

SUPPLEMENTARY INFORMATION MEMORANDUM

FOR RESTRICTED CIRCULATION ONLY

THIS DOCUMENT IS A SUPPLEMENTARY INFORMATION MEMORANDUM AND SHOULD BE READ IN CONJUNCTION WITH THE ORIGINAL INFORMATION MEMORANDUM DATED 08 DECEMBER 2020 (“ORIGINAL INFORMATION MEMORANDUM”).

A COPY OF THIS SUPPLEMENTARY INFORMATION MEMORANDUM WILL BE DEPOSITED WITH THE SECURITIES COMMISSION MALAYSIA (“SC”). EACH RECIPIENT OF THIS SUPPLEMENTARY INFORMATION MEMORANDUM (“RECIPIENT”) ACKNOWLEDGES AND AGREES THAT THE SC AND BURSA MALAYSIA SECURITIES BERHAD (“BURSA SECURITIES”) TAKE NO RESPONSIBILITY FOR THE CONTENTS OF THIS SUPPLEMENTARY INFORMATION MEMORANDUM, MAKE NO REPRESENTATION AS TO ITS ACCURACY OR COMPLETENESS AND EXPRESSLY DISCLAIM ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS SUPPLEMENTARY INFORMATION MEMORANDUM. THE SC AND BURSA SECURITIES DO NOT MAKE ANY ASSESSMENT ON THE SUITABILITY, VIABILITY OR PROSPECTS OF OUR COMPANY. SOPHISTICATED INVESTORS ARE EXPECTED TO MAKE THEIR OWN ASSESSMENT ON OUR COMPANY OR SEEK APPROPRIATE ADVICE BEFORE MAKING THEIR INVESTMENT DECISIONS.



RTS TECHNOLOGY HOLDINGS BERHAD

(Registration No. 201901002350 (1311676-A))

(Incorporated in Malaysia under the Companies Act, 2016)

PROPOSED EXCLUDED ISSUE WITHIN THE MEANINGS OF SECTION 230 OF THE CAPITAL MARKETS AND SERVICES ACT 2007, IN CONJUNCTION WITH OUR PROPOSED LISTING ON THE LEAP MARKET OF BURSA MALAYSIA SECURITIES BERHAD

APPROVED ADVISER, PLACEMENT AGENT AND CONTINUING ADVISER



BDO CAPITAL CONSULTANTS SDN BHD

(Registration No. 199601032957 (405309-T))

(Incorporated in Malaysia under the Companies Act, 1965)

THE LEAP MARKET HAS BEEN POSITIONED AS A MARKET DESIGNED TO ACCOMMODATE CORPORATIONS TO WHICH A HIGHER INVESTMENT RISK MAY BE ATTACHED THAN OTHER CORPORATIONS LISTED ON THE ACE MARKET OR MAIN MARKET OF BURSA MALAYSIA SECURITIES BERHAD (“BURSA SECURITIES”). IT IS A QUALIFIED MARKET WHICH IS MEANT MAINLY FOR SOPHISTICATED INVESTORS (AS DEFINED HEREIN) ONLY. ONLY EXISTING SECURITIES HOLDERS AND SOPHISTICATED INVESTORS ARE ALLOWED TO PARTICIPATE IN CORPORATE EXERCISES UNDERTAKEN BY US. SOPHISTICATED INVESTORS SHOULD BE AWARE OF THE POTENTIAL RISKS OF INVESTING IN US AND SHOULD MAKE THE DECISION TO INVEST ONLY AFTER DUE AND CAREFUL CONSIDERATION.

This Supplementary Information Memorandum is dated 24 May 2021

THIS DOCUMENT IS A SUPPLEMENTARY INFORMATION MEMORANDUM AND SHOULD BE READ IN CONJUNCTION WITH THE ORIGINAL INFORMATION MEMORANDUM DATED 08 DECEMBER 2020.

