalone showroom
Perak					
(20)	Lot T-01 & T-02, 3 rd Floor, Taiping Sentral Mall, 36, Jalan Istana Larut, 34000 Taiping, Perak	Asiabina Sdn Bhd/ SSF Creative Life	1 May 2021 ⁽²⁾	SSF	Retail parcel on the 3 rd floor of the retail podium known as "Taiping Sentral Mall"
(21)	PT14646, PT15075 and PT15076, Pusat Perniagaan Manjung Point 3, 32040 Seri Manjung, Perak	Mesra Unggul Sdn Bhd/ SSF Creative Life	9 May 2019	SSF - Great Lifestyle Affordable	1-storey retail shoplot Made
(22)	1, 1A, 1B, 1C, 3, 3A, 3B, 5, 5A, 5B, 7, 7A, 7B, 9, 9A, 9B, 11, 11A & 11B, Jalan Pusat Perniagaan Falim 3, Pusat Perniagaan, Falim, 30200 Ipoh, Perak	CL Wong Realty Sdn Bhd/ SSF Creative Life	15 October 2021	SSFHOME	3 and 4-storey retail shoplots

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Postal address	Landlord/ Tenant	Commencement date of operations	Retail branding⁽¹⁾	Description of outlet
Southern region					
Negeri Sembilan					
(23)	Lot F-01, F-02 & F-02A, 1 st Floor, Mesamall, Lot 13865, Persiaran Ilmu BBN, Bandar Baru Nilai, 71800 Nilai, Negeri Sembilan	Green Tree Harvest Sdn Bhd/ SSF Creative Life	10 June 2017	SSF	Retail parcel on the 1 st floor of the retail podium known as "Mesamall"
(24)	1F-1 & 47, 1 st Floor, Palm Mall, Jalan Sungai Ujong, 70200 Seremban, Negeri Sembilan	Capitol Prosper Sdn Bhd/ SSF Creative Life	13 September 2019	SSF - Lifestyle Affordable	Great Retail Made podium known as "Palm Mall"
Melaka					
(25)	Lot S10, S11, S12, KS4, KS5, KS6, KS7, KS14, KS15 & KS20A, 2 nd Floor, Mahkota Parade, 1, Jalan Merdeka, 75000 Melaka	MTrustee Berhad as trustee of Hektar Real Estate Investment Trust/ SSF Creative Life	20 January 2020	SSF - Lifestyle Affordable	Great Retail Made podium known as "Mahkota Parade"
Johor					
(26)	1, Jalan Johor Jaya, Taman Perindustrian Plentong, 81750 Johor Bahru, Johor	Wheels Eletronics Manufacturing Sdn Bhd/ SSF Creative Life	21 June 1999	SSFHOME	2-storey standalone showroom
(27)	Lot F1, F5, F2, F10, F11, F12, F13, F23, F24, F25, F26, F27, F32, F33 & F34, Level 2, Square One Shopping Mall, 1-1, Jalan Flora Utama 4, Taman Flora Utama, 83000 Batu Pahat, Johor	Floral E-Joy Sdn Bhd/ SSF Creative Life	7 June 2016	SSF - Lifestyle Affordable	Great Retail Made podium known as "Square One Shopping Mall"
(28)	BF-11-22, Basement Floor, Paradigm Mall Johor Bahru, Jalan Skudai, 81200 Johor Bahru, Johor	WCT Hartanah Jaya Sdn Bhd/ SSF Creative Life	28 June 2019	SSF - Lifestyle Affordable	Great Retail Made podium known as "Paradigm Mall Johor Bahru"

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Postal address	Landlord/ Tenant	Commencement date of operations	Retail branding⁽¹⁾	Description of outlet
(29)	G-08 & FF-04, Ground and 1 st Floor, Pusat Komersial Sunway Marketplace, Persiaran Medini 6, Sunway Iskandar, Bandar Medini Iskandar, 79250 Iskandar Puteri, Johor	Sunway Big Box Sdn Bhd/ SSF Creative Life	18 December 2019	SSF - Great Lifestyle Made Affordable	Retail parcel on the ground and 1 st floor of the retail podium known as "Pusat Komersial Sunway Marketplace"
(30)	Lot F106, First Floor, AEON Mall Tebrau City, 1, Jalan Desa Tebrau, Taman Desa Tebrau, 81100 Johor Bahru, Johor	AEON Co. (M) Bhd/ SSF Creative Life	31 January 2020	SSF - Great Lifestyle Made Affordable	Retail parcel on the 1 st floor of the retail podium known as "AEON Mall Tebrau City"
Eastern region					
Kelantan					
(31)	Lot 420, Jalan Sultan Yahya Petra, 15200 Kota Bharu, Kelantan	Majlis Agama Islam dan Adat Istiadat Melayu Kelantan/ SSF Creative Life	1 October 2004	SSFHOME	3-storey standalone showroom
(32)	Lot G19A, Ground Floor, AEON Mall Kota Bharu, Lembah Sireh, 15050 Kota Bharu, Kelantan	AEON Co. (M) Bhd/ SSF Creative Life	28 February 2020	SSF - Great Lifestyle Made Affordable	Retail parcel on the ground floor of the retail podium known as "AEON Mall Kota Bharu"
(33)	PT 1626 – PT 1629, Bulatan Tok Adam, Jalan Machang – Pasir Puteh, 16800 Pasir Puteh, Kelantan	Zulfikar Hardi Bin Che Hamid/ SSF Creative Life	14 April 2022	SSFHOME	2-storey retail shoplot

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Postal address	Landlord/ Tenant	Commencement date of operations	Retail branding⁽¹⁾	Description of outlet
Terengganu					
(34)	L2-31, Kompleks Paya Bunga Plaza, PT3703k, Jalan Tok Lam, 20300 Kuala Terengganu, Terengganu	Perbadanan Memajukan Iktisad Negeri Terengganu/ SSF Creative Life	26 April 2021	SSFHOME	Retail parcel on the 2 nd floor of the retail podium known as "Kompleks Paya Bunga Plaza"
(35)	Lot B-G-06, B-G-07, B-G-08, B-G-09, B-G-10, B-G-11, B-G-12, B-G-13, Block B, Pusat Perniagaan Coast, Persiaran Coast, 24000 Chukai, Terengganu	UDA Holdings Berhad/ SSF Creative Life	14 April 2022	SSFHOME	Retail parcel on the ground floor of the retail shoptlot known as "COAST Business Centre Chukai"
Pahang					
(36)	L2-MA-10, Level 2, Kuantan City Mall, Jalan Putra Square 6/1, 25300 Kuantan, Pahang	Family Mall Sdn Bhd/ SSF Creative Life	7 February 2020	SSF - Lifestyle Affordable	Great Retail parcel on the 2 nd floor of the retail podium known as "Kuantan City Mall"
(37)	Ground Floor & 1 st Floor, 1, Jalan Chengal Baru 2, Pusat Perniagaan Chengal, 28000 Temerloh, Pahang	Lim Kim Hin and Wong Lay Yong/ SSF Creative Life	17 July 2022	SSFHOME	2-storey retail shoptlot
East Malaysia					
Sabah					
(38)	Lot 4-1, 5-1 & 6-1, 4 th , 5 th & 6 th Floor, Suria Sabah Shopping Mall, 1, Jalan Tun Fuad Stephens, 88000 Kota Kinabalu, Sabah	Makamewah Sdn Bhd/ SSF Delanco	16 May 2019	SSF	Retail parcel on the 4 th , 5 th and 6 th floor of the retail podium known as "Suria Sabah Shopping Mall"

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Postal address	Landlord/ Tenant	Commencement date of operations	Retail branding⁽¹⁾	Description of outlet
Sarawak					
(39)	MS3, MS3A, MS5, MS6 and MS11, 2 nd Floor, Mall 1, CityONE Megamall, 1, Jalan Song, 93350 Kuching, Sarawak	Kenbest Sdn Bhd/ SSF Home Furnishing	30 August 2019	SSF - Great Lifestyle Made Affordable	Retail parcel on the 2 nd floor of the retail podium known as "CityONE Megamall"
(40)	G, 1 st , 2 nd and 3 rd Floor, 2, Lot 8075, Bintulu Sentral, Jalan Kidurong, 97000 Bintulu, Sarawak	Hock Peng Realty Sdn Bhd/ SSF Home Furnishing	7 September 2019	SSF - Great Lifestyle Made Affordable	4-storey retail shoplot
(41)	Lot 2885, Block 3, MCLD, Wisma United Borneo Press, Jalan Piasau, 98000 Miri, Sarawak	Pelangi Bumimas Sdn Bhd/ SSF Home Furnishing	6 March 2020	SSF - Great Lifestyle Made Affordable	2-storey standalone showroom

Notes:

- (1) There is no differentiation in target market for each of the retail branding, as the different retail branding serves to increase our Group's market presence. "SSF Home" was introduced in 2021 and our Group will eventually rebrand all our "SSF" and "SSF- Great Lifestyle Made Affordable" retail outlets to "SSF Home" by 4th quarter of 2024.
- (2) Since 26 April 2015 until 30 April 2021, SSF Home Deco Sdn Bhd (currently known as SFair) was operating this outlet. Subsequently on 1 May 2021 upon the expiration of the previous tenancy, SSF Creative Life took over the operations of this outlet.