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DEFINITIONS

Save as disclosed below, the definitions used in the Original Information Memorandum shall apply herein:

- Proposed Excluded Issue** : Proposed issuance of **5,325,000** Issue Shares at the Issue Price to Sophisticated Investors within the meanings of Section 230 of the CMSA
- Proposed Listing** : Proposed admission to the Official List and the listing and quotation for our entire enlarged share capital of **RM13,547,611** comprising **124,404,208** Shares on the LEAP Market of Bursa Securities

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THIS DOCUMENT IS A SUPPLEMENTARY INFORMATION MEMORANDUM AND SHOULD BE READ IN CONJUNCTION WITH THE ORIGINAL INFORMATION MEMORANDUM DATED 08 DECEMBER 2020.

1. PURPOSE

The purpose of this Supplementary Information Memorandum is to update the potential Sophisticated Investors on the revised issuance size for the Proposed Excluded Issue. All other information in the Original Information Memorandum dated 08 December 2020 remains unchanged except the relevant amendments / updates made pursuant to the revised issuance size are summarised under Section 2 below.

2. AMENDMENTS / UPDATES

The amendments / updates made pursuant to the revised issuance size for the Proposed Excluded Issue are as follows and they are highlighted in bold for better clarity:

(i) Section 4.1 – Shareholdings (page 50 of the Original Information Memorandum)

Original

The shareholdings of our Promoters, Substantial Shareholders and Directors in our Company before and after our Proposed Listing are as follows:

| | Before Proposed Listing | | | | After Proposed Listing | | | |
|-----------------|-------------------------|------|------------------------|-----|------------------------|------|------------------------|-----|
| | Direct | | Indirect | | Direct | | Indirect | |
| | No. of Shares | % | No. of Shares | % | No. of Shares | % | No. of Shares | % |
| Lee Tiam | 64,511,274 | 54.2 | - | - | 64,511,274 | 48.7 | - | - |
| Wong Peng Yoong | 26,487,771 | 22.2 | - | - | 26,487,771 | 20.0 | - | - |
| Quek Wee Kee | 15,892,663 | 13.3 | 812,500 ⁽¹⁾ | 0.7 | 15,892,663 | 12.0 | 812,500 ⁽¹⁾ | 0.6 |

Note:

(1) Deemed interested pursuant to Section 197 of the Act by virtue of his spouse's direct interests in our Company.

Amendments / Updates

The shareholdings of our Promoters, Substantial Shareholders and Directors in our Company before and after our Proposed Listing are as follows:

| | Before Proposed Listing | | | | After Proposed Listing | | | |
|-----------------|-------------------------|------|------------------------|-----|------------------------|------|------------------------|-----|
| | Direct | | Indirect | | Direct | | Indirect | |
| | No. of Shares | % | No. of Shares | % | No. of Shares | % | No. of Shares | % |
| Lee Tiam | 64,511,274 | 54.2 | - | - | 64,511,274 | 51.8 | - | - |
| Wong Peng Yoong | 26,487,771 | 22.2 | - | - | 26,487,771 | 21.3 | - | - |
| Quek Wee Kee | 15,892,663 | 13.3 | 812,500 ⁽¹⁾ | 0.7 | 15,892,663 | 12.8 | 812,500 ⁽¹⁾ | 0.7 |

Note:

(1) Deemed interested pursuant to Section 197 of the Act by virtue of his spouse's direct interests in our Company.

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(ii) **Section 4.7 – Moratorium on our Shares (page 62 of the Original Information Memorandum)**

Original

The moratorium shall be imposed according to the following:

| Promoters | Shares under Moratorium for the first 12 months upon Listing ⁽¹⁾ | | Shares under Moratorium for the next 36 months ⁽¹⁾ | |
|-----------------|---|-------------|---|-------------|
| | No. of Shares | % | No. of Shares | % |
| Lee Tiam | 64,511,274 | 48.7 | 35,747,787 | 27.0 |
| Wong Peng Yoong | 26,487,771 | 20.0 | 14,828,711 | 11.2 |
| Quek Wee Kee | 15,892,663 | 12.0 | 9,003,146 | 6.8 |
| Total | 106,891,708 | 80.7 | 59,579,644 | 45.0 |

Note:

(1) Based on our enlarged issued share capital of 132,399,208 Shares upon Proposed Listing. The moratorium, which is fully acknowledged by our Promoter, is specifically endorsed on our share certificates representing their shareholdings to ensure that our Share Registrar will not register any sale, transfer or assignment that is not in compliance with the above moratorium.

Amendments / Updates

The moratorium shall be imposed according to the following:

| Promoters | Shares under Moratorium for the first 12 months upon Listing ⁽¹⁾ | | Shares under Moratorium for the next 36 months ⁽¹⁾ | |
|-----------------|---|-------------|---|-------------|
| | No. of Shares | % | No. of Shares | % |
| Lee Tiam | 64,511,274 | 51.8 | 33,589,137 | 27.0 |
| Wong Peng Yoong | 26,487,771 | 21.3 | 13,933,271 | 11.2 |
| Quek Wee Kee | 15,892,663 | 12.8 | 8,459,486 | 6.8 |
| Total | 106,891,708 | 85.9 | 55,981,894 | 45.0 |

Note:

(1) Based on our enlarged issued share capital of 124,404,208 Shares upon Proposed Listing. The moratorium, which is fully acknowledged by our Promoter, is specifically endorsed on our share certificates representing their shareholdings to ensure that our Share Registrar will not register any sale, transfer or assignment that is not in compliance with the above moratorium.

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- (iii) **Section 5.1.1 - Proposed Excluded Issue (page 63 of the Original Information Memorandum)**

Original

Pursuant to our Proposed Listing, we intend to issue 13,320,000 Issue Shares, representing approximately 10.1% of our enlarged issued share capital at RM0.16 per Issue Share to Sophisticated Investors within the meanings of Section 230 of the CMSA.

In accordance with Rule 3.10 of the LEAP Market Listing Requirements:

- (i) We undertake to open a trust account with a financial institution licensed by Bank Negara Malaysia ("**Trust Account**") where all monies received from the Sophisticated Investors pursuant to subscription of our Shares will be deposited therein. The Trust Account will be jointly operated by RTSH and Tricor Investor & Issuing House Services Sdn Bhd;
- (ii) Both Tricor Investor & Issuing House Services Sdn Bhd and ourselves undertake that all monies deposited in the Trust Account will not be withdrawn until the date of listing of our Shares on the LEAP Market; and
- (iii) We undertake to repay without interest all monies received from the Sophisticated Investors if:
 - (a) Our Proposed Listing does not take place within 6 months from the date of Bursa Securities' approval for our Proposed Listing on the LEAP Market or such further extension of time as Bursa Securities may allow ("**Period**"); or
 - (b) We abort our Proposed Listing.

In such event, the monies will be repaid within fourteen (14) days from the end of the Period or the date when we notify Bursa Securities of our decision to abort our Proposed Listing. Should we fail to do so, in addition to our Company's liability, our Board shall be jointly and severally liable to repay such money with interest at the rate of 10% per annum from the end of the Period or such other rate as Bursa Securities may prescribe.

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Amendments / Updates

Pursuant to our Proposed Listing, we intend to issue **5,325,000** Issue Shares, representing approximately **4.3%** of our enlarged issued share capital at RM0.16 per Issue Share to Sophisticated Investors within the meanings of Section 230 of the CMSA.

In accordance with Rule 3.10 of the LEAP Market Listing Requirements:

- (i) We undertake to open a trust account with a financial institution licensed by Bank Negara Malaysia ("**Trust Account**") where all monies received from the Sophisticated Investors pursuant to subscription of our Shares will be deposited therein. The Trust Account will be jointly operated by RTSH and Tricor Investor & Issuing House Services Sdn Bhd;
- (ii) Both Tricor Investor & Issuing House Services Sdn Bhd and ourselves undertake that all monies deposited in the Trust Account will not be withdrawn until the date of listing of our Shares on the LEAP Market; and
- (iii) We undertake to repay without interest all monies received from the Sophisticated Investors if:
 - (a) Our Proposed Listing does not take place within 6 months from the date of Bursa Securities' approval for our Proposed Listing on the LEAP Market or such further extension of time as Bursa Securities may allow ("**Period**"); or
 - (b) We abort our Proposed Listing.