Our Group is unable to disclose certain terms and conditions in the tenancy agreements (i.e. period of tenancy, rental rate and built-up area) due to confidentiality clauses pursuant to several tenancy agreements entered into between our Group and the respective landlords and we were unable to obtain written consent from the landlords to disclose such information. As such, we have aggregated such information of our 41 retail outlets as follows:

6. INFORMATION ON OUR GROUP (Cont'd)

We typically enter into tenancy agreements for a term of 3 years, generally with options for renewal. As at LPD, 5 out of 41 retail outlets, representing 12.2% of our total retail outlets, have tenancy periods of 1 year or less. In the event these tenancies cannot be renewed, such short tenancy periods will not have a material impact on our Group's operations as we are able to relocate our retail outlets to other premises. As at LPD, we have not encountered any situations where our landlords has withheld our request for early termination nor have they unreasonably reject our request to exercise the option to renew, where applicable.

The tenanted area for our retail outlets as at LPD have a built-up area ranging between 7,940 sq ft to 58,774 sq ft. The total rental expense for all our tenanted outlets for FYE 2023 is approximately RM12.85 million. The aggregate built-up area and rental amount in FYE 2023 and range of period of tenancy for all our rented retail outlets based on regions are as follows:

	Existing no. of retail outlets	Range of period of tenancy (years)	Total built-up area (sq ft)	Total rental in FYE 2023 (RM'000)
Central region ⁽¹⁾	15	1 to 3 years	405,353	5,378
Northern region ⁽²⁾	7	1 to 3 years	150,531	1,734
Southern region ⁽³⁾	8	⁽⁶⁾ <1 to 3 years	197,354	2,638
Eastern region ⁽⁴⁾	7	3 years	129,495	1,574
East Malaysia ⁽⁵⁾	4	2 to 5 years	143,771	1,524
	41		1,026,504	12,848

Notes:

(1) Comprises Selangor and WP.

(2) Comprises Kedah, Penang and Perak.

(3) Comprises Negeri Sembilan, Melaka and Johor.

(4) Comprises Kelantan, Terengganu and Pahang.

(5) Comprises Sabah and Sarawak.

(6) Consist of a renewed tenancy of our retail outlet in AEON Mall Tebrau City, Johor which has a tenancy period of 8 months. The shorter renewed tenancy period agreed was a result of ongoing negotiations with the landlord in relation to changes to the built-up area rented of the retail outlet.

The rest of this page is intentionally left blank

6. INFORMATION ON OUR GROUP (Cont'd)

(b) Material properties rented by our Group

Save for our retail outlets in (a) above, the other material properties rented by our Group as at LPD are as follows:

No.	Postal address	Landlord/ Tenant	Description/ Existing use	Built-up area sq ft	Period of tenancy/ Rental per annum (RM)/ Option to renew
(1)	Sunway Nexis C-11-08 & C-11-09 1, Jalan PJU 5/1 Kota Damansara 47810 Petaling Jaya Selangor	Boilermaster Properties Sdn Bhd/ SSF	2 units of office suites located on the 11 th floor of a commercial building/ Headquarters	2,949	1 December 2022 to 30 November 2023 ⁽⁵⁾ / RM120,000/ 1 year
(2)	Hap Seng Business Park 12, Persiaran Perusahaan Block 2, 1st Floor Seksyen 23 40300 Shah Alam Selangor	Hap Seng Logistics Sdn Bhd/ SSF	1 st floor of a 6-storey flatted warehouse/ Central warehouse centre	89,531	1 July 2022 to 30 April 2025/ RM1,611,558/ 1 year
(3)	Hap Seng Business Park 12, Persiaran Perusahaan Block 2, 2nd and 3rd Floor Seksyen 23 40300 Shah Alam Selangor	Hap Seng Logistics Sdn Bhd/ SSF	2 nd and 3 rd floors of a 6- storey flatted warehouse/ Central warehouse centre	179,062	7 May 2022 to 6 May 2025/ RM3,223,116/ 1 year

6. INFORMATION ON OUR GROUP (Cont'd)

No.	Postal address	Landlord/ Tenant	Description/ Existing use	Built-up area sq ft	Period of tenancy/ Rental per annum (RM)/ Option to renew
(4)	Sri Keriung Apartment Jalan UTL 3 Bandar Universiti Teknologi Lagenda 71700 Mantin Negeri Sembilan	Elite Wealth Advisory Sdn Bhd ⁽¹⁾ / SSF	6 hostel units located in a 5-storey apartment/ Workers' accommodation ⁽²⁾	5,580	15 October 2022 to 14 October 2023 ⁽⁵⁾ / RM72,000/ 1 year
(5)	Sri Keriung Apartment Jalan UTL 3 Bandar Universiti Teknologi Lagenda 71700 Mantin Negeri Sembilan	Elite Wealth Advisory Sdn Bhd ⁽¹⁾ / SSF	3 hostel units located in a 5-storey apartment/ Workers' accommodation ⁽³⁾	2,790	15 December 2022 to 14 December 2023 ⁽⁵⁾ / RM36,000/ 1 year
(6)	Pulai Ria Apartment Jalan UTL 9 Bandar Universiti Teknologi Lagenda 71700 Mantin Negeri Sembilan	Elite JD Solution Sdn Bhd ⁽¹⁾ / SSF	5 hostel units located in a 5-storey apartment/ Workers' accommodation ⁽⁴⁾	4,650	17 April 2023 to 30 April 2024/ RM60,000/ Nil

Notes:

- (1) A centralised accommodation provider where it arranges, manages and monitors the accommodation for the foreign workers of our Group, in accordance with the relevant laws and regulation.
- (2) There are currently 36 of our Group's foreign workers residing in this worker's accommodation.
- (3) There are currently 17 of our Group's foreign workers residing in this worker's accommodation.
- (4) There are currently 26 of our Group's foreign workers residing in this worker's accommodation.
- (5) We will renew these tenancies upon its expiry.

6. INFORMATION ON OUR GROUP (Cont'd)

The properties rented by our Group are not in breach of any land use conditions, statutory requirements, land rules or building regulations/by-laws, which will have material adverse impact on our operations as at LPD.

6.9.3 Acquisition of properties

We have not acquired nor entered into any agreements to acquire any properties during FYE 2020 to 2023 and up to LPD.

The rest of this page is intentionally left blank

6. INFORMATION ON OUR GROUP (Cont'd)

6.9.4 Governing laws and regulations

The following is an overview of the regulatory requirements governing our Group which are material to our business:

(a) Local Government Act 1976 ("LGA 1976")

The LGA 1976 empowers every local authority to grant licences or permits 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 we operate in various jurisdiction in Malaysia, we are subject to the by-laws of the respective states.

As our central warehouse centre is located in Selangor, we fall under the jurisdiction of the Shah Alam City Council ("**MBSA**").

The relevant by-laws governing the conduct of our business in our central warehouse centre would be the Licensing of Trades, Businesses and Industries (Shah Alam City Council) By-Laws 2007 ("**By-Laws 2007**"). By-Laws 2007 provides that it is an offence for a person to operate any trade, business and industry activity under Schedule 2 without a valid licence issued by MBSA. Warehouse falls within Schedule 2 of By-Laws 2007. Any person who contravenes any provisions of the By-Laws 2007 commits an offence and shall, on conviction be liable to a fine not exceeding RM2,000 or to imprisonment for a term not exceeding 1 year or to both such fine and imprisonment.

As at LPD, our Group holds and maintains a valid warehouse licence for our central warehouse centre, and business premise licences for all our operating business premises. Our Group also maintains valid advertising licences in respect of all premises with external signboards.

(b) 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.

6. INFORMATION ON OUR GROUP (Cont'd)

As at LPD, our subsidiary, SSF has engaged 2 centralised accommodation providers to provide our foreign workers with 14 hostel units of accommodations in Negeri Sembilan. The workers' accommodations are issued with the respective CFA and complies with the necessary requirements of the EMSA and its regulations. Furthermore, our Group owns 1 unit of hostel known as Vista Saujana. Vista Saujana is issued with a CFA and complies with the necessary requirements of the EMSA and its regulations. As at LPD, 2 of our Group's local employees resides here.

(c) Personal Data Protection Act 2010 ("PDPA 2010")

The PDPA 2010 regulates the processing of personal data in commercial transactions and provides for connected and incidental matters. The PDPA 2010 applies to (i) any person who processes and (ii) any person who has control over or authorises the processing of any personal data in respect of commercial transactions ("**Data User**").

The processing of personal data by a Data User must be in compliance with various personal data protection principles, namely (a) the General Principle; (b) the Notice and Choice Principle; (c) the Disclosure Principle; (d) the Security Principle; (e) the Retention Principle; (f) the Data Integrity Principle; and (g) the Access Principle (collectively, "**the Personal Data Protection Principles**"). A Data User who contravenes the Personal Data Protection Principles commits an offence and shall, on conviction, be liable to a fine not exceeding RM300,000 or to imprisonment for a term not exceeding 2 years or to both.

Although our Group is considered to be a Data User within PDPA 2010, we do not fall within the specified class of data users which require a certificate of registration under PDPA 2010. Save for the provisions on registration, we are subject to all other provisions of PDPA 2010. Our Group has adopted a privacy policy which is in compliance with PDPA 2010.