In such event, the monies will be repaid within fourteen (14) days from the end of the Period or the date when we notify Bursa Securities of our decision to abort our Proposed Listing. Should we fail to do so, in addition to our Company's liability, our Board shall be jointly and severally liable to repay such money with interest at the rate of 10% per annum from the end of the Period or such other rate as Bursa Securities may prescribe.

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(iv) **Section 5.1.3 – Proposed utilisation of proceeds (page 64 of the Original Information Memorandum)**

Original

Based on the Issue Price, the estimated gross proceeds to be raised from our Proposed Excluded Issue of RM2.13 million are planned to be utilised in the following manner:

| Utilisation of Proceeds | Estimated timeframe for utilisation upon Proposed Listing | RM'000 | % |
|--|---|--------------|--------------|
| (i) Working capital for new business expansion | Within 24 months | 495 | 23.2 |
| (ii) Capital expenditure | Within 12 months | 536 | 25.2 |
| (iii) Estimated listing expenses | Immediate | 1,100 | 51.6 |
| Total | | 2,131 | 100.0 |

Further details of the proposed utilisation of proceeds of our Proposed Excluded Issue are as set out below:

(i) **Working capital for new business expansion**

We foresee that our working capital requirements would increase in tandem with our future plans and business strategies as outlined in Section 3.20 of this Information Memorandum. Therefore, we intend to allocate approximately RM0.50 million of the proceeds to be raised from the Proposed Excluded Issue as the working capital for the expansion of our business:

| Working Capital | RM'000 |
|------------------------|------------|
| eWallet pilot project | 80 |
| WIM | 120 |
| Bankcard toll payment | 40 |
| ANPR integration works | 35 |
| Staff costs | 220 |
| Total | 495 |

In line with Our Group's intention to expand our products and services offers, we plan to allocate approximately RM0.50 million for our new business expansion plan. We are planning to roll out a Middleware between the toll system and the e-wallet system in the Philippines that facilitate the toll payment by using e-wallet as part of our strategy to strengthen and grow our market penetration in the Philippines market. In addition, WIM device is designed to log and record truck axle weights and gross vehicle weights when the vehicles driven the platform installed at the entry of toll lane on Myanmar's expressways.

Currently we have developed cashless solution such as RFID and closed or open loop payment card. Moving forward, our Group plans to develop an ETC bankcard toll payment

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system in Myanmar which we are prepared to work with one of the Myanmar's commercial banks for toll payment using the bankcard. Our Group also plans to enhance our ecTol solutions by integrating ANPR technology into our solutions. The expansion would require more manpower in tandem with the anticipated growth of our business.

(ii) Capital expenditure

We intend to utilise approximately RM0.54 million of the proceeds to cater for expected increased capital requirements for renovation and additional office in line with the intended new business expansion. The breakdown of the cost and expenses are as follows:

| Capital Expenditure | RM'000 |
|---|---------------|
| Existing office renovation | 238 |
| Down payment (30%) for the purchase of new office | 198 |
| New office renovation | 100 |
| Total | 536 |

In line with our business strategies and future plans to grow and strengthen our market presence (elaborated in Section 3.20 of this Information Memorandum), we intend to utilise the proceeds to renovate our existing office to reorganise the various departments with better functional layout and facilities (for example, more meeting rooms, manager room, workstation and pantry) to serve the Group's business better. We also intend to acquire new office space to cater for additional staff within the Group for the new business expansion through the acquisition of a new office and to renovate and equip the new office with suitable and functional facilities.

(iii) Estimated listing expenses

The proceed allocated for our listing expenses include professional fees, fees payable to relevant authorities and other miscellaneous expenses in relation to our Proposed Listing.

The breakdown of the estimated listing expenses is as follows:

| Listing expenses | RM'000 |
|--|---------------|
| Professional fees | 1,010 |
| Placement fees | 55 |
| Miscellaneous fees (inclusive of authority fees) | 35 |
| Total | 1,100 |

In the event that the actual amounts vary from the above estimates, the excess or deficit, as the case may be, will be reallocated to/from the amount earmarked for working capital.

Pending the utilisation of proceeds for the abovementioned purposes, the proceeds to be raised from the Proposed Excluded Issue, save for the estimated listing expenses of approximately RM1.10 million, will be placed in short term deposits with licensed financial institutions and/or short-term money market instruments.

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Amendments / Updates

Based on the Issue Price, the estimated gross proceeds to be raised from our Proposed Excluded Issue of **RM0.85 million** are planned to be utilised in the following manner:

| Utilisation of Proceeds | Estimated timeframe for utilisation upon Proposed Listing | RM'000 | % |
|--|---|------------|--------------|
| (i) Working capital for new business expansion | Within 24 months | 340 | 39.9 |
| (ii) Capital expenditure | Within 12 months | 298 | 35.0 |
| (iii) Estimated listing expenses | Immediate | 214 | 25.1 |
| Total | | 852 | 100.0 |

We have incurred and paid for some of the expenses, which were initially planned to be utilised from the gross proceeds to be raised from the Proposed Listing as disclosed in the Original Information Memorandum, using internally generated funds. In view of this, with the revised issuance size for the Proposed Excluded Issue, we are of the view that we can still meet our working capital for new business expansion and capital expenditure needs as well as to defray the listing expenses as described below.

Further details of the proposed utilisation of proceeds of our Proposed Excluded Issue are as set out below:

(i) **Working capital for new business expansion**

We foresee that our working capital requirements would increase in tandem with our future plans and business strategies as outlined in Section 3.20 of **the Original Information Memorandum**. Therefore, we intend to allocate approximately **RM0.34 million** of the proceeds to be raised from the Proposed Excluded Issue as the working capital for the expansion of our business:

| Working Capital | RM'000 |
|------------------------|---------------|
| WIM | 120 |
| Staff costs | 220 |
| Total | 340 |

In line with Our Group's intention to expand our products and services offers, we plan to allocate approximately **RM0.34 million** for our new business expansion plan. We are planning to roll out the WIM device which is designed to log and record truck axle weights and gross vehicle weights when the vehicles driven the platform installed at the entry of toll lane on Myanmar's expressways. The expansion of our future plans and business strategies would require more manpower in tandem with the anticipated growth of our business.

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(ii) Capital expenditure

We intend to utilise approximately **RM0.30 million** of the proceeds to cater for expected increased capital requirements for renovation and additional office in line with the intended new business expansion. The breakdown of the cost and expenses are as follows:

| Capital Expenditure | RM'000 |
|---|---------------|
| Down payment (30%) for the purchase of new office | 198 |
| New office renovation | 100 |
| Total | 298 |

In line with our business strategies and future plans to grow and strengthen our market presence (elaborated in Section 3.20 of **the Original Information Memorandum**), we intend to utilise the proceeds to acquire new office space to cater for additional staff within the Group for the new business expansion through the acquisition of a new office and to renovate and equip the new office with suitable and functional facilities.

(iii) Estimated listing expenses

The proceed allocated for our listing expenses include professional fees, fees payable to relevant authorities and other miscellaneous expenses in relation to our Proposed Listing.

The breakdown of the estimated listing expenses is as follows:

| Listing expenses | RM'000 |
|--|---------------|
| Professional fees | 183 |
| Placement fees | 21 |
| Miscellaneous fees (inclusive of authority fees) | 10 |
| Total | 214 |

In the event that the actual amounts vary from the above estimates, the excess or deficit, as the case may be, will be reallocated to/from the amount earmarked for working capital.

Pending the utilisation of proceeds for the abovementioned purposes, the proceeds to be raised from the Proposed Excluded Issue, save for the estimated listing expenses of approximately **RM0.21 million**, will be placed in short term deposits with licensed financial institutions and/or short-term money market instruments.

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- (v) **Section 5.1.4 - Proposed Listing on Bursa Securities (page 66 of the Original Information Memorandum)**

Original

Our Proposed Listing is subject to the receipt of an approval-in-principle from Bursa Securities. Thus, we have concurrently made an application to Bursa Securities for the admission of our Company to the Official List and the listing and quotation of our entire enlarged issued share capital of RM14,826,811 comprising 132,399,208 Shares on the LEAP Market of Bursa Securities and we are awaiting Bursa Securities' decision on the same.