6.9.5 Environmental, social and governance practices

Our Group acknowledges the importance of having a good environmental, social and governance ("**ESG**") framework and its significance to our Group's future development.

Our Board has the collective and overall responsibility for reviewing, approving and managing the ESG related policies, targets and strategies for our Group while our key senior management ensures that such policies are implemented throughout the organisation. Our governance structure is as follows:

	Responsibility
Board	Reviews and approves the sustainability statement
Managing Director/ Chief Executive Officer and Executive Director/ Deputy Chief Executive Officer	<ul style="list-style-type: none"> • Reviews material sustainability matters with our key senior management • Formulates sustainability strategies/ initiatives with key senior management • Reports to our Board on sustainability matters material
Head of departments	Responsible for stakeholder engagement process, identifying material sustainability matters, executing and monitoring the implementation of sustainability initiatives/strategies; and reports to our Executive Directors on material sustainability matters

6. INFORMATION ON OUR GROUP (Cont'd)

Our Group has implemented, and are in the midst of implementing, the following practices:

(a) Environmental

As a retailer, we do not operate any production facilities and in turn do not contribute to significant adverse impacts on the environment. Nevertheless, the main environmental impacts of our business operations are the consumption of electricity and the usage of paper boxes due to our daily operations. Our retail outlets require electricity to operate, thus contributing significantly to our energy consumption. Our Group is conscious of the management of such energy consumption such as by switching off non-centralised electronics immediately when not used in order to limit the impact on the environment. Furthermore, in light of our continuous business expansion which may inevitably result in the increase in the consumption of paper boxes, our Group aims to use environmental-friendly packaging materials such as paper boxes without logos, which can then be recycled.

Our Group believes in preserving and caring for the environment by adopting sustainable practices in our business activities. The measures that we have taken or plan to take (as the case may be) include the following:

- (i) practising paperless initiative where our Group is moving towards digitalising our marketing materials to reduce paper printing by circulating our online magazine. In the past, our Group relied heavily on paper-based operation workflows. With the launch of SSFHOMe mobile application, our Group is able to increase efficiency and reduce expenses by digitalising paper processes, where customers can opt to sign up or renew their membership through our mobile application. In addition to the paperless initiatives above, our Group has in October 2022 launched an integrated online and mobile delivery management system for Klang Valley retail outlets to handle process flows from customer booking to goods delivery which enable customer to track the status of delivery online or get updated via mobile text messages. As for our administrative functions, our Group highly encourages our employees to, where possible, rely on digital copies to avoid unnecessary printing. As a result of the above paperless initiative, we have cut down our cost of boxes, papers, toners and cartridges used of approximately RM19,300 a year.
- (ii) our retail outlets no longer provide single-use plastic bags to our customers and encourage them to use their own reusable bags by putting up notices at our retail outlets. As a result, we have cut down the cost of providing plastic bag approximately RM71,600 a year. Nevertheless, our customers can opt to purchase SSFHOMe's reusable bags which comes in 3 sizes.
- (iii) reducing our carbon footprint by switching from gas-powered forklifts to electric-powered forklifts for our warehousing activities since 2022. As a result of such energy reduction efforts, we can save approximately RM121,000 a year. It also provides a safer work environment for our warehouse department's employees as these forklifts have zero emissions.

6. INFORMATION ON OUR GROUP (Cont'd)

(b) Social

Our Group is committed to act responsibly to all our stakeholders in our business operations as well as to the community in which we operate.

Our Group has a responsibility towards our customers to ensure that our products meet quality standards expectations and do not pose a health and safety threat to them. This includes providing clear instructions for safe use and assembly instructions that poses danger to customers. Please refer to Section 7.18 for further details on our quality control.

While we have yet to conduct a formal ESG assessment on our suppliers, our Group intends to do so in the near future to ensure that we are working with suppliers who share our commitment to sustainability and responsible business practices.

The safety, health and welfare of our employees in our workplace is one of our top priorities. Our Group has established a Safety and Health Committee to ensure compliance with our Guidelines on Occupational Safety and Health Policy by protecting the health and safety of our employees against the risk arising from our operational processes. Our Group has implemented precautionary measures across our retail outlets, as required, and is in compliance with the relevant laws and regulations made pursuant to the outbreak of COVID-19 in operating our business activities. Please refer to Section 7.12.3 for further details. In addition, we also provide social protection such as financial aids to our employees in the event their family members pass away or are gravely ill or natural disaster hits their hometown. Foreign workers employed under our Group are provided with workers' dormitories that complies with the EMSA. Please refer to Section 6.9.4(b) for further details.

In addition, our Group has taken various corporate social responsibility initiatives to serve the needs of the community. For example, in 2019, our Group hosted a group of 50 international university students at one of our SSF retail outlet with the aim of informative sharing and educational discussion programme about our industry. In the same year, our Group participated in an autism spectrum disorder initiative by sponsoring furniture and furnishings for a "calm room" of approximately RM9,500 provided by Sunway Putra Mall's management for autistic individuals to settle down, should they experience any overload in sensory or if they are having a meltdown. Furthermore, our Group provided financial aid to employees who are victims affected by seasonal monsoon floods in Shah Alam in December 2021.

As at LPD, we have provided financial aids amounting to approximately RM56,500 to our employees.

(c) Governance

Our Group is committed to conduct our business ethically and in compliance with all relevant laws and regulations as disclosed in Section 6.9.4. In maintaining high standards of corporate governance, our Board has adopted the recommendations under the MCCG.

In addition, our Group has adopted a zero-tolerance policy towards bribery, and as such have put in place the policies and procedures to ensure strict compliance with the Malaysian Anti-Corruption Commission Act 2009 and its amendments. In relation to our Group's risk management, our Group has put in place a Risk Management Framework to monitor closely on the risk associated with our Company's business and has also put in place a Whistleblowing Policy and Privacy Policy to help promote and ensure fairness in business dealings.

6. INFORMATION ON OUR GROUP (Cont'd)

As at LPD, we have not incurred any past fines, penalties or negative impact in relation to environmental, social and governance issues which may materially affect our operations.

6.9.6 Material capital expenditures and divestitures**(a) Material capital expenditures**

Save for the expenditures disclosed below, there were no other capital expenditures (including interests in other corporations) made by us during FYE 2020 to 2023 and up to LPD:

Capital expenditures	At cost				1 May
	FYE 2020	FYE 2021	FYE 2022	FYE 2023	2023 up to LPD
	RM'000	RM'000	RM'000	RM'000	RM'000
Air conditioner	554	96	233	161	-
Computer and software	378	139	195	336	-
Electrical fittings	(1)2,965	(1)1,006	677	393	44
Forklifts	-	-	5	922	-
Furniture and fittings	(1)2,822	(1)1,286	220	(1)1,299	306
Office equipment	719	165	123	259	16
Renovation	(1)5,313	(1)1,453	880	424	26
Signboard	542	2	311	62	18
Capital work-in-progress	423	423	(2)1,265	(2)(3)323	101
	13,716	4,570	3,909	4,179	511

Notes:

- (1) Mainly due to electrical fittings, furniture and fittings and general renovation cost for our retail outlets opened in FYE 2020 and 2021 as well as Klang Warehouse in FYE 2021. For FYE 2023, mainly due to addition of racking system for our existing retail outlets and pallets for our central warehouse centre at Hap Seng Business Park, Shah Alam, Selangor.
- (2) Mainly relates to migration of our existing ERP system with a new enhanced ERP system (i.e. Microsoft Dynamics 365 Business Centre and LS Retail POS System). Such migration commenced since June 2021 and is expected to go live in fourth quarter of 2023. Further details are set out in Sections 7.22.2 and 12.6.
- (3) Mainly relates to enhancement of our e-commerce website and upgrading of our SSFHOME mobile application since November 2022 and is expected to be rolled out in fourth quarter of 2023. Further details are set out in Section 7.22.2 and 12.6.

The above capital expenditures were financed by internally-generated funds. Our capital expenditures are mainly driven by our business growth as well as for replacement purposes.

6. INFORMATION ON OUR GROUP (Cont'd)**(b) Material capital divestitures**

Save for the divestitures disclosed below, there were no other capital divestitures (including interests in other corporations) made by us during FYE 2020 to 2023 and up to LPD:

Capital divestitures	At cost				1 May
	FYE 2020	FYE 2021	FYE 2022	FYE 2023	2023 up to
	RM'000	RM'000	RM'000	RM'000	LPD
					RM'000
Air conditioner ⁽¹⁾	-	-	1	-	-
Computer and software ⁽¹⁾	11	-	10	31	-
Electrical fittings ⁽¹⁾	-	1	-	15	-
Forklift	-	-	-	36	-
Furniture and fittings	10	13	⁽¹⁾ 11	⁽¹⁾ 83	-
Motor vehicles	250	-	-	31	-
Office equipment ⁽¹⁾	3	4	8	32	-
Renovation ⁽¹⁾	-	49	-	34	-
Capital work-in-progress	-	2	-	-	-
	274	69	30	262	-

Note:

⁽¹⁾ Mainly relates to disposal of air conditioner, computer and software, electrical fittings, furniture and fittings, office equipment and renovation in relation to the closure of our retail outlets in FYE 2020 to 2023.