Amendments / Updates

Our Proposed Listing is subject to the receipt of an approval-in-principle from Bursa Securities. Thus, we have concurrently made an application to Bursa Securities for the admission of our Company to the Official List and the listing and quotation of our entire enlarged issued share capital of **RM13,547,611** comprising **124,404,208** Shares on the LEAP Market of Bursa Securities and we are awaiting Bursa Securities' decision on the same.

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(vi) **Section 5.2.1 – Share capital, classes of shares and ranking (page 66 of the Original Information Memorandum)**

Original

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

| | No. of Shares | Share Capital RM'000 |
|--|----------------------|---------------------------------|
| Issued share capital as at the LPD | 119,079,208 | 12,696 |
| New Shares to be issued pursuant to our Proposed Excluded Issue | 13,320,000 | 2,131 |
| Enlarged issued share capital upon Proposed Listing | 132,399,208 | 14,827 |
| Issue Price per Issue Share (RM) | | 0.16 |
| Market capitalisation at the Issue Price upon Proposed Listing | | 21,184 |

Amendments / Updates

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

| | No. of Shares | Share Capital RM'000 |
|--|----------------------|---------------------------------|
| Issued share capital as at the LPD | 119,079,208 | 12,696 |
| New Shares to be issued pursuant to our Proposed Excluded Issue | 5,325,000 | 852 |
| Enlarged issued share capital upon Proposed Listing | 124,404,208 | 13,548 |
| Issue Price per Issue Share (RM) | | 0.16 |
| Market capitalisation at the Issue Price upon Proposed Listing | | 19,905 |

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(vii) **Section 5.2.2 – Shareholding structure (page 67 of the Original Information Memorandum)**

Original

Our shareholding structure, before and after the Proposed Excluded Issue, is as follows:

| Shareholders | As at LPD | | | | After the Proposed Listing | | | |
|---|------------------|------------------|---------------------------|------------------|----------------------------|------------------|---------------------------|------------------|
| | Direct | | Indirect | | Direct | | Indirect | |
| | Number of shares | % ⁽¹⁾ | Number of shares | % ⁽¹⁾ | Number of shares | % ⁽²⁾ | Number of shares | % ⁽²⁾ |
| Lee Tiam ⁽³⁾ | 64,511,274 | 54.2 | - | - | 64,511,274 | 48.7 | - | - |
| Wong Peng Yoong ⁽³⁾ | 26,487,771 | 22.2 | - | - | 26,487,771 | 20.0 | - | - |
| Quek Wee Kee ⁽³⁾ | 15,892,663 | 13.3 | 812,500 ⁽⁵⁾ | 0.7 | 15,892,663 | 12.0 | 812,500 ⁽⁵⁾ | 0.6 |
| Chen King Hoaw ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.6 | - | - |
| Low Aik Seong ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.6 | - | - |
| Wong Choon Fui ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.6 | - | - |
| Tan Boon Hou ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.6 | - | - |
| Tan Boon Bang ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.6 | - | - |
| Tan Swan Tun ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.6 | - | - |
| Chen Chow Wan ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.6 | - | - |
| Wee Soon Chit ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.6 | - | - |
| Ong Chee Soon ⁽⁴⁾ | 1,625,000 | 1.3 | - | - | 1,625,000 | 1.3 | - | - |
| Loh Yun Foon ⁽⁴⁾ | 812,500 | 0.7 | 15,892,663 ⁽⁶⁾ | 13.3 | 812,500 | 0.6 | 15,892,663 ⁽⁶⁾ | 12.0 |
| JV Property Management Universal Corporation ⁽⁴⁾ | 3,250,000 | 2.7 | - | - | 3,250,000 | 2.5 | - | - |
| Jennifer Enano Bote | - | - | 3,250,000 ⁽⁷⁾ | 2.7 | - | - | 3,250,000 ⁽⁷⁾ | 2.5 |
| New Public shareholders | - | - | - | - | 13,320,000 | 10.1 | - | - |
| | 119,079,208 | 100.0 | | | 132,399,208 | 100.0 | | |