The above capital divestitures were carried out in the ordinary course of business as part of our periodic review of our fixed asset register to identify and eliminate those assets which have been fully depreciated or are no longer in use or obsolete or surpassed their useful lives.

Moving forward, other than the proposed utilisation of proceeds from our Public Issue for our capital expenditure as disclosed in Section 4.9.1, we do not have any material capital expenditures and divestitures currently in progress, within or outside Malaysia.

6.9.7 Material plans to construct, expand or improve our facilities

Save for the proposed utilisation of proceeds from our IPO vis-à-vis our proposed capital expenditure as set out in Section 4.9.1, our Group does not have any other immediate plan to construct, expand and improve our facilities as at LPD.

6. INFORMATION ON OUR GROUP (Cont'd)**6.10 EMPLOYEES**

As at LPD, we have a total workforce of 673 employees, which consists of permanent and contractual employees. Local employees accounted for approximately 88.3% of total workforce while the remaining 11.7% are foreign workers. Our foreign workers consist of 53 Bangladeshi, 25 Nepalese and 1 Indian. Save for 1 foreign worker where the renewal of the working permit is pending issuance, all of our foreign workers have valid working permits.

The breakdown of our employees as at 30 April 2023 and LPD are as follows:

Department	Permanent		Contract ⁽¹⁾		Total
	Local	Foreign	Local	Foreign	
As at 30 April 2023					
Executive Directors	4	-	-	-	4
Key management	6	-	-	-	6
Accounting and finance	20	-	1	-	21
Human resource and administrative	14	-	-	-	14
IT	3	-	1	-	4
Procurement	10	-	-	-	10
Sales and marketing	14	-	-	-	14
Logistics	13	-	-	-	13
Warehouse	26	-	-	79	105
Retail outlet operations ⁽³⁾	409	-	40	3	452
Total	519	-	42	82	643
As at LPD					
Executive Directors	4	-	-	-	4
Key management	6	-	-	-	6
Accounting and finance	20	-	-	-	20
Human resource and administrative	14	-	1	-	15
IT	3	-	-	-	3
Procurement	11	-	-	-	11
Sales and marketing	14	-	1	-	15
Logistics	14	-	-	-	14
Warehouse	24	-	-	76 ⁽⁴⁾	100
Retail outlet operations ⁽²⁾⁽³⁾	418	-	64	3	485
Total	528	-	66	79	673

Notes:

- (1) The contractual employees are mainly retail outlet operations and warehouse employees that we engage on a contract-to-contract basis. As at LPD, the employment contract period with our contractual employees ranges from 1 to 36 months, where 62.8% of our contractual employees are employed with a contract period of 12 months or more.
- (2) Our number of retail outlet operations employees are sufficient for the number of retail outlets, where we have allocated between 4 and 27 employees to each of our 41 retail outlets as at LPD. The allocation of employees for each retail outlet are based on various variables amongst others, built-up area of retail outlet, design layout of retail outlet, number of product SKUs in each retail outlet, operating hours, operating days, foot traffic, and average number of transactions per outlet. Generally, we will allocate more employees to those retail outlet which has such higher variables.

6. INFORMATION ON OUR GROUP (Cont'd)

- (3) Including our 16 visual merchandisers as at LPD. Our visual merchandisers are not based permanently at any retail outlets but alternatively, they travel from one retail outlet to another as and when required, to refresh and adopt new visual merchandising displays.
- (4) Includes 1 foreign worker where the renewal of his working permit is pending issuance as at LPD. Since this foreign worker joined our Company on 29 May 2017, we have not encountered any previous issues in the renewal of his working permit. As at LPD, this foreign worker is not working in our warehouse until the issuance of his renewed working permit. Currently, he is voluntarily assisting with the general housekeeping tasks of the workers' accommodation that he is residing in.

There were no significant changes in the number of employees of our Group from 30 April 2023 up to LPD.

None of our employees belong to any labour union and as at LPD, there is no material dispute between our management and our employees. Over FYE 2020 to 2023, there has not been any incident of work stoppage or labour dispute that has materially affected our operations.

Our Group is in compliance with the Government's directive on COVID-19 screening for all our foreign workers.

The rest of this page is intentionally left blank

7. BUSINESS OVERVIEW

7.1 OUR HISTORY

7.1.1 Ownership and group structure

Our Company was incorporated in Malaysia under the Companies Act 1965 on 24 April 2015 as a private limited company under the name of Smart App Outlet Sdn Bhd. On 18 November 2019, we changed our name to SSF Home Living Sdn Bhd and subsequently on 19 December 2022 to SSF Home Group Sdn Bhd.

On 18 January 2023, we converted into a public limited company and adopted our present name. Our Group is principally involved in the retail of furniture, home décor and home living products via our retail outlets as well as our e-commerce website.

Our Company was incorporated by 2 subscriber shareholders (unrelated parties), Abdul Rahman bin Ibrahim (50.0%) and Ng Kee Siang (50.0%). The latter subsequently disposed his shareholdings to the former in 2017 for a cash consideration of RM1.00. Our Company was dormant upon incorporation until 2018, when Wong Choong Loong, our Managing Director/ Chief Executive Officer and Chin See Kew, our Executive Director each acquired 50.0% shareholdings from Abdul Rahman bin Ibrahim for a cash consideration of RM1.00 each.

In October 2019, our Company acquired SSF Holdings, SSF, SSF Creative Life, SSF Home Furnishing and SSF Home Deco Sdn Bhd (currently known as SFair) for a total purchase consideration of RM72.20 million via the issuance of 72,198,540 new SHG Shares to Wong Choong Loong (58,181,307 Shares), Wong Choong Lian (6,927,129 Shares) and Chin See Kew (7,090,104 Shares). As a result of such acquisitions, Wong Choong Lian, our Executive Director, became a 9.6% shareholder of SHG whereas the shareholdings of Wong Choong Loong and Chin See Kew changed to 80.6% and 9.8% respectively. Further details of the abovementioned acquisitions undertaken by our Company are as follows:

Subject company	Audited NA as at 30 April 2018	Vendor	No. of shares acquired by SHG	No. of Shares issued	Purchase consideration
	RM'000				RM'000
SSF Holdings	462	Wong Choong Loong Chin See Kew	90,000 10,000	415,800 46,200	416 46
SSF	37,888	Wong Choong Loong Chin See Kew Wong Choong Lian	960,000 120,000 120,000	30,310,272 3,788,784 3,788,784	30,310 3,789 3,789
SSF Creative Life	27,946	Wong Choong Loong Chin See Kew Wong Choong Lian	160,000 20,000 20,000	22,356,320 2,794,540 2,794,540	22,356 2,795 2,795
SSF Home Furnishing	5,190	Wong Choong Loong Chin See Kew Wong Choong Lian	349,000 30,000 21,000	4,528,275 389,250 272,475	4,528 389 273
SFair	713	Wong Choong Loong Chin See Kew Wong Choong Lian	160,000 20,000 20,000	570,640 71,330 71,330	571 71 71
	72,199			72,198,540	72,199

7. BUSINESS OVERVIEW (Cont'd)

In April 2020, our Company acquired SSF Delanco for a total purchase consideration of RM0.85 million via the issuance of 850,683 new SHG Shares to SSF JV Sdn Bhd. As a result of such acquisition, SSF JV Sdn Bhd became a 1.2% shareholder of SHG whereas Wong Choong Loong, Chin See Kew and Wong Choong Lian shareholdings were diluted to 79.6%, 9.7% and 9.5% respectively. Further details of the abovementioned acquisition undertaken by our Company are as follows:

Subject company	Audited NA as at 30 April 2019 RM'000	Vendor	No. of shares acquired by SHG	No. of Shares issued	Purchase consideration RM'000
SSF Delanco	850 (70.0% of total NA of RM1.22 million)	SSF JV Sdn Bhd	700,000	850,683	850

For clarification, SSF JV Sdn Bhd was incorporated in December 2017 by Wong Choong Loong (80.0%), Chin See Kew (10.0%) and Wong Choong Lian (10.0%), to hold 70.0% stake in SSF Delanco. On 11 December 2020, SSF JV Sdn Bhd disposed its entire 1.2% shareholdings in SHG to Wong Choong Loong, Chin See Kew and Wong Choong Lian for a cash consideration of RM0.70 million, resulting in Wong Choong Loong, Chin See Kew and Wong Choong Lian having the shareholdings of 80.6%, 9.8% and 9.6% respectively. Subsequently, by way of issuance of new SHG Shares (300,000 Shares) on 16 December 2020 to Wong Choong Loong (182,187 Shares), Chin See Kew (85,626 Shares) and Wong Choong Lian (32,187 Shares) for a total cash consideration of RM0.30 million, their shareholdings were changed to 80.5%, 9.9% and 9.6% respectively.

In April 2022, Wong Choong Loong, Chin See Kew and Wong Choong Lian collectively disposed 20.0% of their shareholdings in SHG to Lok Kok Khong, our Executive Director/ Deputy Chief Executive Officer for a total cash consideration of RM20.00 million, hence reducing their shareholdings to 64.4%, 7.9% and 7.7% respectively. The Shares were disposed to Lok Kok Khong instead of issuance of new Shares to him as we did not require any capital infusion and our then shareholders were looking to partially divest their investment. Wong Choong Loong first met Lok Kok Khong more than 10 years ago through their involvement in ASEAN Retail-Chains & Franchise Federation where they shared business ideas and concepts. Throughout the years, both of them have continued to keep in touch to discuss trends and insights of the home furnishing retail industry. Wong Choong Loong invited Lok Kok Khong to join our Company after taking into account his past experience in business operations and business strategies. In view of our established track record, brand name as well as potential growth in the home furnishing retail industry, Lok Kok Khong invested as a shareholder in January 2022 and assumed his current role.

SSF

In 1996, Wong Choong Loong (20.0%), Chin See Kew (20.0%) and Wong Choong Lian (20.0%) incorporated SSF with 2 other shareholders, namely Nam Kam Hoi (20.0%) and Yap Tiam Chi (20.0%) (unrelated parties). Nam Kam Hoi and Yap Tiam Chi were employees of Seven Star Trading and were invited to become shareholders in SSF due to their contributions in Seven Star Trading. Seven Star Trading was a partnership incorporated in 1989 to venture into the wholesale of various types of artificial flowers and plants. As our business started to grow, we dissolved Seven Star Trading and incorporated SSF to assume ownership of Seven Star Trading's business and subsequently transitioned to a purchasing hub of furniture, home décor and home living products and provision of management services.

7. BUSINESS OVERVIEW (Cont'd)

By way of issuance of new shares in SSF (99,995 shares) to Wong Choong Loong (50,999 shares), Chin See Kew (13,999 shares), Wong Choong Lian (9,999 shares), Nam Kam Hoi (4,999 shares) and Yap Tiam Chi (19,999 shares), in the same year for a total cash consideration of approximately RM0.10 million, their shareholdings were changed to 51.0%, 14.0%, 10.0%, 5.0% and 20.0%, respectively. Further details of such issuance of shares are as follows:

Shareholder of SSF	No. of shares issued	Cash consideration
		RM'000
Wong Choong Loong	50,999	51
Chin See Kew	13,999	14
Wong Choong Lian	9,999	10
Nam Kam Hoi	4,999	5
Yap Tiam Chi	19,999	20
	99,995	100

In 1999, Nam Kam Hoi disposed his entire 5.0% shareholdings in SSF to Yap Tiam Chi for cash consideration of RM19,000, increasing Yap Tiam Chi's shareholding to 25.0%. In 2010, Yap Tiam Chi disposed his entire 25.0% shareholdings to Wong Choong Loong for a cash consideration of RM5.37 million, resulting in Wong Choong Loong's having the shareholdings of 76.0% in SSF. Both Nam Kam Hoi and Yap Tiam Chi ceased being shareholders of SSF in 1999 and 2010 respectively to pursue other career prospects. In 2019, Wong Choong Loong (76.0%), Chin See Kew (14.0%) and Wong Choong Lian (10.0%) disposed their entire shareholdings in SSF to SHG for cash consideration of RM37.89 million. Such consideration was arrived based on the audited NA of SSF of RM37.89 million as at 30 April 2018 as disclosed above.

SSF Home Furnishing

In 2002, Wong Choong Loong (50.0%) and Yap Tiam Chi (50.0%) incorporated SSF Home Furnishing under the name of My Curtain Sdn Bhd. Yap Tiam Chi was invited to join as shareholder of SSF Home Furnishing due to his contributions as an employee of Seven Star Trading in the past. SSF Home Furnishing was incorporated to include home living as one of our product offerings by providing curtain customisation and accessories to our customers. The company changed its name to SSF Curtain Sdn Bhd in 2003 and subsequently adopted its current name in 2015 where it is principally involved in the retailing of furniture, home décor and home living products in Sarawak.

By way of issuance of new shares in SSF Home Furnishing (99,998 shares) to Wong Choong Loong (43,499 shares), Chin See Kew (7,500 shares), Wong Choong Lian (5,250 shares), Yap Tiam Chi (18,749 shares) and Low Kim Cheong (25,000 shares) in 2002 for a total cash consideration of approximately RM0.10 million, Chin See Kew (7.5%), Wong Choong Lian (5.2%) and Low Kim Cheong (25.0%) (unrelated party) became shareholders of SSF Home Furnishing, whereas the shareholdings of Wong Choong Loong and Yap Tiam Chi were diluted to 43.5% and 18.8% respectively. Low Kim Cheong was an employee of SSF and was invited to join as a shareholder of SSF Home Furnishing due to his contributions and management skills.

In 2011, Low Kim Cheong disposed his entire 25.0% shareholdings to Wong Choong Loong for a cash consideration of RM1.90 million, resulting in Wong Choong Loong having the shareholding of 68.5% in SSF Home Furnishing. Low Kim Cheong left SSF Home Furnishing to explore other career prospects. Subsequently in 2012, Yap Tiam Chi disposed his entire 18.8% shareholdings to Wong Choong Loong for a cash consideration of RM0.66 million to pursue other career prospects, resulting in Wong Choong Loong having the shareholding of 87.3% in SSF Home Furnishing.

7. BUSINESS OVERVIEW (Cont'd)

In 2019, Wong Choong Loong (87.3%), Chin See Kew (7.5%) and Wong Choong Lian (5.2%) disposed their entire shareholdings in SSF Home Furnishing to SHG for a cash consideration of RM5.19 million. Such consideration was arrived based on the audited NA of SSF Home Furnishing of RM5.19 million as at 30 April 2018 as disclosed above.

SSF Creative Life

In 2008, SSF Creative Life was incorporated by Wong Choong Loong (50.0%) and Chin See Kew (50.0%), to venture into the retail sale of home living products. As at LPD, SSF Creative Life is principally a retailer of furniture, home décor and home living products in Peninsular Malaysia. By way of issuance of new shares in SSF Creative Life (199,998 shares) to (a) Wong Choong Lian (20,000 shares) for a cash consideration of RM0.02 million; and (b) Wong Choong Loong (159,999 shares) and Chin See Kew (19,999 shares) as part settlement of an amount due to Wong Choong Loong of RM0.18 million in 2009, Wong Choong Lian became a 10.0% shareholder of SSF Creative Life while the shareholdings of Wong Choong Loong and Chin See Kew were changed to 80.0% and 10.0% respectively. In 2019, Wong Choong Loong (80.0%), Chin See Kew (10.0%) and Wong Choong Lian (10.0%) disposed their entire shareholdings in SSF Creative Life to SHG for a cash consideration of RM27.95 million. Such consideration was arrived based on the audited NA of SSF Creative Life of RM27.95 million as at 30 April 2018 as disclosed above.

SSF Holdings

In 2008, SSF Holdings was incorporated by Wong Choong Loong (50.0%) and Chin See Kew (50.0%), to manage our Group's trademarks and licencing. By way of issuance of new shares in SSF Holdings (99,998 shares) to Wong Choong Loong (89,999 shares) and Chin See Kew (9,999 shares) in 2014 for a total cash consideration of approximately RM0.10 million, the shareholdings of Wong Choong Loong and Chin See Kew were changed to 90.0% and 10.0% respectively. In 2019, Wong Choong Loong (90.0%) and Chin See Kew (10.0%) disposed their entire shareholdings in SSF Holdings to SHG for a cash consideration of RM0.46 million. Such consideration was arrived based on the audited NA of SSF Holdings of RM0.46 million as at 30 April 2018 as disclosed above.

SSF Delanco

In 2017, SSF Delanco was incorporated by Yap Chui Fui @ Josephine (50.0%) and Yap Chui Kie (50.0%) (unrelated parties), to venture into the retail of furniture, home décor and home living products in Sabah where both shareholders managed the operations of retail outlets located in Sabah. By way of issuance of new shares in SSF Delanco (999,998 shares) to SSF JV Sdn Bhd (700,000 shares), Yap Chui Fui @ Josephine (149,999 shares) and Yap Chui Kie (149,999 shares) in 2018 for a total cash consideration of approximately RM1.00 million, SSF JV Sdn Bhd became a 70.0% shareholder of SSF Delanco whereas the shareholdings of Yap Chui Fui @ Josephine and Yap Chui Kie were diluted to 15.0% each in SSF Delanco.

In 2020, our Company acquired 70.0% of SSF Delanco for a total purchase consideration of RM0.85 million via the issuance of 850,683 new SHG Shares to SSF JV Sdn Bhd. Such consideration was arrived based on the audited NA of SSF Delanco of RM0.85 million (70% of total NA) as at 30 April 2019. In 2021, Yap Chui Fui @ Josephine and Yap Chui Kie disposed their entire 30.0% shareholdings in SSF Delanco to SHG (300,000 shares) for a cash consideration of RM0.60 million as part of divestment in their investment portfolio. Such consideration was arrived based on the unaudited NA of SSF Delanco of RM0.61 million (30.0% of RM2.04 million) as at 31 October 2021. SSF JV Sdn Bhd was subsequently dissolved in 2022.