Notes:

- (1) Based on existing share base of 119,079,208 Shares after conversion of RCPS into ordinary shares.
- (2) Based on enlarged share base of 132,399,208 Shares upon completion of Proposed Excluded Issue.
- (3) Promoters and substantial shareholders of our Company.
- (4) Our Company's RCPS Holders who converted their RCPS into ordinary shares and become our Company's shareholders on 28 August 2020.
- (5) Deemed interested pursuant to Section 197 of the Act by virtue of his spouse, Loh Yun Foon's shareholding in our Company.
- (6) Deemed interested pursuant to Section 197 of the Act by virtue of her spouse, Quek Wee Kee's shareholding in our Company.
- (7) Deemed interest pursuant to Section 8 of the Act by virtue of her shareholdings in JV Property Management Universal Corporation.

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Amendments / Updates

Our shareholding structure, before and after the Proposed Excluded Issue, is as follows:

| Shareholders | As at LPD | | | | After the Proposed Listing | | | |
|---|------------------|------------------|---------------------------|------------------|----------------------------|------------------|---------------------------|------------------|
| | Direct | | Indirect | | Direct | | Indirect | |
| | Number of shares | % ⁽¹⁾ | Number of shares | % ⁽¹⁾ | Number of shares | % ⁽²⁾ | Number of shares | % ⁽²⁾ |
| Lee Tiam ⁽³⁾ | 64,511,274 | 54.2 | - | - | 64,511,274 | 51.8 | - | - |
| Wong Peng Yoong ⁽³⁾ | 26,487,771 | 22.2 | - | - | 26,487,771 | 21.3 | - | - |
| Quek Wee Kee ⁽³⁾ | 15,892,663 | 13.3 | 812,500 ⁽⁵⁾ | 0.7 | 15,892,663 | 12.8 | 812,500 ⁽⁵⁾ | 0.7 |
| Chen King Hoaw ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.7 | - | - |
| Low Aik Seong ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.7 | - | - |
| Wong Choon Fui ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.7 | - | - |
| Tan Boon Hou ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.7 | - | - |
| Tan Boon Bang ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.7 | - | - |
| Tan Swan Tun ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.7 | - | - |
| Chen Chow Wan ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.7 | - | - |
| Wee Soon Chit ⁽⁴⁾ | 812,500 | 0.7 | - | - | 812,500 | 0.7 | - | - |
| Ong Chee Soon ⁽⁴⁾ | 1,625,000 | 1.3 | - | - | 1,625,000 | 1.3 | - | - |
| Loh Yun Foon ⁽⁴⁾ | 812,500 | 0.7 | 15,892,663 ⁽⁶⁾ | 13.3 | 812,500 | 0.7 | 15,892,663 ⁽⁶⁾ | 12.8 |
| JV Property Management Universal Corporation ⁽⁴⁾ | 3,250,000 | 2.7 | - | - | 3,250,000 | 2.6 | - | - |
| Jennifer Enano Bote | - | - | 3,250,000 ⁽⁷⁾ | 2.7 | - | - | 3,250,000 ⁽⁷⁾ | 2.6 |
| New Public shareholders | - | - | - | - | 5,325,000 | 4.3 | - | - |
| | 119,079,208 | 100.0 | | | 124,404,208 | 100.0* | | |

*numbers may not add up to 100.0% due to rounding

Notes:

- (1) Based on existing share base of 119,079,208 Shares after conversion of RCPS into ordinary shares.
- (2) Based on enlarged share base of 124,404,208 Shares upon completion of Proposed Excluded Issue.
- (3) Promoters and substantial shareholders of our Company.
- (4) Our Company's RCPS Holders who converted their RCPS into ordinary shares and become our Company's shareholders on 28 August 2020.
- (5) Deemed interested pursuant to Section 197 of the Act by virtue of his spouse, Loh Yun Foon's shareholding in our Company.
- (6) Deemed interested pursuant to Section 197 of the Act by virtue of her spouse, Quek Wee Kee's shareholding in our Company.
- (7) Deemed interest pursuant to Section 8 of the Act by virtue of her shareholdings in JV Property Management Universal Corporation.