7. BUSINESS OVERVIEW (Cont'd)

7.1.2 Business and expansion

In 1987, Wong Choong Loong incorporated Seven Star Haberdashery & Decoration Company which was principally involved in the trading of haberdashery. As his business grew, he saw an opportunity to expand the types of products and with connections from his suppliers, he ventured into the trading of artificial flowers and plants, which expanded its customer base. As such, our history began in 1989, when he ceased the operations of Seven Star Haberdashery & Decoration Company and incorporated Seven Star Trading, a business specialising in the wholesale of various types of artificial flowers and plants.

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

Year	Milestones
1989	<ul style="list-style-type: none"> We incorporated Seven Star Trading (a business specialising in the wholesale of various types of artificial flowers and plants) and commenced our wholesale business operations. Operated the wholesale business from a rented shoptlot in Kepong, Selangor (of approximately 1,600 sq ft).
1990	<ul style="list-style-type: none"> We ventured into the retail segment via establishment of a wholesale and retail store (which includes a warehouse) in a rented wholesale and retail outlet located at 33, Jalan Chow Kit, WP, with built-up area of approximately 3,000 sq ft. The wholesale and retail store had product displays which showcase our range of artificial flowers and plants.
1991	<ul style="list-style-type: none"> We relocated our wholesale operations in 33, Jalan Chow Kit, WP to a rented industrial shoptlot based in Segambut Industrial Area, WP (with built-up area of approximately 4,200 sq ft) which provided us a larger space.
1994	<p>We acquired the following:</p> <ul style="list-style-type: none"> A parcel of land at 6, Persiaran Industri, Bandar Sri Damansara, WP to construct a head office cum warehouse; and A shoptlot at 19, Jalan Chow Kit, WP earmarked to replace our rented store at 33, Jalan Chow Kit, WP.
1995	<ul style="list-style-type: none"> We relocated our wholesale and warehousing operations from Segambut Industrial Area, WP to a larger rented industrial lot with warehouse in the same area which has a built-up area of approximately 8,000 sq ft. We ceased our retail operations at 33, Jalan Chow Kit, WP and began operations at our own retail outlet at 19, Jalan Chow Kit, WP. As our business started to grow, we dissolved Seven Star Trading (a partnership) and ceased its business.
1996	<ul style="list-style-type: none"> We established SSF (a private limited company) and assumed ownership of Seven Star Trading's business. Construction of our head office cum warehouse at 6, Persiaran Industri, Bandar Sri Damansara, WP ("HQ SD") was completed, which provided us with built-up area of approximately 15,095 sq ft to manage our inventories and to explore products beyond artificial flowers and plants. We relocated from our rented shoptlot in Kepong, Selangor and commenced operations at our then head office cum warehouse, HQ SD. We also expanded our home décor product range to include sculptures and statues.

7. BUSINESS OVERVIEW (Cont'd)

Year Milestones

With increased product portfolio, we began to explore other channels and target markets to distribute and sell our products.

- 1997
- We acquired a building located at 32, Persiaran Industri, Sri Damansara Industrial Park, Selangor with built-up area of approximately 15,798 sq ft, earmarked for our first "SSF Home Deco Mart".



- 1998
- We established our retail outlet, branded "SSF Home Deco Mart" located at 32, Persiaran Industri, Sri Damansara Industrial Park, Selangor, with 3-storey of retail space to display our range of home décor products which includes artificial flowers and plants, wedding ceremonial products, sculptures and statues.

- 1999
- We expanded into the Southern region by setting up a second "SSF Home Deco Mart" in a rented retail outlet located at 1, Jalan Johor Jaya, Taman Perindustrian Plentong, Johor with a built-up area of approximately 22,160 sq ft.

- 2000
- We set up a third "SSF Home Deco Mart" at Jalan Tunku Abdul Rahman, WP with rented retail space of approximately 20,000 sq ft.
 - We acquired a building located at 2, Jalan TSB 8, Taman Industri Sungai Buloh, Selangor with built-up area of approximately 49,500 sq ft.

- 2002
- We disposed our then head office cum warehouse, HQ SD and relocated to our own headquarters cum warehouse located at 2, Jalan TSB 8, Taman Industri Sungai Buloh, Selangor ("HQ TISB") which we acquired in 2000.
 - We also established My Curtain Sdn Bhd (now known as SSF Home Furnishing) to include home living as one of our product offerings by providing curtain customisation and accessories.

We continued expanding by setting up new retail outlets in new locations, including specialty stores which focused on curtains.

- 2003
- We expanded into the Northern region by setting up our fourth "SSF Home Deco Mart" in a rented retail outlet located at Butterworth, Penang, with built-up area of approximately 16,221 sq ft.

- 2004
- We expanded into the Eastern region by setting up a fifth "SSF Home Deco Mart" in a rented retail outlet located at Kuantan, Pahang, with built-up area of approximately 16,500 sq ft.
 - We established a standalone curtain store, "SSF Curtain" at our headquarters cum warehouse in HQ TISB with built-up area of approximately 4,000 sq ft.

7. BUSINESS OVERVIEW (Cont'd)

Year	Milestones
------	------------

As we seek to expand our footprint in various states, more retail outlets were set up. We also launched a new visual merchandising strategy with various themes and settings showcasing our furniture, home décor and home living product offerings. We also implemented a rebranding exercise on our corporate slogan to update our corporate brand, image, values and quality of service.

- | | |
|------|---|
| 2006 | <ul style="list-style-type: none"> We expanded our home décor and home living product offerings to include art paintings, clock, table lamps, scented candles, mirrors and carpets. We generally placed furniture as props in our retail outlets to showcase our array of home décor and home living products. As we were getting many enquiries from prospective customers on the sale of our furniture (props), we expanded our products portfolio to include furniture such as bedframes, sofa, tables, chairs and cabinets. |
| 2007 | <ul style="list-style-type: none"> We relocated our office and warehousing operations from HQ TISB to a head office cum warehouse (i.e. HQ SB) with built-up area of approximately 59,205 sq ft and commenced operations at HQ SB in the same year. |
| 2008 | <ul style="list-style-type: none"> We established SSF Creative Life to expand our retail sale of home living products. We expanded our home decor product offerings to include lightings. We established SSF Holdings to manage our trademarks and licencing. We expanded our existing "SSF Home Deco Mart" located in Taman Perindustrian Plentong, Johor by another 22,162 sq ft, providing us with a combined built-up area of 44,324 sq ft. The rented retail outlet was redesigned to introduce concept displays such as Victorian, Classical, Modern Contemporary and English Country themes showcasing our array of furniture, home décor and home living product offerings. |
| 2009 | <ul style="list-style-type: none"> With the introduction of concept displays in our other retail outlets and increased product range, we repositioned our retail branding from "SSF Home Deco Mart" to "SSF Creative Lifestyle Hub" and "SSF Creative Lifestyle Hub Home Deco". We also rebranded our curtain store from "SSF Curtain" to "SSF Creative Lifestyle Hub Curtain". |



- We disposed our previous headquarters cum warehouse, HQ TISB.

With the introduction of our new retail branding, we refurbished our existing retail outlets to reflect the new image while continuing to expand our store network. Between 2010 to 2020, we set-up 46 new retail outlets, providing a comprehensive coverage in the Northern region (Kedah, Penang and Perak), Central region (Selangor and WP), Eastern region (Kelantan, Terengganu and Pahang), Southern region (Negeri Sembilan, Melaka and Johor) and East Malaysia (Sabah and Sarawak).

7. BUSINESS OVERVIEW (Cont'd)

Year	Milestones
2010	<ul style="list-style-type: none"> We expanded our furniture and home living product offerings to include console tables and kitchenware.
2013	<ul style="list-style-type: none"> We embarked on another retail rebranding exercise and introduced "SSF" as our new corporate identity.



2016	<ul style="list-style-type: none"> We established our own online SSF e-commerce website.
2018	<ul style="list-style-type: none"> We expanded our concept displays to include additional themes/concepts such as Country Home, Oriental with Classical and Vintage Home. We became a 70.0% shareholder of SSF Delanco, a company involved in the retail of furniture, home décor and home living products in Sabah. To accommodate our expansion in retail outlets and product offerings, we rented a warehouse in Glenmarie, Selangor ("Glenmarie Warehouse") with warehouse space of approximately 77,046 sq ft.
2019	<ul style="list-style-type: none"> With increased market presence and product offerings, we introduced our new retail branding "SSF – Great Lifestyle Made Affordable".



2020	<ul style="list-style-type: none"> We introduced house displays in our retail outlet at The Scott Garden, WP. The retail outlet includes 7 mock-up houses, where each house features common rooms such as bedroom, living room, dining room and bathroom, where our comprehensive range of products are displayed in various settings and styles. House displays were subsequently adopted in our other retail outlets. We rented an additional warehouse in Sungai Buloh, Selangor ("SB Warehouse") with warehouse space of approximately 25,900 sq ft.
2020	<ul style="list-style-type: none"> We relocated our warehousing operations from SB Warehouse to Port Klang Warehouse with warehouse space of approximately 100,000 sq ft.

7. BUSINESS OVERVIEW (Cont'd)





Year	Milestones
2021	<ul style="list-style-type: none"> We introduced new retail branding, SSFHOME to strengthen our position as a retail home furnishing player.
	<h1>SSFHOME</h1>
	<ul style="list-style-type: none"> We set up a new rented retail outlet SSFHOME at MyTown Shopping Complex in WP with built-up area of approximately 55,000 sq ft to showcase our complete product range displayed in various concept and house displays styles and features. We rented an additional warehouse (i.e. Klang Warehouse) with warehouse space of approximately 114,190 sq ft. SHG became the sole shareholder of SSF Delanco following the acquisition of the remaining 30.0% shareholdings from the then existing shareholders.
2022	<ul style="list-style-type: none"> We relocated our office operations from HQ SB to our current rented headquarters in Sunway Nexis, Petaling Jaya, Selangor with built-up area of approximately 2,949 sq ft. We consolidated our warehousing operations from HQ SB, Glenmarie Warehouse, Port Klang Warehouse and Klang Warehouse into our existing rented central warehouse centre located at Hap Seng Business Park, Shah Alam, Selangor with built-up area of approximately 268,593 sq ft.

We have consolidated our retail outlets nationwide over the years and we currently operate 41 retail outlets as at LPD. Out of our 41 retail outlets, 12 operate under our retail brand of "SSFHOME" while 13 retail outlets operate under "SSF" retail brand and 16 retail outlets operate under the "SSF – Great Lifestyle Made Affordable" retail brand. "SSFHOME" was introduced in 2021 and we will eventually rebrand "SSF" and "SSF – Great Lifestyle Made Affordable" retail outlets to "SSFHOME" by fourth quarter of 2024.

The rest of this page is intentionally left blank

7. BUSINESS OVERVIEW (Cont'd)

7.2 DESCRIPTION OF OUR BUSINESS

Principal Activities	Retail of furniture, home décor and home living through our Group's retail outlets namely SSFHOME, SSF – Great Lifestyle Made Affordable and SSF and e-commerce website.			
				
Products	<p style="text-align: center;">Furniture</p> <ul style="list-style-type: none"> • Armchairs and lounge chairs • Bedframes • Benches and ottomans • Cabinets and racks • Chairs and stools • Chest drawers • Console tables • Hat and clothes-stands • Mattresses • Outdoor furniture • Recliners • Shelves • Shoe racks • Sofas • Tables and desks • Tables and chair sets • Wardrobes 	<p style="text-align: center;">Home décor</p> <ul style="list-style-type: none"> • Home decoration • Artificial flowers and plants • Paintings • Lightings • Clocks 	<p style="text-align: center;">Home living</p> <ul style="list-style-type: none"> • Bathroom • Bedding • Carpets and rugs • Curtains • Household • Kitchenware • Soft furnishing • Toy • Electrical items 	<p style="text-align: center;">Others</p> <ul style="list-style-type: none"> • Paid membership loyalty programme • Installation services
Presence	Our Group operates and manages a network of 41 retail outlets located in shopping malls and commercial areas in various cities and towns in Malaysia as at LPD.			
				

We are principally involved in the retail of furniture, home décor and home living products available via our retail channel (retail outlets) and online channel (e-commerce website). We offer comprehensive range of furniture, home décor and home living products for use in various applications and settings.

As at LPD, we manage and operate all 41 retail outlets under 3 retail brands, namely "SSFHOME", "SSF – Great Lifestyle Made Affordable" and "SSF", with a total retail space of approximately 1,026,504 sq ft located in shopping malls, shoplots and standalone outlets in commercial areas. There is no differentiation in target market for each of the 3 retail brands, as the different retail brand serves to increase our Group's market presence. All our retail outlets will eventually be rebranded to "SSFHOME" by 4th quarter of 2024. We have established our presence in cities and towns nationwide which include Johor, Kedah, Kelantan, WP, Melaka, Negeri Sembilan, Pahang, Penang, Perak, Sabah, Selangor, Sarawak and Terengganu.

We adopt visual merchandising strategies such as window displays, house displays, concept displays and eye-level displays in our retail outlets to present our wide range of products across various design, styles, themes and in-store displays. This enables our customers to envision how to apply our products in their homes with interior design inspirations. Our retail outlets incorporate forced-path layout, where customers are guided through a pre-determined path at the retail outlet to maximise their exposure to our products.

7. BUSINESS OVERVIEW (Cont'd)

Racks of merchandise displays are strategically placed along the retail displays throughout our retail outlets to facilitate customers to pick items on the move. It also serves as an area to show how our products can be used and matched. Our numerous retail outlets allow us to leverage on economies of scale to obtain better terms with our suppliers as well as overall operational efficiency. In addition to brick-and-mortar presence, we have also established an online presence via our own e-commerce website at www.ssfhome.com. Further details of our window displays, house displays, concept displays and eye-level displays are set out in Section 7.2.2.

Our retail outlets are staffed with retail sales consultants that attend to our customers, from escorting and directing customers through our retail outlets, to clarifying and providing product and service information.

Our retail operations are supported by our central warehouse centre located at Hap Seng Business Park, Shah Alam, Selangor. It acts as our sole warehouse which receives incoming inventories and distributes them to the respective retail outlets. We utilise ERP system which facilitates the internal inventory ordering procedure to ensure sufficient inventory level in retail outlets to fulfil customers' demands. Our retail operations operate on a cash-and-carry basis with pre-orders being the alternative if the desired product is not available. Pre-ordered products can be delivered directly to the customer or to identified retail outlets to be picked up.

Our Group's distribution of products is supported by our in-house logistics team. As at LPD, we own 7 lorries to distribute products from our central warehouse centre to our retail outlets. We also engage the services of third-party logistics and courier companies to deliver products to our retail outlets and our customers.

We conduct seasonal and festive promotions at our retail outlets and e-commerce website to attract customers. In addition, we offer "SSFHOME VIP", a membership loyalty programme which provides benefits to our members which include amongst others, exclusive members' free gift, birthday discount as well as other promotions. It is a paid membership programme and as at LPD, we have 82,997 active members.

We do not manufacture nor design any of our products. However, we have an established supplier network that consists of manufacturers, wholesaler and trading houses that support our wide product mix where we focus on quality, value and affordability. As at LPD, we have a pool of 28 approved suppliers, which consist of 19 local manufacturers, 7 local trading houses, 1 local wholesaler and 1 trading house in Hong Kong.

The home furnishing retail industry was valued at RM46.71 billion in 2022 and is expected to grow at a CAGR of 9.3% from RM50.25 billion in 2023 to RM73.17 billion in 2027. Further information on our prospects and IMR Report is available in Sections 7.23 and 8 respectively.

As part of our future plans, we intend to further expand our presence by setting up 18 retail outlets nationwide over the next 3 years to provide customers with further access to our products. Further details are set out in Section 7.22.1.

7.2.1 Our retail outlets

Our retail outlets are our primary platform of marketing our products to customers. As a retailer of furniture, home décor and home living products, we design our retail layout utilising visual merchandising strategies such as window displays, house displays, concept displays and eye-level displays. Retail layout refers to the arrangement of the floor space and the merchandise placement within our retail outlet.

7. BUSINESS OVERVIEW (Cont'd)

The layout of each retail outlet may vary depending on factors, which include amongst other, the size of the retail outlet, the number of products displayed and the target market based on location of our retail outlet. As at LPD, we manage and operate our 41 retail outlets under the following retail branding:

- SSFHOME;
- SSF – Great Lifestyle Made Affordable; and
- SSF.

Our retail outlets are located at high foot traffic, convenient and accessible locations, which include shopping malls as well as shophots and standalone outlets in commercial areas. The size of the retail outlet in an identified location is determined by various factors which include, amongst others, population and the local income levels.

The following depicts the types of retail outlets that we operate and manage:

SSFHOME



SSF – Great Lifestyle Made Affordable



7. BUSINESS OVERVIEW (Cont'd)

SSF



As at LPD, we operate 41 outlets nationwide. The number of our retail outlets from FYE 2020 to 2023 and as at LPD are as follows:

	Number of retail outlets				
	FYE 2020	FYE 2021	FYE 2022	FYE 2023	As at LPD
Peninsular Malaysia					
Central region ⁽¹⁾	17	16	16	15	15
Northern region ⁽²⁾	5	5	7	7	7
Southern region ⁽³⁾	10	9	9	8	8
Eastern region ⁽⁴⁾	4	4	9	7	7
	36	34	41	37	37
East Malaysia⁽⁵⁾	9	7	5	5	4
Total	45	41	46	42	41

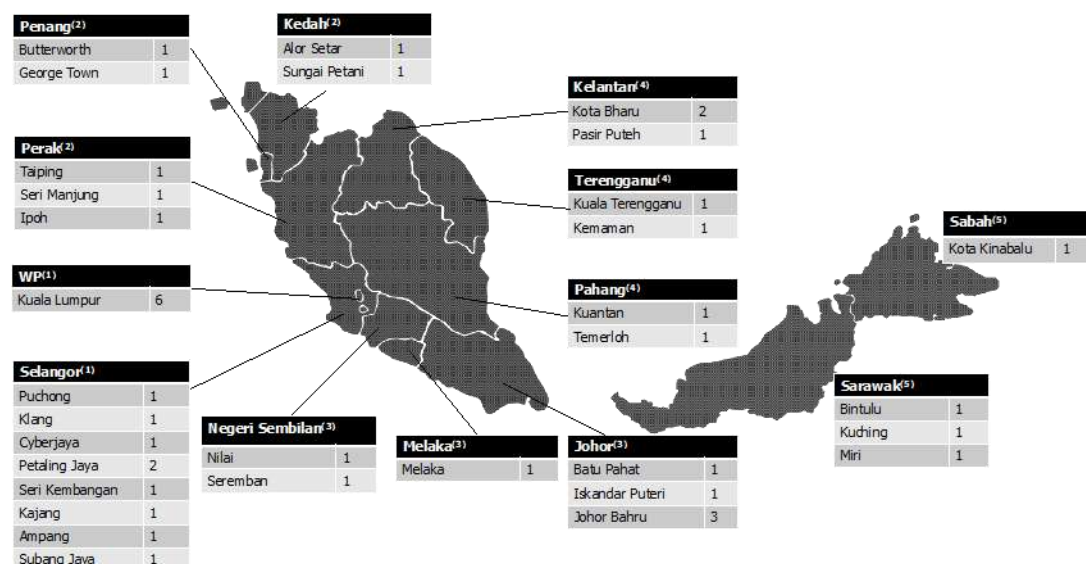
Notes:

- (1) Comprises Selangor and WP.
- (2) Comprises Kedah, Penang and Perak.
- (3) Comprises Negeri Sembilan, Melaka and Johor.
- (4) Comprises Kelantan, Terengganu and Pahang.
- (5) Comprises Sabah and Sarawak.