THIS DOCUMENT IS A SUPPLEMENTARY INFORMATION MEMORANDUM AND SHOULD BE READ IN CONJUNCTION WITH THE ORIGINAL INFORMATION MEMORANDUM DATED 08 DECEMBER 2020.

3. OTHER INFORMATION

- (a) Bursa Securities has, via its letter dated 18 December 2020, resolved to approve the admission to the Official List and the listing and quotation of the entire issued share capital of our Company comprising 132,399,208 ordinary shares on the LEAP Market of Bursa Securities, subject to the following conditions:

| Condition imposed | Status of compliance |
|---|----------------------|
| (1) To submit the details of the places in the manner as may be prescribed by Bursa Securities, as soon as practicable after the placement of securities and before the listing of such new issue of securities | To be complied. |
| (2) Submit the following information in respect of the moratorium on the shareholdings of the Promoters to the Bursa Malaysia Depository Sdn. Bhd: (i) Name of shareholders; (ii) Number of shares; and (iii) Date of expiry of the moratorium for each block of shares. | To be complied. |
| (3) To make the relevant announcements pursuant to Rules 3.09(2)(c) and 3.09(2)(f) of the LEAP Market Listing Requirements ("LEAP LR"). In any event, announcement pursuant to 3.09(2)(f) of the LEAP LR must be made at least 2 market days prior to the date of listing. | To be complied. |
| (4) To furnish Bursa Securities with a copy of the schedule of distribution showing compliance with the shareholding spread requirement based on the entire issued share capital of RTSH on the first day of listing. | To be complied. |
| (5) To furnish Bursa Securities with a written confirmation of its compliance with the terms and conditions of Bursa Securities' approval upon the admission of RTSH to the Official List of the LEAP Market. | To be complied. |
| (6) To ensure full compliance with all the requirements as provided under the LEAP LR at all times. | To be complied. |

- (b) The listing and quotation of our revised entire enlarged issued share capital of 124,404,208 shares on the LEAP Market is subject to the following:
- (i) approval from Bursa Securities for the admission of our Shares to the Official List of LEAP Market; and
 - (ii) the successful completion of our Proposed Excluded Issue.

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4. CONSENT

The written consent of the Approved Adviser, Placement Agent and Continuing Adviser for the inclusion in this Supplementary Information Memorandum of its name in the form and context in which its name appear has been given before the issue of this Supplementary Information Memorandum and has not subsequently been withdrawn.

5. MATERIAL LITIGATION AND CONTINGENT LIABILITIES

Our Directors hereby confirm that, they are not aware of any material change to our Group and the Proposed Excluded Issue since the date of the Original Information Memorandum to the date of this Supplementary Information Memorandum.

Our Directors hereby confirm that the Group is not involved in any litigation, claims or arbitration and they do not have any knowledge of any proceedings pending or threatened against the Company or any facts which are likely to give rise to any proceedings, which would have a material adverse effect on the business or financial position of the Company.

Our Directors hereby confirm that the Group does not have any material contingent liabilities which have become enforceable or are likely to become enforceable, which in the opinion of our Directors, will or may substantially affect the ability of our Group to meet our obligations as and when they fall due.

6. RESPONSIBILITY STATEMENTS

Our Directors and Promoters have seen and approved this Supplementary Information Memorandum, and they collectively and individually accept full responsibility for the accuracy of the information contained herein, and confirm that after making all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements or other facts which if omitted, would make any statement in this Supplementary Information Memorandum false or misleading.

BDO acknowledges that, based on all available information and to the best of its knowledge and belief, this Supplementary Information Memorandum constitutes a full and true disclosure of all material facts concerning the Proposed Listing.

THIS DOCUMENT IS A SUPPLEMENTARY INFORMATION MEMORANDUM AND SHOULD BE READ IN CONJUNCTION WITH THE ORIGINAL INFORMATION MEMORANDUM DATED 08 DECEMBER 2020.

7. DIRECTORY

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