The rest of this page is intentionally left blank

7. BUSINESS OVERVIEW (Cont'd)

As at LPD, 39 of our retail outlets are rented from third parties and 2 are rented from related parties. 28 of our retail outlets are located in shopping malls, while the remaining 13 are located in shophots and standalone outlets in commercial areas across Selangor, WP, Johor, Penang, Kelantan, Kedah, Perak, Negeri Sembilan, Melaka, Pahang, Terengganu, Sabah and Sarawak. The following depicts the number of retail outlets according to the regions that we serve nationwide:



Notes:

- (1) Comprises Selangor and WP.
- (2) Comprises Kedah, Penang and Perak.
- (3) Comprises Negeri Sembilan, Melaka and Johor.
- (4) Comprises Kelantan, Terengganu and Pahang.
- (5) Comprises Sabah and Sarawak.

Further details of the 41 retail outlets according to regions are set out in Section 6.9.2.

From 1 May 2023 and up to LPD, we have not extended the tenancy agreement of a retail outlet located in Boulevard Shopping Mall, Kuching, Sarawak, due to its close proximity (of approximately 4.0km) to our other retail outlet located in CityONE Megamall, Kuching, Sarawak which has a larger retail space. The retail outlet in Boulevard Shopping Mall contributed RM3.73 million, RM4.63 million, RM3.44 million, RM3.15 million and RM1.09 million of our total revenue in FYE 2020 to 2023 and from 1 May 2023 up to LPD respectively. As at LPD, we do not have plan to close any other retail outlets.

The rest of this page is intentionally left blank

7. BUSINESS OVERVIEW (Cont'd)

7.2.2 Visual merchandising

We design our retail layout with a focus on optimising floor and merchandise space, including product displays and storage space. Our customers are guided through a pre-determined path in our retail outlet which maximises their exposure to our products. Our retail outlets also serve as a platform to enable customers to observe, feel and physically interact with our products, provide interior design inspirations and use applications. We adopt visual merchandising strategies such as window displays, house displays, concept displays and eye-level displays in our retail outlets, which are described as follows:



(a) Window displays

Window displays are a type of retail display that utilises the window or storefront of retail outlet to showcase specially curated products to attract customers to enter into our retail outlet.

The following depicts some of the window displays in our retail outlets:



7. BUSINESS OVERVIEW (Cont'd)

(b) House displays

House displays refer to the incorporation of functional interior designs to provide detailed inspiration for customers which include bathroom, bedroom, dining room and living room (a mock-up house in our retail outlet). These mock-up houses are designed in several sizes, ranging from 600 sq ft to 1,800 sq ft to present customers with varying styles and products. We aim to create cohesive and visually appealing house displays to inspire customers to purchase the products being displayed.

The following depicts some of the house displays in our retail outlets:

Living room



Dining room

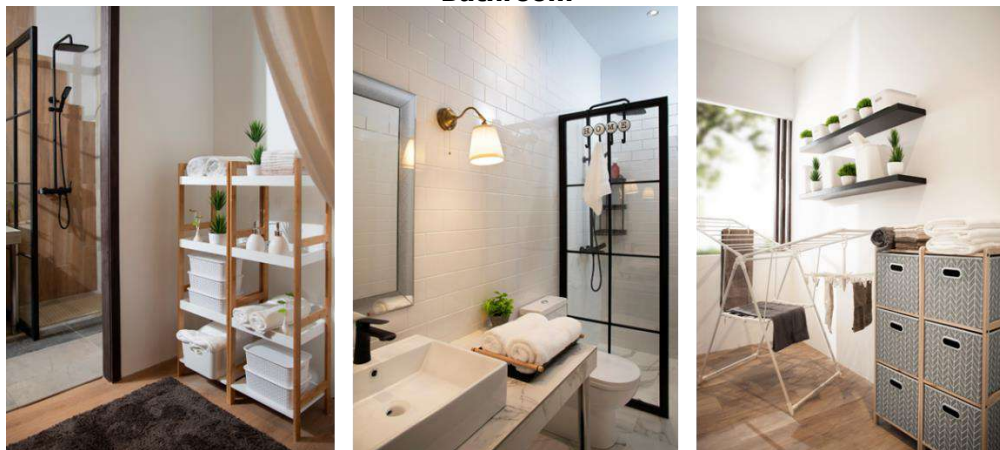


7. BUSINESS OVERVIEW (Cont'd)

Bedroom



Bathroom



(c) Concept displays

Our retail outlets also utilise concept displays to showcase our products. Concept displays refer to the visual merchandising of products based on different interior design themes such as Country Home, Oriental with Classical, Victorian, Classic, English Country, Vintage Home and Modern Contemporary design concepts. Concept displays are smaller in scale compared to house displays and are available in all our retail outlets. We carefully curate products from our catalogue to provide visual appeal and enhance customer's interaction with our products.

7. BUSINESS OVERVIEW (Cont'd)

The following depicts some of the concept displays in our retail outlets:

Bedroom



Country Home



Modern Contemporary

Living room



Modern Contemporary



Oriental with Classical

Dining area



Country Home



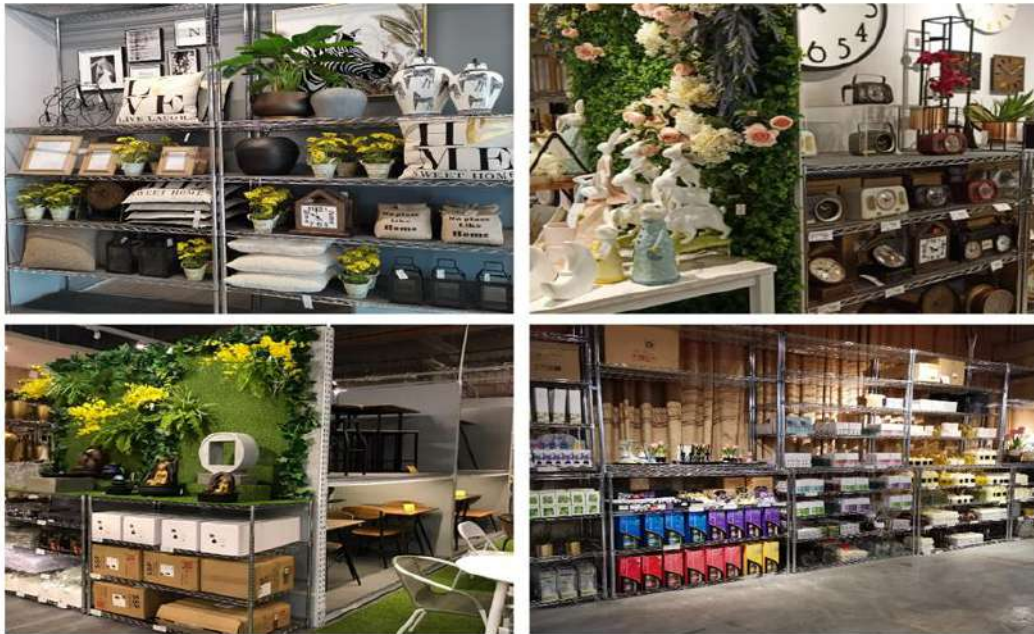
Vintage Home

7. BUSINESS OVERVIEW (Cont'd)

(d) Eye-level displays

Eye-level displays refer to the practice of positioning products at or near average eye level of our customers to make the products more visible and accessible.

The following depicts some of the eye-level displays in our retail outlets:



7.2.3 Our e-commerce website

In 2016, we established our online e-commerce website at www.ssfhome.com to provide our customers with the convenience of purchasing selected products online. Products that are available for cash and carry purchases at our retail outlets are generally also available for purchase via our online channel, save for selected fragile products which are prone to damages during delivery such as mirrors and glass items. Our online channel is only available for sales and delivery within Peninsular Malaysia. Depending on the delivery location and type of products purchased, product deliveries are made via our in-house fleet of lorries or via third-party logistics or courier companies. The picture below shows our e-commerce website's home page:

